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03-25-2005

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SECTION

Form PTO-1594 RI
(Rev. 10/02)
OMB No. 0651-0027 (exp. 6/30/2005)
Tab settings



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U.S. DEPARTMENT OF COMMERCE
U.S. Patent and Trademark Office

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):
UNIVERSITY PRESS OF AMERICA, INC.
 Individual(s) Association
 General Partnership Limited Partnership
 Corporation - Maryland
 Other :
Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies)
Name: ROWMAN & LITTLEFIELD PUBLISHING GROUP, INC.
Address:
Street Address: 4720 Boston Way
City: Lanham State: MD Zip: 20706
 Individual(s) citizenship
 Association
 General Partnership
 Limited Partnership
 Corporation: Delaware
 Other
If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
(Designations must be a separate document from assignment)
Additional name(s) & address(es) attached? Yes No

3. Nature of conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other: _____
Effective Date: 12/12/2002
Execution Date(s): 12/12/2002

B. Trademark Registration No.(s):
1,305,362
1,320,603

4. Application number(s) or registration number(s):
A. Trademark Application No.(s):

Additional number(s) attached Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: Cathryn A. Berryman
Address: Jenkins & Gilchrist, P.C.
Street Address: 1445 Ross Avenue, Suite 3200
City: Dallas State: TX Zip: 75202

6. Total number of applications and registrations involved: 2
7. Total fee (37 CFR 3.41).....\$ 80.00
 Enclosed
 Authorized to be charged to deposit account
8. Deposit account number:
10-0447

DO NOT USE THIS SPACE

9. Signature.
Cathryn A. Berryman
Name of Person Signing

Cathryn A. Berryman 3-18-05
Signature

Total number of pages including cover sheet, attachments, and document: 3

Mail documents to be recorded with required cover sheet information to:
Commissioner of Patent & Trademarks, Box Assignments
Washington, D.C. 20231

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FINANCE SECTION

03/24/2005 BYRNE 00000011 1305362

01 FC:8521
02 FC:8522

(40.00 DP
25.00 DP)

03/24/2005 BYRNE 00000011 1305362
Date: 3/24/05
Time: 10:47 AM
FC: 9204

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TRADEMARK
REEL: 003138 FRAME: 0953

CERTIFICATE OF MERGER
OF
UNIVERSITY PRESS OF AMERICA, INC.
AND
THE ROWMAN & LITTLEFIELD PUBLISHING GROUP, INC.

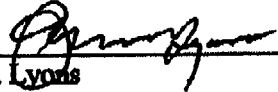
It is hereby certified that:

1. The constituent business corporations participating in the merger herein certified are:
 - (i) University Press of America, Inc. ("University Press"), which is incorporated under the laws of the State of Maryland; and
 - (ii) The Rowman & Littlefield Publishing Group, Inc. ("Rowman & Littlefield"), which is incorporated under the laws of the State of Delaware.
2. An Agreement and Plan of Merger has been approved, adopted, certified, executed and acknowledged by each of the aforesaid constituent corporations in accordance with subsection (c) of Section 252 of the Delaware General Corporation Law, by University Press in accordance with laws of the State of Maryland and by Rowman & Littlefield in accordance with the laws of the State of Delaware.
3. The name of the surviving corporation in the merger herein certified is Rowman & Littlefield, which will continue its existence as said surviving corporation under its present name upon the effective date of said merger pursuant to the provisions of the Delaware General Corporation Law.
4. The Certificate of Incorporation of Rowman & Littlefield, as now in force and effect, shall continue to be the Certificate of Incorporation of said surviving corporation until amended and changed pursuant to the provisions of the Delaware General Corporation Law.
5. The Agreement and Plan of Merger adopted by each of the constituent corporations is on file at an office of the surviving corporation, the address of which is as follows:

4720 Boston Way, Lanham, Maryland 20706
6. A copy of the Agreement and Plan of Merger will be furnished by the surviving corporation, on request, and without cost, to any stockholder of either constituent corporation.
7. The authorized capital stock of University Press consists of 20,000 shares of common stock, par value \$0.10 per share and 500,000 shares of preferred stock, par value \$1.00 per share.

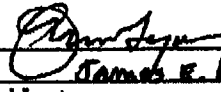
Dated: December 12, 2002

UNIVERSITY PRESS OF AMERICA, INC.

By: 
James E. Lyons
Vice President

Dated: December 12, 2002

THE ROWMAN & LITTLEFIELD
PUBLISHING GROUP, INC.

By: 
Name: James E. Lyons
President