

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
ProQuest Information and Learning Company		02/09/2007	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	ProQuest Information and Learning LLC		
Street Address:	789 E. Eisenhower Parkway		
Internal Address:	P.O. Box 1346		
City:	Ann Arbor		
State/Country:	MICHIGAN		
Postal Code:	48106		
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	3232260	LITERATURE ONLINE	
CORRESPONDENCE DATA			
Fax Number:	(202)408-4400		
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>			
Phone:	2024084000		
Email:	docketing@finnegan.com		
Correspondent Name:	Lynn M. Jordan		
Address Line 1:	901 New York Avenue, NW		
Address Line 4:	Washington, DISTRICT OF COLUMBIA 20001		
ATTORNEY DOCKET NUMBER:	07662.0159		
NAME OF SUBMITTER:	Lynn M. Jordan		
Signature:	/Lynn M. Jordan/		

OP \$40.00 3232260

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TRADEMARK
REEL: 003703 FRAME: 0401

Date:

01/24/2008

Total Attachments: 4

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State of Delaware
Secretary of State
Division of Corporations
Delivered 04:30 PM 02/09/2007
FILED 04:30 PM 02/09/2007
SRV 070149819 - 2146260 FILE

CERTIFICATE OF CONVERSION
FROM A CORPORATION
TO A LIMITED LIABILITY COMPANY

Pursuant to Section 266 of
the Delaware General Corporation Law
and Section 18-214 of
the Delaware Limited Liability Company Act

ProQuest Information and Learning Company, a Delaware corporation (the
"Corporation"), does hereby certify:

FIRST: That the name of the Corporation immediately prior to filing this
Certificate was ProQuest Information and Learning Company and the name of the
Company under which it was originally incorporated was BHW Acquisition Sub II,
Inc.

SECOND: That the original certificate of incorporation of the Corporation was
filed with the Secretary of State of the State of Delaware on December 14, 1987.

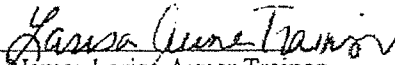
THIRD: That the name of the limited liability company into which the Corporation
shall be converted, as set forth in the Certificate of Formation of such limited
liability company, shall be ProQuest Information and Learning LLC and the
jurisdiction of such limited liability company shall be the State of Delaware.

FOURTH: That the conversion has been approved in accordance with the
provisions of section 266 of the Delaware General Corporation Law and section 18-
214 of the Delaware Limited Liability Act.

FIFTH: That the conversion shall be effective at 4:30pm E.S.T. on February 9,
2007.

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IN WITNESS WHEREOF, the undersigned has duly executed this Certificate of Conversion on this 9th day of February, 2007.

By 
Name: Larisa Avner Trainor
Title: Authorized Person

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CERTIFICATE OF FORMATION
OF
PROQUEST INFORMATION AND LEARNING LLC

This Certificate of Formation is being executed as of February 9, 2007, for the purpose of forming a limited liability company pursuant to the Delaware Limited Liability Company Act 6 Del. C. § 18-101 *et seq.*

The undersigned being duly authorized to execute and file this Certificate, does hereby certify as follows:

1. Name. The name of the limited liability company is ProQuest Information and Learning LLC (the "Company").

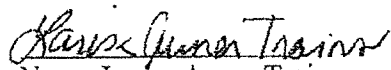
2. Registered Office and Registered Agent. The Company's registered office in the State of Delaware is located at 2711 Centerville Road, Suite 400, Wilmington, New Castle County, Delaware 19808. The registered agent of the Company for service of process at such address is Corporation Service Company.

3. Authorized Person. The name and address of the authorized person is Tracy Malcolm, Fried, Frank, Harris, Shriver & Jacobson LLP, 1001 Pennsylvania Ave. NW, Suite 800, Washington, DC 20004. The powers of the authorized person shall terminate upon the filing of this Certificate of Formation.

4. Effective Date. This Certificate of Formation shall be effective at 4:30 pm E.S.T. on February 9, 2007.

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IN WITNESS WHEREOF, the undersigned has duly executed this Certificate of
Formation as of the day and year first above written.



Name: Larisa Avner Trainor

Title: Authorized Person

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