

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	CHANGE OF NAME

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Education Direct, Inc.		05/23/2007	CORPORATION: PENNSYLVANIA

RECEIVING PARTY DATA

Name:	Penn Foster, Inc.
Street Address:	925 Oak Street
City:	Scranton
State/Country:	PENNSYLVANIA
Postal Code:	18615
Entity Type:	CORPORATION: PENNSYLVANIA

PROPERTY NUMBERS Total: 6

Property Type	Number	Word Mark
Registration Number:	0983060	DIAL-A-QUESTION
Registration Number:	1472707	NATIONAL LEARNING SYSTEMS
Serial Number:	78729961	PENN FOSTER CAREER SCHOOL
Serial Number:	78717454	PENN FOSTER COLLEGE
Serial Number:	78717442	PENN FOSTER HIGH SCHOOL
Registration Number:	1316190	TEL-TEST

CORRESPONDENCE DATA

Fax Number: (617)345-1300
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 617-345-1341
 Email: matm@nixonpeabody.com
 Correspondent Name: Michelle A. Massicotte, Esq.
 Address Line 1: 100 Summer Street
 Address Line 2: Nixon Peabody LLP
 Address Line 4: Boston, MASSACHUSETTS 02110

CH \$165.00 0983060

ATTORNEY DOCKET NUMBER:	044517/3
NAME OF SUBMITTER:	Michelle A. Massicotte
Signature:	/Michelle A. Massicotte/
Date:	06/19/2007
Total Attachments: 4 source=PenFoster#page1.tif source=PenFoster#page2.tif source=PenFoster#page3.tif source=PenFoster#page4.tif	

COMMONWEALTH OF PENNSYLVANIA
DEPARTMENT OF STATE
CORPORATION BUREAU
206 NORTH OFFICE BUILDING
P.O. BOX 8722
HARRISBURG, PA 17105-8722
WWW.CORPORATIONS.STATE.PA.US/CORP

Penn Foster, Inc.

THE CORPORATION BUREAU IS HAPPY TO SEND YOU YOUR FILED DOCUMENT. THE CORPORATION BUREAU IS HERE TO SERVE YOU AND WANTS TO THANK YOU FOR DOING BUSINESS IN PENNSYLVANIA.

IF YOU HAVE ANY QUESTIONS PERTAINING TO THE CORPORATION BUREAU, PLEASE VISIT OUR WEB SITE LOCATED AT WWW.CORPORATIONS.STATE.PA.US/CORP OR PLEASE CALL OUR MAIN INFORMATION TELEPHONE NUMBER (717)787-1057. FOR ADDITIONAL INFORMATION REGARDING BUSINESS AND / OR UCC FILINGS, PLEASE VISIT OUR ONLINE "SEARCHABLE DATABASE" LOCATED ON OUR WEB SITE.

ENTITY NUMBER: 883965

PENNCORP SERVICEGROUP, INC.
600 NORTH SECOND STREET # 401, PO BOX 1210
Harrisburg, PA 17108-1210

TRADEMARK
REEL: 003563 FRAME: 0349

**PENNSYLVANIA DEPARTMENT OF STATE
CORPORATION BUREAU**

Articles of Amendment-Domestic Corporation
(15 Pa.C.S.)

- Business Corporation (§ 1915)
 Nonprofit Corporation (§ 5915)

PENNCORP SERVICEGROUP, INC
600 NORTH SECOND STREET
PO BOX 1210
HARRISBURG, PA 17108-1210 (17562)

Document will be returned to the name and address you enter to the left.

Fee: \$70

In compliance with the requirements of the applicable provisions (relating to articles of amendment), the undersigned, desiring to amend its articles, hereby states that:

1. The name of the corporation is: Education Direct, Inc.

2. The (a) address of this corporation's current registered office in this Commonwealth or (b) name of its commercial registered office provider and the county of venue is (the Department is hereby authorized to correct the following information to conform to the records of the Department):

(a) Number and Street	City	State	Zip	County
(b) Name of Commercial Registered Office Provider				
c/o Corporation Service Company				County Dauphin

3. The statute by or under which it was incorporated: 15 Pa.C.S. § 1306

4. The date of its incorporation: February 9, 2007

5. Check, and if appropriate complete, one of the following:

The amendment shall be effective upon filing these Articles of Amendment in the Department of State.

The amendment shall be effective on: _____ at _____

Date Hour

Commonwealth of Pennsylvania
ARTICLES OF AMENDMENT-BUSINESS 3 Page(s)



PA DEPT OF STATE

2007 MAY 25 AM 9:52

6. Check one of the following:

- The amendment was adopted by the shareholders or members pursuant to 15 Pa.C.S. § 1914(a) and (b) or § 5914(a).
- The amendment was adopted by the board of directors pursuant to 15 Pa. C.S. § 1914(c) or § 5914(b).

7. Check, and if appropriate, complete one of the following:

- The amendment adopted by the corporation, set forth in full, is as follows
That the Articles of Incorporation of the Corporation be amended by changing the name of the Corporation so that, as amended, Article I of the Articles of Incorporation shall be stricken in its entirety and replaced with the following:

"ARTICLE I. The name of the corporation is Penn Foster, Inc. (the "Corporation")."

- The amendment adopted by the corporation is set forth in full in Exhibit A attached hereto and made a part hereof.

8. Check if the amendment restates the Articles:

- The restated Articles of Incorporation supersede the original articles and all amendments thereto.

IN TESTIMONY WHEREOF, the undersigned corporation has caused these Articles of Amendment to be signed by a duly authorized officer thereof this

23 day of May,
2007.

Education Direct, Inc.

Name of Corporation


Signature

Vice President
Title

Trademark Name	Country	Owner	Class(es)	Application Number/ Date	Registration Number/ Date	Renewal Date
DIAL-A-QUESTION	USA	Education Direct, Inc.	35	72,441,359 16-Nov-1972	983,060 30-Apr-1974	30-Apr-2014
NATIONAL LEARNING SYSTEMS	USA	Education Direct, Inc.	16	73,641,364 27-Jan-1987	1,472,707 12-Jan-1988	12-Jan-2008
PENN FOSTER CAREER SCHOOL	USA	Education Direct, Inc.	41	78,729,961 10-Oct-2005		
PENN FOSTER COLLEGE	USA	Education Direct, Inc.	41	78,717,454 21-Sep-2005		
PENN FOSTER HIGH SCHOOL	USA	Education Direct, Inc.	41	78,717,442 21-Sep-2005		
TEL-TEST	USA	Education Direct, Inc.	41	73,428,890 06-Jun-1983	1,316,190 22-Jan-1985	22-Jan-2015
PENN FOSTER	European Community	Education Direct, Inc.	9; 16; 41	4663209 30-Sep-2005	4663209 14-Sep-2006	30-Sep-2015