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TO:STEPHEN W. FELNGOLD COMPANY:DAYPITNEY, LLP

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Form PTO-1594 (Rev. 07/05)

OMB Collection 0641-0027 (exp. 7/31/2008)

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

RECORDATION FORM COVER SHEET  
TRADEMARKS ONLY

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):  
Prentice-Hall, Inc.  
  
 Individual(s)  Association  
 General Partnership  Limited Partnership  
 Corporation- State: Delaware  
 Other \_\_\_\_\_

2. Name and address of receiving party(ies)  
Additional names, addresses, or citizenship attached?  Yes  No  
Name: Parson Education, Inc.  
Internal Address: \_\_\_\_\_  
Street Address: One Lake Street  
City: Upper Saddle River  
State: New Jersey  
Country: USA Zip: 07458

Citizenship (see guidelines) \_\_\_\_\_  
Additional names of conveying parties attached?  Yes  No

3. Nature of conveyance /Execution Date(s):  
Execution Date(s) January 01, 2001  
 Assignment  Merger  
 Security Agreement  Change of Name  
 Other \_\_\_\_\_

Association Citizenship \_\_\_\_\_  
 General Partnership Citizenship \_\_\_\_\_  
 Limited Partnership Citizenship \_\_\_\_\_  
 Corporation Citizenship Delaware  
 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) \_\_\_\_\_  
B. Trademark Registration No.(s) 1,802,228

Additional sheet(s) attached?  Yes  No

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

5. Name & address of party to whom correspondence concerning document should be mailed:  
Name: Stephen W. Felngold  
Internal Address: \_\_\_\_\_  
Street Address: DayPitney, LLP, 7 Times Square  
City: New York  
State: New York Zip: 10036  
Phone Number: 212-297-6800  
Fax Number: 212-916-2946  
Email Address: NYT@daypitney.com

6. Total number of applications and registrations involved: 6

7. Total fee (37 CFR 2.8(b)(6) & 3.41) \$ 165.00  
 Authorized to be charged by credit card  
 Authorized to be charged to deposit account  
 Enclosed

8. Payment Information:  
a. Credit Card Last 4 Numbers 2885 Expiration Date 06/09  
b. Deposit Account Number \_\_\_\_\_  
Authorized User Name \_\_\_\_\_

9. Signature: [Signature] Signature \_\_\_\_\_ Date 7/21/08  
Name of Person Signing \_\_\_\_\_  
Total number of pages including cover sheet, attachments, and document: 6

Documents to be recorded (including cover sheet) should be faxed to (571) 273-0140, or mailed to:  
Mail Stop Assignment Recordation Services, Director of the USPTO, P.O. Box 1460, Alexandria, VA 22313-1460

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TO:STEPHEN W. FELNGOLD

COMPANY:DAYPITNEY, LLP

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## ATTACHMENT 1

## CHANGE OF NAME FOR PRENTICE HALL

ALYN & BACON	1,602,228	June 19, 1990
PRENTICE-HALL	1,332,639	April 23, 1985
PRENTICE-HALL	1,332,044	April 23, 1985
MERRILL	1,342,095	June 18, 1985
GEOTUTOR	2,317,236	February 8, 2000
ESOURCE	2,597,373	July 23, 2002

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# Delaware

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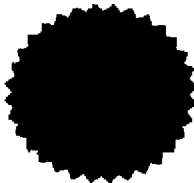
*The First State*

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 "PRENTICE-HALL, INC.", CHANGING ITS NAME FROM "PRENTICE-HALL, INC." TO "PEARSON EDUCATION, INC.", FILED IN THIS OFFICE ON THE TWENTY-EIGHTH DAY OF DECEMBER, A.D. 2000, AT 1 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF AMENDMENT IS THE FIRST DAY OF JANUARY, A.D. 2001, AT 12:01 O'CLOCK A.M.

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*Harriet Smith Windsor*  
Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 3109560

DATE: 05-13-04

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COMPANY:DAYPITNEY, LLP

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AMENDMENT TO CERTIFICATE OF INCORPORATION  
OF  
PRENTICE-HALL, INC.

Prentice-Hall, Inc, a corporation organized under the laws of the State of Delaware (the "Corporation"), pursuant to the provisions of Section 242 of the General Corporation Law of the State of Delaware, as amended (the "Act"), executes the following Amendment to the Certificate of Incorporation of the Corporation filed with the Secretary of State of the State of Delaware on February 11, 1929 (the "Certificate"):

(A) The first paragraph of the Certificate is hereby amended to read in its entirety as follows:

FIRST: The name of this corporation (hereinafter called the "Corporation") is Pearson Education, Inc.

(B) All other provisions of the Certificate shall remain unmodified and in full force and effect.

(C) This amendment to the Corporation's Certificate shall be effective at 12:01 A.M. on January 1, 2001.

(D) The amendment effected herein was authorized by a consent in writing, setting forth the action so taken, unanimously signed by the holders of all outstanding shares of the Corporation's capital stock entitled to vote thereon pursuant to Sections 228 and 242 of the Act.

IN WITNESS WHEREOF, the Corporation, for purposes of amending the Certificate pursuant to the Act, does make, file and record this Amendment to the Certificate of Incorporation of Prentice-Hall, Inc., and does hereby certify that the facts herein stated are true under the penalties of perjury, and has caused this Certificate to be executed by Robert Dancy, its Senior Vice President and Secretary, this 28th day of December, 2000.

PRENTICE-HALL, INC.

By:   
Name: Robert Dancy  
Title: Senior Vice President and Secretary

STATE OF DELAWARE  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
FILED 01:00 PM 12/28/2000  
001686734 - 0252618

\*\* TOTAL PRICE, \$33 \*\*