

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM338980

|   |                                       |                       |                       |
|---|---------------------------------------|-----------------------|-----------------------|
| <b>SUBMISSION TYPE:</b>   | NEW ASSIGNMENT                        |                       |                       |
| <b>NATURE OF CONVEYANCE:</b>  | MERGER                                |                       |                       |
| <b>EFFECTIVE DATE:</b>  | 12/08/2010                            |                       |                       |
| <b>CONVEYING PARTY DATA</b>   |                                       |                       |                       |
| <b>Name</b>   | <b>Formerly</b>                       | <b>Execution Date</b> | <b>Entity Type</b>    |
| Elsevier Inc.   |                                       | 12/06/2010            | CORPORATION: NEW YORK |
| <b>RECEIVING PARTY DATA</b>   |                                       |                       |                       |
| <b>Name:</b>  | Elsevier Delaware Inc.                |                       |                       |
| <b>Street Address:</b>  | 360 Park Avenue South                 |                       |                       |
| <b>City:</b>  | New York                              |                       |                       |
| <b>State/Country:</b>   | NEW YORK                              |                       |                       |
| <b>Postal Code:</b>   | 10010                                 |                       |                       |
| <b>Entity Type:</b>   | CORPORATION: DELAWARE                 |                       |                       |
| <b>PROPERTY NUMBERS Total: 1</b>  |                                       |                       |                       |
| <b>Property Type</b>  | <b>Number</b>                         | <b>Word Mark</b>      |                       |
| <b>Registration Number:</b>   | 1858565                               | THE PEARLS SERIES     |                       |
| <b>CORRESPONDENCE DATA</b>  |                                       |                       |                       |
| <b>Fax Number:</b>  | 3028848300                            |                       |                       |
| <i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.</i> |                                       |                       |                       |
| <b>Phone:</b>   | 3028848309                            |                       |                       |
| <b>Email:</b>   | jacqueline.gregorski@reedelsevier.com |                       |                       |
| <b>Correspondent Name:</b>  | Jacqueline Gregorski                  |                       |                       |
| <b>Address Line 1:</b>  | 1105 North Market Street              |                       |                       |
| <b>Address Line 4:</b>  | Wilmington, DELAWARE 19801            |                       |                       |
| <b>ATTORNEY DOCKET NUMBER:</b>  | ELSE NY INTO ELSE DE                  |                       |                       |
| <b>NAME OF SUBMITTER:</b>   | Jacqueline Gregorski                  |                       |                       |
| <b>SIGNATURE:</b>   | /Jacqueline Gregorski/                |                       |                       |
| <b>DATE SIGNED:</b>   | 04/22/2015                            |                       |                       |
| <b>Total Attachments: 3</b>   |                                       |                       |                       |
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| source=elsevier into elsevier delaware#page2.tif  |                                       |                       |                       |
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# Delaware

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*The First State*

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF OWNERSHIP, WHICH MERGES:

"ELSEVIER INC.", A NEW YORK CORPORATION,  
WITH AND INTO "ELSEVIER DELAWARE INC." UNDER THE NAME OF "ELSEVIER DELAWARE INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE SIXTH DAY OF DECEMBER, A.D. 2010, AT 12:51 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF OWNERSHIP IS THE EIGHTH DAY OF DECEMBER, A.D. 2010.


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

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You may verify this certificate online  
at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)

  
Jeffrey W. Bullock, Secretary of State  
AUTHENTICATION: 8401099

DATE: 12-06-10

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REEL: 005502 FRAME: 0024

**CERTIFICATE OF OWNERSHIP AND MERGER**

**MERGING**

**ELSEVIER INC.**

**WITH AND INTO**

**ELSEVIER DELAWARE INC.**

(Pursuant to Section 253 of the Delaware General Corporation Law)

**ELSEVIER INC.** (the "Corporation"), a New York corporation,

DOES HEREBY CERTIFY:

1. That the corporation was incorporated on the 16<sup>th</sup> day of February, 1962, pursuant to the Business Corporation Law of the State of New York, the provisions of which permit the merger of a corporation of another state and a corporation organized and existing under the laws of said state.

2. The Corporation is the owner of all of the outstanding shares of the stock of **ELSEVIER DELAWARE INC.**, a corporation incorporated on the 29<sup>th</sup> day of November, 2010, pursuant to the General Corporation Law of the State of Delaware ("**Merging Subsidiary**").

3. The Board of Directors of the Corporation adopted the following resolutions to merge the Corporation into **Surviving Corporation** on December 1, 2010 by unanimous written consent:

**WHEREAS**, the Corporation is the sole stockholder of **ELSEVIER DELAWARE INC.**, a Delaware corporation (hereinafter referred to as the "**Merging Subsidiary**"); and

**WHEREAS**, the Corporation desires to merge with the **Merging Subsidiary** which, as the surviving corporation of such merger (the "**Surviving Corporation**"), shall be possessed of all of the estate, property, rights, privileges and franchises of the Corporation and of the **Merging Subsidiary** effective as of December 8, 2010.

**NOW, THEREFORE, BE IT:**

**RESOLVED**, that, in accordance with Section 907 of the New York Business Corporation Law and Section 253 of the Delaware General Corporation Law, the Corporation merge with the **Merging Subsidiary** effective as of December 8, 2010; and further

**RESOLVED**, that, as of the effective date of the merger, by virtue of the merger and without any action on the part of the Corporation, the **Merging Subsidiary** or the **Surviving Corporation**; each share of capital stock of the Corporation issued and outstanding or held in the treasury of the Corporation shall be converted into and become 1/24.95 of one fully paid and non-assessable share of common stock of the **Surviving Corporation**; and each share of capital stock of the **Merging Corporation** issued and outstanding immediately prior to the effective date of the merger shall be cancelled and extinguished; and further

**RESOLVED**, that the officers of the Corporation be and each of them hereby is authorized, empowered and directed to make certificates of merger (a) authorizing the merger of the Corporation with the

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**REEL: 005502 FRAME: 0025**

Merging Entity into the Corporation and the assumption by the Surviving Corporation of all liabilities and obligations of the Corporation and the Merging Subsidiary, and (b) the date of adoption thereof, and to file the same in the offices of the Secretary of State of the State of Delaware and the Secretary of State of the State of New York; and further

4. **RESOLVED**, that the officers of the Corporation be, and each of them hereby is, in all respects authorized, empowered and directed to execute and file all such further certificates, agreements, instruments and documents, pay or cause to be paid in all such monies and take all such other actions as any such officer, in his or her sole discretion, may from time to time deem necessary or advisable in order to implement, effectuate and comply with the terms, provisions and conditions of the Merger, the transactions and agreements contemplated thereby and these resolutions and the intent hereof. The proposed merger has been adopted, approved, certified, executed and acknowledged by the Corporation in accordance with the laws of the State of New York, under which the corporation was organized including without limitation the approval of the proposed merger by the sole shareholder of the Corporation.

5. As of the effective date of the merger, by virtue of the merger and without any action on the part of the Corporation, the Merging Subsidiary or the Surviving Corporation: each share of capital stock of the Corporation issued and outstanding or held in the treasury of the Corporation shall be converted into and become 1/24.95 of one fully paid and non-assessable share of common stock of the Surviving Corporation; and each share of capital stock of the Merging Corporation issued and outstanding immediately prior to the effective date of the merger shall be cancelled and extinguished.

Executed on December 6, 2010

Elsevier Delaware Inc.

By: Renee Simonton  
Name: Renee Simonton  
Title: Vice President

Elsevier Inc.

By: Henry Horbaczewski  
Name: Henry Horbaczewski  
Title: Vice President

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