

Form PTO-1594 (Rev. 12-11)  
OMB Collection 0651-0027 (exp. 04/30/2015)

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):**

KEY CURRICULUM PRESS, INC.

- Individual(s)
- Partnership
- Corporation- State: CALIFORNIA
- Other

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

**3. Nature of conveyance/Execution Date(s) :**

Execution Date(s) AUGUST 10, 2012  
 Assignment  Merger  
 Security Agreement  Change of Name  
 Other

**2. Name and address of receiving party(ies)**

Additional names, addresses, or citizenship attached?  Yes  No

Name: KC & COF, INC.

Street Address: 1150 65TH STREET

City: EMERYVILLE

State: CALIFORNIA

Country: UNITED STATES Zip: 94608

- Individual(s) Citizenship
- Association Citizenship
- Partnership Citizenship
- Limited Partnership Citizenship
- Corporation Citizenship CALIFORNIA
- 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) Text

B. Trademark Registration No.(s)  
2143792

Additional sheet(s) attached?  Yes  No

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

INTERACTIVE MATHEMATICS PROGRAM

**5. Name & address of party to whom correspondence concerning document should be mailed:**

Name: PENN & ASSOCIATES, LLP  
Internal Address:  
Street Address: 767 THIRD AVENUE, SUITE 3600  
City: NEW YORK  
State: NEW YORK Zip: 10017-2023  
Phone Number: (212) 661-5700  
Docket Number:  
Email Address: cpenn@cpennlaw.com

**6. Total number of applications and registrations involved:** 1

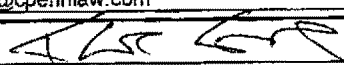
**7. Total fee (37 CFR 2.6(b)(6) & 3.41)** \$ 40.00

- Authorized to be charged to deposit account
- Enclosed

**8. Payment Information:**

Deposit Account Number  
Authorized User Name

**9. Signature:**

  
Signature  
Karen Cono, President  
Name of Person Signing

9/10/12  
Date

Total number of pages including cover sheet, attachments, and document: 4

Documents to be recorded (including cover sheet) should be faxed to (571) 273-0140, or mailed to:  
Mail Stop Assignment Recordation Branch, Director of the USPTO, P.O. Box 1450, Alexandria, VA 22313-1450

OP \$40.00 214379

A 0731452

**FILED**  
In the office of the Secretary of State  
of the State of California

AUG 10 2012

NCTO

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**CERTIFICATE OF AMENDMENT OF ARTICLES OF INCORPORATION**

The undersigned certify that:

1. They are the President and the Secretary, respectively, of Key Curriculum Press, Inc., a California corporation.

2. Article One of the Articles of Incorporation of this corporation is amended to read as follows:


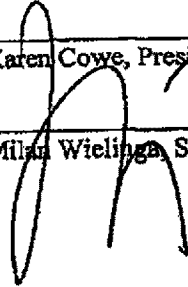
"ONE: The name of this corporation is KC & COP, Inc."

3. The foregoing amendment of Articles of Incorporation has been duly approved by the Board of Directors.

4. The foregoing amendment of Articles of Incorporation has been duly approved by the required vote of shareholders in accordance with Section 902, California Corporations Code. The total number of outstanding shares of the corporation is 10,000. The number of shares voting in favor of the amendment equaled or exceeded the vote required. The percentage vote required was more than 50%.

We further declare under penalty of perjury under the laws of the State of California that the matters set forth in this certificate are true and correct of our own knowledge.

DATE: August 7, 2012

  
\_\_\_\_\_  
Karen Cowe, President  
  
\_\_\_\_\_  
Milan Wielinga, Secretary



I hereby certify that the foregoing transcript of \_\_\_\_\_ page(s) is a full, true and correct copy of the original record in the custody of the California Secretary of State's office.

SEP 24 2012

Date: \_\_\_\_\_ MK

  
DEBRA BOWEN, Secretary of State