

03-16-2001

FORM PTO-1594



U.S. Department of Commerce
Patent and Trademark Office
Attorney Docket No. 06780.0133

101640245

To the Honorable Commissioner of Patents and Trademarks Attached original documents or copy thereof.

1. Name(s) of conveying party(ies):
REED PROPERTIES INC.

- Individual(s)
- Association
- Limited Partnership
- Corporation
- General Partnership
- Other:



Additional name(s) of conveying party(ies) attached? Yes No

3. Nature of conveyance: **3-12-01**

- Assignment
- Merger
- Security Agreement
- Change of Name
- Other:

Execution Date: October 17, 1994

2. Name(s) and address(es) of receiving party(ies):

Name: REED ELSEVIER PROPERTIES INC.
Address: 1105 North Market Street, Suite 912
Wilmington, DE 19801

- Individual(s)
- Association
- General Partnership
- Limited Partnership
- Corporation DELAWARE
- Other:

If assignee is not domiciled in the United States, a domestic representative is attached: Yes No

(Designation must be a separate document from Assignment)

Additional name(s) & address(es) attached? Yes No

4. Application number(s) or registration number(s):

A. Trademark Application Number(s):

B. Trademark Registration Number(s):

1,888,418

Additional numbers attached? Yes No

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

Name: Susan M. Freedman, Esq.

Address: FINNEGAN, HENDERSON, FARABOW,
GARRETT & DUNNER, L.L.P.
1300 I Street, N.W.
Washington, D.C. 20005-3515

6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 3.41): \$40

- Enclosed
- Authorized to be charged to deposit account
- Authorized to be charged to deposit account only if fee is deficient

8. Deposit Account No.: 06-0916

DO NOT USE THIS SPACE

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9. 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.

Susan M. Freedman

Name of person signing

Signature

3/12/01

Date

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

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REEL: 002252 FRAME: 0501

State of Delaware
Office of the Secretary of State

PAGE 1

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 "REED PROPERTIES INC.", CHANGING ITS NAME FROM "REED PROPERTIES INC." TO "REED ELSEVIER PROPERTIES INC.", FILED IN THIS OFFICE ON THE EIGHTEENTH DAY OF OCTOBER, A.D. 1994, AT 9 O'CLOCK A.M.

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Edward J. Freel

Edward J. Freel, Secretary of State

AUTHENTICATION:

DATE: 7311395

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REEL: 002252 FRAME: 0502

**CERTIFICATE OF AMENDMENT
OF
CERTIFICATE OF INCORPORATION
OF
REED PROPERTIES INC**

Reed Properties Inc. (the "Corporation"), a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware, hereby certifies as follows:

FIRST: The Board of Directors of the Corporation at a duly noticed meeting on September 22, 1994 unanimously adopted resolutions setting forth a proposed amendment as follows of the Certificate of Incorporation of the Corporation, declaring said amendment to be advisable, and directing that the proposed amendment be considered by the stockholders of the Corporation:

RESOLVED, that the Certificate of Incorporation of this Corporation be amended by changing the Article FIRST so that, as amended, said Article FIRST shall be as follows:

"FIRST: The name of this corporation is **REED ELSEVIER PROPERTIES INC."**

SECOND: Thereafter the stockholders of the Corporation, acting by written consent pursuant to Section 228(a) of the General Corporation Law of the State of Delaware, duly approved the amendment.

THIRD: This amendment has been duly adopted in accordance with the 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 Mark L. Seeley, its President and attested by

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James M. Mulligan, Jr., its Secretary this 17th day of October
_____, 1994.

BY: *Mark Soder*
President

ATTEST: *James M. Mulligan, Jr.*
Secretary

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