

REC

11-22-2002

OMB No. 0651-0011 (exp. 4/94)



102290668

To the Honorable Commissioner of Patents and Trademarks Please record the attached original documents or copy thereof.

1. Name of conveying party(ies): 11-13-02

David Kaplan Marketing Services, Inc.

- Individuals Association
- General Partnership Limited Partnership
- Corporation-State Illinois
- Other _____

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

3. Nature of conveyance:

- Assignment Merger
- Security Agreement Change of Name
- Other Articles of Amendment

Execution Date: July 2, 2002

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

Name: Education Alliance Group, Incorporated

Internal Address: _____

Street Address: 463 Pebble Beach Lane

City: Riverwoods State: IL ZIP: 60015

- Individual(s) citizenship _____
- Association _____
- General Partnership _____
- Limited Partnership _____
- Corporation-State Illinois
- Other _____

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

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

B. Trademark Application No.(s)

76/443,864 78/144,495 78/144,510

C. Trademark Registration No.(s)

Additional numbers attached? Yes No

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

Name: Eric H. Weimers

Internal Address: _____

Street Address: Jenner & Block, LLC

One IBM Plaza

City: Chicago State: IL ZIP: 60611

6. Total number of applications and registrations involved: 3

7. Total fee (37 CFR 3.41)..... \$ 90.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

10-0460

(Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

11/21/2002 LINDSEY 00000227 100460 78443864

01 FC:4521 40.00 CH
02 FC:4522 50.00 CH

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.

Eric H. Weimers
Name of Person Signing

Eric H. Weimers
Signature

11/8/2002
Date

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

3

Form **BCA-10.30**

ARTICLES OF AMENDMENT

File # **6179-510-3**

Jesse White
Secretary of State
Department of Business Services
Springfield, IL 62756
Telephone (217) 782-1832

FILED

SUBMIT IN DUPLICATE

AUG - 5 2002

This space for use by
Secretary of State

Date **8-5-02**

Remit payment in check or money
order, payable to "Secretary of State."

Franchise Tax \$

The filing fee for restated articles of
amendment - \$100.00

Filing Fee* \$25 00

http://www.sos.state.il.us

Penalty \$

Approved: **z**

**JESSE WHITE
SECRETARY OF STATE**

1 CORPORATE NAME: David Kaplan Marketing Services, Inc - (Note 1) *Corporate*

2 MANNER OF ADOPTION OF AMENDMENT:
The following amendment of the Articles of Incorporation was adopted on July 10
(Month & Day)

2002 in the manner indicated below. ("X" one box only)
(Year)

By a majority of the incorporators, provided no directors were named in the articles of incorporation and no directors have been elected. (Note 2)

By a majority of the board of directors, in accordance with Section 10.10, the corporation having issued no shares as of the time of adoption of this amendment; (Note 2)

By a majority of the board of directors, in accordance with Section 10.15, shares having been issued but shareholder action not being required for the adoption of the amendment; (Note 3)

By the shareholders, in accordance with Section 10.20, a resolution of the board of directors having been duly adopted and submitted to the shareholders. At a meeting of shareholders, not less than the minimum number of votes required by statute and by the articles of incorporation were voted in favor of the amendment; (Note 4)

By the shareholders, in accordance with Sections 10.20 and 7.10, a resolution of the board of directors having been duly adopted and submitted to the shareholders. A consent in writing has been signed by shareholders having not less than the minimum number of votes required by statute and by the articles of incorporation. Shareholders who have not consented in writing have been given notice in accordance with Section 7.10; (Notes 4 & 5)

By the shareholders, in accordance with Sections 10.20 and 7.10, a resolution of the board of directors having been duly adopted and submitted to the shareholders. A consent in writing has been signed by all the shareholders entitled to vote on this amendment. (Note 5)

3 TEXT OF AMENDMENT:

a When amendment effects a name change, insert the new corporate name below. Use Page 2 for all other amendments.

Article I: The name of the corporation is:

Education Alliance Group, Incorporated
(NEW NAME)

All changes other than name, include on page 2
(over)

4 The manner, if not set forth in Article 3b, in which any exchange, reclassification or cancellation of issued shares, or a reduction of the number of authorized shares of any class below the number of issued shares of that class, provided for or effected by this amendment, is as follows: (If not applicable, insert "No change")

No change

5 (a) The manner, if not set forth in Article 3b, in which said amendment effects a change in the amount of paid-in capital (Paid-in capital replaces the terms Stated Capital and Paid-in Surplus and is equal to the total of these accounts) is as follows: (If not applicable, insert "No change")

No change

(b) The amount of paid-in capital (Paid-in Capital replaces the terms Stated Capital and Paid-in Surplus and is equal to the total of these accounts) as changed by this amendment is as follows: (If not applicable, insert "No change")

No change

	Before Amendment	After Amendment
Paid-in Capital	\$ _____	\$ _____

(Complete either Item 6 or 7 below. All signatures must be in **BLACK INK.**)

6 The undersigned corporation has caused this statement to be signed by its duly authorized officers, each of whom affirms, under penalties of perjury, that the facts stated herein are true.

Dated July 26, 2002 David Kaplan Marketing Service
(Month & Day) (Year) (Exact Name of Corporation at date of execution)
 attested by Sydney Kaplan by David Kaplan
(Signature of Secretary or Assistant Secretary) (Signature of President or Vice President)
Sydney Kaplan, Sec. David Kaplan, President
(Type or Print Name and Title) (Type or Print Name and Title)

7 If amendment is authorized pursuant to Section 10.10 by the incorporators, the incorporators must sign below, and type or print name and title.

CR

If amendment is authorized by the directors pursuant to Section 10.10 and there are no officers, then a majority of the directors or such directors as may be designated by the board, must sign below, and type or print name and title.

The undersigned affirms, under the penalties of perjury, that the facts stated herein are true.

Dated _____
(Month & Day) (Year)

