

BOX ASSIGNMENTS

Assistant Commissioner of Tr
2900 Crystal Drive
Arlington, VA 22202-3513

05-17-2002



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05-19-2000

U.S. TMO/TM Mail Report 01-034

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Sir: Please record the attached original assignment, having the following particulars:

Attorney Docket: 2012-024T

Serial No.: 75/802,941

Filed:

Trademark: SCHWESER'S

Assignors: Kaplan Educational Centers, Inc. (a Delaware corporation)

Assignee: Kaplan, Inc. (a Delaware corporation)

Address of assignee: 888 Seventh Avenue
23rd Floor
New York, New York 10106

Nature of enclosed document: Certificate of Change of Name

Total number of applications involved: 1


Amount of fee enclosed: \$40.00
(Please charge any deficiency to deposit account No. 19-0748)

Date of execution of enclosure: January 15, 2000

All correspondence, including *the recorded document should be sent to the address at the bottom.*

To the best of my knowledge and belief, the foregoing information is true and correct.

Date: May 18, 2000


Name: Martin J. Beran

06/20/2000 INBUYEN 00000253 75802941
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Total number of pages, including
cover sheet, attachments and document: 4

Martin J. Beran, Schweitzer Cornman Gross & Bondell, 230 Park Avenue, New York, NY 10169

Office of the Secretary of State

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 "KAPLAN EDUCATIONAL CENTERS, INC.", CHANGING ITS NAME FROM "KAPLAN EDUCATIONAL CENTERS, INC." TO "KAPLAN, INC.", FILED IN THIS OFFICE ON THE SEVENTEENTH DAY OF DECEMBER, A.D. 1999, AT 4:30 O'CLOCK P.M.



A handwritten signature in cursive script, reading "Edward J. Freel".

Edward J. Freel, Secretary of State

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AUTHENTICATION: 0429130
DATE: 05-10-00

12-17-99

CERTIFICATE OF AMENDMENT
OF
CERTIFICATE OF INCORPORATION
OF
KAPLAN EDUCATIONAL CENTERS, INC.

KAPLAN EDUCATIONAL CENTERS, INC., a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware, DOES HEREBY CERTIFY:

FIRST: That the Board of Directors of said corporation, by unanimous written consent of its members, filed with the minutes of the Board, adopted a resolution proposing and declaring advisable the following amendment to the Certificate of Incorporation of said corporation:

RESOLVED, that the Certificate of Incorporation of KAPLAN EDUCATIONAL CENTERS, INC. be amended by changing the First Article thereof so that, as amended, said Article shall be and read as follows:

ARTICLE I

"The name of the corporation is Kaplan, Inc."

SECOND: That in lieu of a meeting and vote of stockholders, the stockholders have given unanimous written consent to said amendment in accordance with the provisions of Section 228 of the General Corporation Law of the State of Delaware.

THIRD: That the aforesaid amendment was duly adopted in accordance with the applicable provisions of Sections 242 and 228 of the General Corporation Law of the State of Delaware.

IN WITNESS WHEREOF, said corporation has caused this certificate to be signed by Andrew Rosen, its Executive Vice President and Chief Operating Officer, this 16th day of December, 1999.

By: Andrew D. Rosen
Andrew Rosen
Executive Vice President and
Chief Operating Officer

TOTAL P. 03