

05-13-2005

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To the Director of the U. S. Patent and Trademark Office: Please record the attached documents or the new address(es) below.

1. Name of conveying party(ies):

TOMPKINS ENTERPRISES, CO.

- Individual(s)
- General Partnership
- Corporation- State: DELAWARE
- Other _____
- Association
- Limited Partnership

Citizenship (see guidelines) _____

Additional names of conveying parties attached? Yes No

3. Nature of conveyance /Execution Date(s) :

Execution Date(s) MARCH 31, 2004

- Assignment
- Security Agreement
- Other _____
- Merger
- Change of Name

2. Name and address of receiving party(ies)

Additional names, addresses, or citizenship attached? Yes No

Name: CURRICULUM ADVANTAGE, INC.

Internal Address: _____

Street Address: E. HWY. 35, BOX 37

City: WAYNE

State: NEBRASKA

Country: UNITED STATES Zip: 68787

- Association
- General Partnership
- Limited Partnership
- Corporation
- Other _____

Citizenship _____
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)

4. Application number(s) or registration number(s) and identification or description of the Trademark.

A. Trademark Application No.(s)

75/633,492

B. Trademark Registration No.(s)

Additional sheet(s) attached? Yes No

C. Identification or Description of Trademark(s) (and Filing Date if Application or Registration Number is unknown):

INET LIBRARY, Application No. 75/633,492

5. Name & address of party to whom correspondence concerning document should be mailed:

Name: PATRICK C. STEPHENSON

Internal Address: _____

Street Address: 1601 DODGE STREET, SUITE 3700

City: OMAHA

State: NEBRASKA Zip: 68102

Phone Number: (402) 341-3070

Fax Number: (402) 341-0216

Email Address: pstephenson@mnmk.com

6. Total number of applications and registrations involved:

1

7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$ 40.00

- Authorized to be charged by credit card
- Authorized to be charged to deposit account
- Enclosed

8. Payment Information:

a. Credit Card Last 4 Numbers _____
Expiration Date _____

b. Deposit Account Number _____
Authorized User Name _____

OPR/FINANCE
MAY 12 AM 7:12

9. Signature:

PATRICK C. STEPHENSON
Signature

May 9, 2005
Date

PATRICK C. STEPHENSON
Name of Person Signing

Total number of pages including cover sheet, attachments, and document: 4

05/13/2005
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Documents to be recorded (including cover sheet) should be faxed to (703) 306-5995, or mailed to:
Mail Stop Assignment Recordation Services, Director of the USPTO, P.O. Box 1450, Alexandria, VA 22313-1450

Delaware

PAGE 1

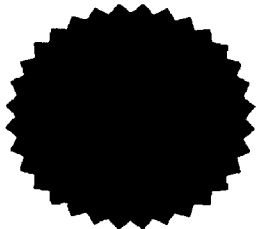
The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "TOMPKINS ENTERPRISES, CO.", CHANGING ITS NAME FROM "TOMPKINS ENTERPRISES, CO." TO "CURRICULUM ADVANTAGE, INC.", FILED IN THIS OFFICE ON THE FIRST DAY OF APRIL, A.D. 2004, AT 1:15 O'CLOCK P.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.

3775821 8100

040240711



Harriet Smith Windsor

ATTESTATION: 3028594
Harriet Smith Windsor, Secretary of State

DATE: 04-02-04

TRADEMARK
REEL: 003160 FRAME: 0970

**CERTIFICATE OF AMENDMENT
OF
CERTIFICATE OF INCORPORATION
OF
TOMPKINS ENTERPRISES, CO.**

IT IS HEREBY CERTIFIED THAT:

1. The name of the corporation (hereinafter called the "corporation") is **TOMPKINS ENTERPRISES, CO.**
2. The Certificate of Incorporation of the corporation is hereby amended by striking out ARTICLE I thereof and by substituting in lieu of said Article the following new Article:

ARTICLE I


NAME

The name of the corporation is **CURRICULUM ADVANTAGE, INC.**

3. The Amendment of the Certificate of Incorporation herein certified has been duly adopted in accordance with the provisions of Sections 228 and 242 of the General Corporation Law of the State of Delaware.

Dated March 31, 2004.

TOMPKINS ENTERPRISES, CO.

By: 
Its: President
Rod Tompkins

State of Delaware
Secretary of State
Division of Corporations
Delivered 01:27 PM 04/01/2004
FILED 01:15 PM 04/01/2004
SRV 040240711 - 3775821 FILE