

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
Walden University, Inc.		04/01/2009	CORPORATION: FLORIDA
RECEIVING PARTY DATA			
Name:	Walden University, LLC		
Street Address:	650 South Exeter Street		
City:	Baltimore		
State/Country:	MARYLAND		
Postal Code:	21202		
Entity Type:	LIMITED LIABILITY COMPANY: FLORIDA		
PROPERTY NUMBERS Total: 6			
Property Type	Number	Word Mark	
Registration Number:	3522754	REAL PEOPLE. REAL CHANGE.	
Registration Number:	2677433	NATIONAL TECHNOLOGICAL UNIVERSITY	
Registration Number:	2728349	AMERICA'S PREMIER ONLINE UNIVERSITY	
Registration Number:	2712892	WALDEN UNIVERSITY	
Registration Number:	1398023	NTU	
Serial Number:	78840225	REAL PEOPLE. REAL CHANGE.	
CORRESPONDENCE DATA			
Fax Number:	(312)236-7516		
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>			
Phone:	312-368-4000		
Email:	ch.tm@dlapiper.com		
Correspondent Name:	Mark I. Feldman		
Address Line 1:	DLA Piper LLP US		
Address Line 2:	P.O. Box 64807		
Address Line 4:	Chicago, ILLINOIS 60664-0807		


CH \$165.00 3522754

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TRADEMARK
REEL: 003966 FRAME: 0524

ATTORNEY DOCKET NUMBER:	020471-1
NAME OF SUBMITTER:	Mark I. Feldman
Signature:	/Mark Feldman/
Date:	04/03/2009
<p>Total Attachments: 6</p> <p>source=Walden - Inc. Documents#page1.tif</p> <p>source=Walden - Inc. Documents#page2.tif</p> <p>source=Walden - Inc. Documents#page3.tif</p> <p>source=Walden - Inc. Documents#page4.tif</p> <p>source=Walden - Inc. Documents#page5.tif</p> <p>source=Walden - Inc. Documents#page6.tif</p>	

State of Florida



Department of State

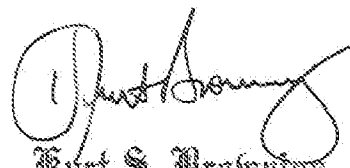
I certify the attached is a true and correct copy of the Certificate of Conversion and Articles of Organization, filed on April 1, 2009, with an organizational date deemed effective August 28, 1992, for WALDEN UNIVERSITY, LLC, the resulting Florida Limited Liability Company, as shown by the records of this office.

The document number of this entity is L09000031621.

Given under my hand and the
Great Seal of the State of Florida
at Tallahassee, the Capitol, this the
First day of April, 2009



CR2EO22 (01-07)



Kurt S. DeLoach
Secretary of State

TRADEMARK

REEL: 003966 FRAME: 0526

Certificate of Conversion
For
"Other Business Entity"
Into
Florida Limited Liability Company

FILED
09 APR -1 PM 3:25
TALLAHASSEE, FLORIDA

This Certificate of Conversion and attached Articles of Organization are submitted to convert the following "Other Business Entity" into a Florida Limited Liability Company in accordance with s.608.439, Florida Statutes.

1. The name of the "Other Business Entity" immediately prior to the filing of this Certificate of Conversion is:
Walden University, Inc.

(Enter Name of Other Business Entity)

2. The "Other Business Entity" is a corporation
(Enter entity type. Example: corporation, limited partnership, sole proprietorship, general partnership, common law or business trust, etc.)

first organized, formed or incorporated under the laws of Florida
(Enter state, or if a non-U.S. entity, the name of the country)

on 8/28/1992
(Enter date "Other Business Entity" was first organized, formed or incorporated)

3. If the jurisdiction of the "Other Business Entity" was changed, the state or country under the laws of which it is now organized, formed or incorporated:

N/A

4. The name of the Florida Limited Liability Company as set forth in the attached Articles of Organization:

Walden University, LLC

(Enter Name of Florida Limited Liability Company)

5. If not effective on the date of filing, enter the effective date: _____
(The effective date: 1) cannot be prior to nor more than 90 days after the date this document is filed by the Florida Department of State; AND 2) must be the same as the effective date listed in the attached Articles of Organization, if an effective date is listed therein.)

Signed this 1st day of April 20 09.

Signature of Member or Authorized Representative of Limited Liability Company:

Signature of Member or Authorized Representative: Deborah Zimic
Printed Name: Deborah L. Zimic Title: Authorized Representative

Signature(s) on behalf of Other Business Entity: [See below for required signature(s).]

Signature: Deborah Zimic
Printed Name: Deborah Zimic Title: VP, Secretary

Signature: _____
Printed Name: _____ Title: _____

Signature: _____
Printed Name: _____ Title: _____

Signature: _____
Printed Name: _____ Title: _____

Signature: _____
Printed Name: _____ Title: _____

Signature: _____
Printed Name: _____ Title: _____

If Florida Corporation:

Signature of Chairman, Vice Chairman, Director, or Officer.

If Directors or Officers have not been selected, an Incorporator must sign.

If Florida General Partnership or Limited Liability Partnership:

Signature of one General Partner.

If Florida Limited Partnership or Limited Liability Limited Partnership:

Signatures of ALL General Partners.

All others:

Signature of an authorized person.

Fees:

Certificate of Conversion:	\$25.00
Fees for Florida Articles of Organization:	\$125.00
Certified Copy:	\$30.00 (Optional)
Certificate of Status:	\$5.00 (Optional)

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name:

The name of the Limited Liability Company is:

Walden University, LLC

(Must end with the words "Limited Liability Company," the abbreviation "L.L.C.," or the designation "LLC.")

ARTICLE II - Address:

The mailing address and street address of the principal office of the Limited Liability Company is:

Principal Office Address:

650 South Exeter Street
Baltimore, MD 21202

Mailing Address:

650 South Exeter Street
Baltimore, MD 21202

ARTICLE III - Registered Agent, Registered Office, & Registered Agent's Signature:

(The Limited Liability Company cannot serve as its own Registered Agent. You must designate an individual or another business entity with an active Florida registration.)

The name and the Florida street address of the registered agent are:

Capitol Corporate Services, Inc.

Name

155 Office Plaza Drive, Suite A

Florida street address (P.O. Box NOT acceptable)

Tallahassee

FL 32301

City, State, and Zip

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, F.S..

Boyle Wundt, asst sec

Registered Agent's Signature (REQUIRED)

(CONTINUED)

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REEL: 003966 FRAME: 0529

ARTICLE IV- Manager(s) or Managing Member(s):

The name and address of each Manager or Managing Member is as follows:

Title:

"MGR" = Manager

"MGRM" = Managing Member

Name and Address:

SEE ATTACHED LIST

SEE ATTACHED LIST

(Use attachment if necessary)

ARTICLE V: Effective date, if other than the date of filing: _____

(OPTIONAL)

(The effective date: 1) cannot be prior to nor more than 90 days after the date this document is filed by the Florida Department of State; AND 2) must be the same as the effective date listed in the attached Certificate of Conversion, if an effective date is listed therein.)

REQUIRED SIGNATURE:



Signature of a member or an authorized representative of a member.

(In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

Deborah L. Zimic, Authorized Representative

Typed or printed name of signee

Filing Fees:

\$125.00 Filing Fee for Articles of Organization and Designation
of Registered Agent

\$ 30.00 Certified Copy (Optional)

\$ 5.00 Certificate of Status (Optional)

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REEL: 003966 FRAME: 0530

ARTICLE IV -- Manager(s) or Managing Member(s):

The name and address of each Manager or Managing Member is as follows:

<i>Title:</i>	<i>Name</i>	<i>Business Address</i>
MGR	Paula R. Singer	650 South Exeter Street, Baltimore, Maryland 21202
MGR	Dr. William G. Durden	650 South Exeter Street, Baltimore, Maryland 21202
MGR	Sean R. Creamer	650 South Exeter Street, Baltimore, Maryland 21202
MGR	Dr. Anita McDonald	650 South Exeter Street, Baltimore, Maryland 21202
MGR	John E. Kobara	650 South Exeter Street, Baltimore, Maryland 21202
MGR	Lee McGee	650 South Exeter Street, Baltimore, Maryland 21202
MGR	Dr. Estanislado Y. Paz	650 South Exeter Street, Baltimore, Maryland 21202
MGR	Dr. Barbara Solomon	650 South Exeter Street, Baltimore, Maryland 21202
MGR	Dr. Charles O. Heller	650 South Exeter Street, Baltimore, Maryland 21202
MGR	Donna M. Dorsey	650 South Exeter Street, Baltimore, Maryland 21202
MGR	Nivine Megahed	650 South Exeter Street, Baltimore, Maryland 21202