

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER		
EFFECTIVE DATE:	03/02/2007		
CONVEYING PARTY DATA			
	Name	Formerly	Execution Date
	Aplia, Inc		03/02/2007
			Entity Type
			CORPORATION: CALIFORNIA
RECEIVING PARTY DATA			
Name:	Thomson Learning, Inc.		
Street Address:	200 First Stamford Place		
City:	Stamford		
State/Country:	CONNECTICUT		
Postal Code:	06902		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 1			
	Property Type	Number	Word Mark
	Registration Number:	3043253	APLIA
CORRESPONDENCE DATA			
Fax Number:	(212)996-9579		
Phone:	212-996-1287		
Email:	trademarks@montagulaw.com		
	<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>		
Correspondent Name:	Alexandre Montagu		
Address Line 1:	1120 Avenue of the Americas, 4th Fl		
Address Line 4:	New York, NEW YORK 10036		
ATTORNEY DOCKET NUMBER:	CENGAGE		
NAME OF SUBMITTER:	Thomas Walsh		
Signature:	/ThomasWalsh/		

CH \$40.00 3043253

Date:

02/22/2012

Total Attachments: 2

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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 MERGER, WHICH MERGES:

"APLIA, INC.", A CALIFORNIA CORPORATION,
WITH AND INTO "THOMSON LEARNING INC." UNDER THE NAME OF "THOMSON LEARNING INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE SECOND DAY OF MARCH, A.D. 2007, AT 3:43 O'CLOCK P.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.

2406150 8100M

070274085



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 5478156

DATE: 03-05-07

TRADEMARK
REEL: 004720 FRAME: 0988

State of Delaware
Secretary of State
Division of Corporations
Delivered 04:14 PM 03/02/2007
FILED 03:43 PM 03/02/2007
SRV 070274085 - 2406150 FILE

STATE OF DELAWARE
CERTIFICATE OF MERGER OF
APLIA, INC.
INTO
THOMSON LEARNING INC.

Pursuant to Title 8, Section 252 of the Delaware General Corporation Law, the undersigned corporation executed the following Certificate of Merger:

FIRST: The name of the surviving corporation is THOMSON LEARNING INC., a Delaware corporation, and the name of the corporation being merged into this surviving corporation is APLIA, INC., a California corporation.

SECOND: The Agreement of Merger has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations pursuant to Title 8 Section 252 of the General Corporation Law of the State of Delaware.

THIRD: The name of the surviving corporation is THOMSON LEARNING INC., a Delaware corporation.

FOURTH: The Certificate of Incorporation of the surviving corporation shall be its Certificate of Incorporation.

FIFTH: The authorized stock and par value of the non-Delaware corporation is 1,000 shares of common stock, par value \$0.01 per share.

SIXTH: The merger is to become effective upon the filing of this Certificate of Merger with the Secretary of State of the State of Delaware.

SEVENTH: The Agreement of Merger is on file at 200 First Stamford Place, Stamford, Connecticut 06902, an office of the surviving corporation.

EIGHTH: A copy of the Agreement of Merger will be furnished by the surviving corporation on request, without cost, to any stockholder of the constituent corporations.

IN WITNESS WHEREOF, said surviving corporation has caused this certificate to be signed by an authorized officer, the 2nd day of March, A.D., 2007.

THOMSON LEARNING INC.

By: 
Name: Marc E. Gold
Title: Assistant Secretary