

Form PTO-1594 (Rev. 08/08)
OMB Collection 0651-0027 (exp. 9/30/2008)

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)
- 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) January 01, 2001

- 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: Pearson Education, Inc.

Internal

Address: _____

Street Address: One Lake Street

City: Upper Saddle River

State: New Jersey

Country: USA Zip: 07458

- 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)

1,602,228

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. Feingold

Internal Address: _____

Street Address: Day Pitney LLP
7 Times Square

City: New York

State: NY Zip: 10036

Phone Number: 212-297-5800

Fax Number: 212-916-2940

Email Address: NYTrademark@daypitney.com

6. Total number of applications and registrations involved:

6

7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$ 165.00

- Authorized to be charged to deposit account
- Enclosed

8. Payment Information:

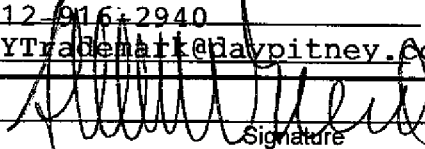
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Exp 06/08

Deposit Account Number _____

Authorized User Name _____

9. Signature:



July 21, 2008

Date

Stephen W. Feingold
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 1450, Alexandria, VA 22313-1450

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TO:STEPHEN W. FELNGOLD COMPANY:DAYPITNEY, LLP
07/21/2008 15:02 FAX

0003/0006

ATTACHMENT 1

CHANGE OF NAME FOR PRENTICE HALL

ALLYN & 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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TO: STEPHEN W. FELNGOLD

COMPANY: DAYPITNEY, LLP

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Form PTO-1594 (Rev. 07/05)
OMB Collection 0561-0027 (exp. 7/31/2009)

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):
Prattice-Hall, Inc.
2. Name and address of receiving party(ies)
Name: Pearson Education, Inc.
Internal Address:
Street Address: One Lake Street
City: Upper Saddle River
State: New Jersey
Country: USA Zip: 07458
3. Nature of conveyance / Execution Date(s):
Execution Date(s): January 01, 2001
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
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: 10038
Phone Number: 212-297-5800
Fax Number: 212-916-8945
Email Address: NYTrademark@daypitney.com
6. Total number of applications and registrations involved: 6
7. Total fee (37 CFR 2.6(b)(5) & 3.41) \$ 165.00
8. Payment Information:
a. Credit Card Last 4 Numbers: 2885 Expiration Date: 08/08
b. Deposit Account Number
Authorized User Name
9. Signature: [Signature] Date: 7/21/08
Total number of pages including cover sheet, attachments, and document: 6

Documents to be recorded (including cover sheet) should be sent to (877) 273-0140, or mailed to: Mail Stop Assignment/Recordation Services, Director of the USPTO, P.O. Box 1480, Alexandria, VA 22313-1488

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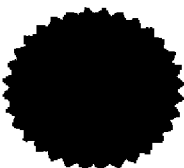
Delaware

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 "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.



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 3109560

DATE: 05-13-04

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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: [Signature]
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
001686736 - 0232618

TOTAL FEE: \$3.00