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FORM, PTO-1618A  
Expires 06/30/99  
OMB 0651-0027

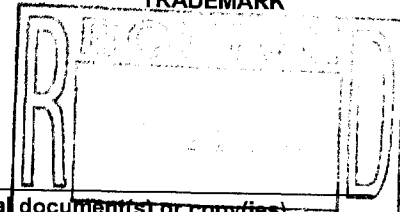
10-13-2000

U.S. Department of Commerce  
Patent and Trademark Office  
**TRADEMARK**



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**RECORDATION FORM COVER SHEET  
TRADEMARKS ONLY**



TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

**Submission Type**

- New
- Resubmission (Non-Recordation)  
Document ID # \_\_\_\_\_
- Correction of PTO Error  
Reel # \_\_\_\_\_ Frame # \_\_\_\_\_
- Corrective Document  
Reel # \_\_\_\_\_ Frame # \_\_\_\_\_

**Conveyance Type**

- Assignment
- Security Agreement
- Merger
- Change of Name
- Other \_\_\_\_\_
- License
- Nunc Pro Tunc Assignment

Effective Date  
Month Day Year  
10 1 99

**Conveying Party**

Mark if additional names of conveying parties attached

Name Preptime.Com.Inc.

Execution Date  
Month Day Year  
10 1 99

Formerly \_\_\_\_\_

75821506

- Individual
- General Partnership
- Limited Partnership
- Corporation
- Association
- Other \_\_\_\_\_
- Citizenship/State of Incorporation/Organization Delaware

**Receiving Party**

Mark if additional names of receiving parties attached

Name Test University, Inc.

DBA/AKA/TA \_\_\_\_\_

Composed of \_\_\_\_\_

Address (line 1) 254 West 31st Street

Address (line 2) \_\_\_\_\_

Address (line 3) New York New York 10001  
City State/Country Zip Code

- Individual
- General Partnership
- Limited Partnership
- Corporation
- Association
- Other \_\_\_\_\_
- Citizenship/State of Incorporation/Organization Delaware

If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)

**FOR OFFICE USE ONLY**

10/13/2000 MTHAI1 00000107 75821506

01 FC:481 40.00 DP  
02 FC:482 100.00 DP

Refund Total: 0000090720

Refund Total: 0000090720

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Mail documents to be recorded with required cover sheets and information to:  
Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20231

**TRADEMARK  
REEL: 2154 FRAME: 0760**

**Domestic Representative Name and Address**

Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

**Correspondent Name and Address**

Area Code and Telephone Number

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

**Pages** Enter the total number of pages of the attached conveyance document including any attachments.

#

**Trademark Application Number(s) or Registration Number(s)**

Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)

Registration Number(s)

**Number of Properties** Enter the total number of properties involved.

#

**Fee Amount** Fee Amount for Properties Listed (37 CFR 3.41):

\$

Method of Payment: Enclosed  Deposit Account

Deposit Account  
(Enter for payment by deposit account or if additional fees can be charged to the account.)

Deposit Account Number: #

Authorization to charge additional fees: Yes  No

**Statement and Signature**

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document. Charges to deposit account are authorized, as indicated herein.

Steven J. Gelman  
Name of Person Signing

Steven J. Gelman  
Signature

9/20/00  
Date Signed


Office of the Secretary of State

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I, EDWARD J. FREEL, 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 "PREPTIME.COM, INC.", CHANGING ITS NAME FROM "PREPTIME.COM, INC." TO "TEST UNIVERSITY, INC.", FILED IN THIS OFFICE ON THE FIRST DAY OF OCTOBER, A.D. 1999, AT 9 O'CLOCK A.M.

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



  
Edward J. Freel, Secretary of State

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991416453

AUTHENTICATION: 0007517

DATE: 10-04-99

**TRADEMARK**  
**REEL: 2154 FRAME: 0762**

**CERTIFICATE OF AMENDMENT  
OF THE  
CERTIFICATE OF INCORPORATION  
OF  
PREPTIME.COM, INC.**

PREPTIME.COM, INC., a corporation existing under the laws of the State of Delaware (the "Corporation"), hereby certifies as follows:

**FIRST:** By Unanimous Written Consent dated the 1st day of October, 1999, the sole Director of the Corporation duly adopted resolutions proposing and declaring advisable, to the stockholders of the Corporation, the following amendment to the Corporation's Certificate of Incorporation:

That Article 1 of the Corporation's Certificate of Incorporation be amended to read in its entirety as follows:

1. The name of the Corporation is: Test University, Inc.

**SECOND:** That by Written Consent dated the 1st day of October, 1999, a majority of the stockholders of the Corporation approved the aforesaid amendment.

**THIRD:** That the aforesaid amendment was duly adopted in accordance with the applicable provisions of Section 242 of the General Corporation Law of the State of Delaware.

**IN WITNESS WHEREOF**, the Corporation has caused this certificate to be signed by Yaron Eitan its Chairman, this 1st day of October, 1999.

PREPTIME.COM, INC.

By:

  
Yaron Eitan, Chairman