

U.S. Department of Commerce
Patent and Trademark Office

RECORDATION FORM COVER SHEET TRADEMARKS ONLY

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

1. Name of conveying party(ies): Cambridge Research Group, Ltd.
(erroneously referred to as Cambridge Research Group, Inc. in
the merger document and in the enclosed recordal coversheet)

- Individual(s)
- General Partnership
- Corporation-State WEST VIRGINIA
- Association
- Limited Partnership

2. Name and Address of receiving party(ies)

Name: Cambridge Research Group, Ltd.
Address: Maccorkle Avenue SW
South Charleston, W.V. 25303

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other (Correction Recordation) (to correct corporate name, erroneously referred to as "Cambridge Research Group, Inc.")
- Merger
- Change of Name

Execution Date _____

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

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
Additional name(s) & address(es) attached? Yes No

4. Application number(s) or registration number(s): SEE SCHEDULE ATTACHED

A. Trademark Application No.(s)

B. Trademark Registration No.:

Additional numbers attached? Yes No

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

Sujata Chaudhri, Esq.
Cowan, Liebowitz & Latman, P.C.
1133 Avenue of the Americas
New York, NY 10036-6799

6. Total number of applications and registrations involved:
Four (4)

7. Total fee (37 CFR 3.41)..... \$115.00
Any deficiency is authorized to be charged to
Deposit Account No. 03-3415.

8. Deposit Account No. 03-3415
(Attach duplicate copy of this page if paying by deposit account)

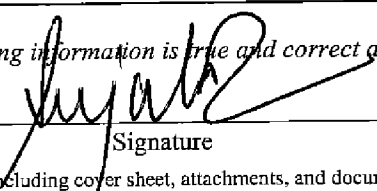
DO NOT USE THIS SPACE

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.

Sujata Chaudhri

Name of Person Signing



Signature

August 19, 2003

Date

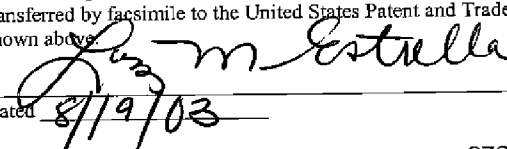
Total number of pages including cover sheet, attachments, and document: 7

Mail to: U.S. Patent and Trademark Office, Office of Public Records, Crystal Gateway 4, Room 335, Washington, DC 20231

CERTIFICATE OF FACSIMILE TRANSMISSION

The undersigned hereby certifies that the above-captioned correspondence is being transferred by facsimile to the United States Patent and Trademark Office on the date shown above.

Dated 8/19/03



SZC/BEM/18572/00/572921.1

TRADEMARK

REEL: 002702 FRAME: 0243

700040900

CH \$115.00 033415 1921891

SCHEDULE

| REGISTRATION NO. | MARK |
|-------------------------|-----------------------------------|
| 1,921,891 | CAMBRIDGE PARENTING & FAMILY LIFE |
| 1,943,337 | CAMBRIDGE EDUCATIONAL |
| 1,727,225 | CAMBRIDGE CAREER PRODUCTS |
| 1,745,090 | FOOD SERVICE EXPRESS |

PLEASE DO NOT WRITE OVER THESE PRINTED OR HANDWRITTEN MARKS

07-20-2000

U.S. Department of Commerce
Patent and Trademark Office

06-27-2000



EET

D

6-27-00

U.S. Patent & TM Office Mail Report #34

101408942

Attachments or copy thereof.

To the Honorable Commissioner of Patents and Trademarks

1. Name of conveying party(ies):

Name: Cambridge Research Group, Inc.

- Individual(s)
- General Partnership
- Corporation-State (Delaware)
- Other

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

2. Name and Address of receiving party(ies)

Name: Films for the Humanities & Sciences, Inc.
Address: 11 Perrine Road
Monmouth Junction, New Jersey 08852

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State Delaware
- 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

3. Nature of conveyance:

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

Execution Date: December 20, 1999

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

1,727,225

Additional numbers attached? Yes No

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

Baila H. Celedonia
Cowan, Liebowitz & Latman, P.C.
1133 Avenue of the Americas
New York, NY 10036-6799

6. Total number of applications and registrations involved: 9

7. Total fee (37 CFR 3.41)..... \$ 240.00

- Enclosed
- Any deficiency is authorized to be charged to Deposit Account No. 03-3415.

8. Deposit Account No. 03-3415

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

07/20/2000 NTHAI1 00000038 1727225

01 FC:401
02 FB:402

46.00 OP
200.00 OP

DO NOT USE THIS SPACE

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.

Baila H. Celedonia

Baila H. Celedonia 6/27/00
Signature Date

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

Mail to: Commissioner of Patents & Trademarks, Box Assignments, Washington, D.C. 20231

CERTIFICATE OF MERGER
OF
CAMBRIDGE RESEARCH GROUP, INC.
INTO
FILMS FOR THE HUMANITIES & SCIENCES, INC.

The undersigned corporation, Films for the Humanities & Sciences, Inc., DOES HEREBY CERTIFY:

FIRST: That the name and state of incorporation of each of the constituent corporations of the merger is as follows:

| <u>NAME</u> | <u>STATE OF INCORPORATION</u> |
|---|-------------------------------|
| Cambridge Research Group, Ltd | West Virginia |
| Films for the Humanities & Sciences, Inc. | Delaware |

SECOND: That an Agreement of Merger between the parties to the merger has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations in accordance with the requirements of section 252 of the General Corporation Law of Delaware.

THIRD: That the name of the surviving corporation of the merger is Films for the Humanities & Sciences, Inc., a Delaware corporation.

FOURTH: That the Certificate of Incorporation of Films for the Humanities & Sciences, Inc., a Delaware corporation which is surviving the merger, shall be the Certificate of Incorporation of the surviving corporation, until thereafter changed or amended as provided therein or by applicable law.

FIFTH: That the executed Plan of Merger is on file at the principal place of business of the surviving corporation, the address of which is 745 Fifth Avenue, 23rd Floor, New York, NY 10151.

SIXTH: That a copy of the Plan of Merger will be furnished by the surviving corporation, on request and without cost, to any stockholder of any constituent corporation, on request and without cost, to any stockholder of any constituent corporation.

SEVENTH: This Certificate of Merger shall become effective upon its filing with the Secretary of State of Delaware.

EIGHTH: The authorized capital stock of the foreign corporation which is a party to the merger is as follows:

Cambridge Research Group, Inc. 1,000 authorized \$0.01 par value

This Certificate of Merger has been executed on this 20th day of December, 1999.

**FILMS FOR THE HUMANITIES &
SCIENCES, INC.**
a Delaware Corporation

By: Michaelanne P. Discepolo
Michaelanne Discepolo, Vice President

State of Delaware
Office of the Secretary of State

PAGE 3.

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 MERGER, WHICH MERGES:

"CAMBRIDGE RESEARCH GROUP, INC.", A WEST VIRGINIA CORPORATION,

WITH AND INTO "FILMS FOR THE HUMANITIES & SCIENCES, INC." UNDER THE NAME OF "FILMS FOR THE HUMANITIES & SCIENCES, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE ELEVENTH DAY OF JANUARY, A.D. 2000, AT 4:30 O'CLOCK P.M.

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



Edward J. Freel

Edward J. Freel, Secretary of State

0560818 8100M

001017423

0194960

AUTHENTICATION:

01-12-00

DATE:

TRADEMARK

REEL: 002105 FRAME: 0645

TRADEMARK

REEL: 002702 FRAME: 0248

RECORDED: 06/27/2000

SCHEDULE OF MARKS

| <u>Mark</u> | <u>Classes</u> | <u>Reg. #</u> | <u>Reg. Dt</u> |
|--|----------------|---------------|----------------|
| CAMBRIDGE CAREER PRODUCTS | 9 | 1,727,225 | 10/27/92 |
| CAMBRIDGE EDUCATIONAL | 9 | 1,943,337 | 12/26/95 |
| CAMBRIDGE HOME ECONOMICS | 16 | 1,887,087 | 4/4/95 |
| CAMBRIDGE PARENTING & FAMILY LIFE | 16 | 1,921,891 | 9/26/95 |
| CAMBRIDGE PHYSICAL EDUCATION & HEALTH | 16 | 1,884,861 | 3/21/95 |
| CAMBRIDGE VOCATIONAL & TECHNICAL | 16 | 1,884,862 | 3/21/95 |
| CPR EXPRESS | 16 | 1,769,886 | 5/11/93 |
| FOOD SERVICE EXPRESS | 9 | 1,745,090 | 1/5/93 |
| THE ORANGE ELEPHANT | 16 | 2,010,739 | 10/22/96 |

CERTIFICATE OF MERGER
OF
CAMBRIDGE RESEARCH GROUP, INC.
INTO
FILMS FOR THE HUMANITIES & SCIENCES, INC.

The undersigned corporation, Films for the Humanities & Sciences, Inc., DOES **HEREBY CERTIFY:**

FIRST: That the name and state of incorporation of each of the constituent corporations of the merger is as follows:

| <u>NAME</u> | <u>STATE OF INCORPORATION</u> |
|---|-------------------------------|
| Cambridge Research Group, Ltd. | West Virginia |
| Films for the Humanities & Sciences, Inc. | Delaware |

SECOND: That an Agreement of Merger between the parties to the merger has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations in accordance with the requirements of section 252 of the General Corporation Law of Delaware.

THIRD: That the name of the surviving corporation of the merger is Films for the Humanities & Sciences, Inc., a Delaware corporation.

FOURTH: That the Certificate of Incorporation of Films for the Humanities & Sciences, Inc., a Delaware corporation which is surviving the merger, shall be the Certificate of Incorporation of the surviving corporation, until thereafter changed or amended as provided therein or by applicable law.

FIFTH: That the executed Plan of Merger is on file at the principal place of business of the surviving corporation, the address of which is 745 Fifth Avenue, 23rd Floor, New York, NY 10151.

SIXTH: That a copy of the Plan of Merger will be furnished by the surviving corporation, on request and without cost, to any stockholder of any constituent corporation, on request and without cost, to any stockholder of any constituent corporation.

SEVENTH: This Certificate of Merger shall become effective upon its filing with the Secretary of State of Delaware.

EIGHTH: The authorized capital stock of the foreign corporation which is a party to the merger is as follows:

| | | |
|--------------------------------|------------------|------------------|
| Cambridge Research Group, Inc. | 1,000 authorized | \$0.01 par value |
|--------------------------------|------------------|------------------|

This Certificate of Merger has been executed on this 20th day of December, 1999.

**FILMS FOR THE HUMANITIES &
SCIENCES, INC.**
a Delaware Corporation

By: Michaelanne P. Discepolo
Michaelanne Discepolo, Vice President

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 MERGER, WHICH MERGES:

"CAMBRIDGE RESEARCH GROUP, INC.", A WEST VIRGINIA CORPORATION,

WITH AND INTO "FILMS FOR THE HUMANITIES & SCIENCES, INC." UNDER THE NAME OF "FILMS FOR THE HUMANITIES & SCIENCES, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE ELEVENTH DAY OF JANUARY, A.D. 2000, AT 4:30 O'CLOCK P.M.

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Edward J. Freel

Edward J. Freel, Secretary of State

0560818 8100M

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0194960

AUTHENTICATION:

01-12-00

DATE:

RECORDED: 06/27/2000

TRADEMARK
REEL: 002105 FRAME: 0645
TRADEMARK

REEL: 002702 FRAME: 0252

Attorney Ref. No.: 18572.00

POST-REGISTRATION
DIVISION
Sharon Granata, Paralegal
Specialist, Office of Trademark
Services
Registration No.: 1,727,225
Mark:CAMBRIDGE CAREER
PRODUCTS

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

In re :
Films For The Humanities & Sciences, Inc. :
Registration No.: 1,727,225 :
Dated: October 27, 1992 :
For Trademark: :
CAMBRIDGE CAREER PRODUCTS :

DECLARATION

I, Christopher A. Fraser, declare that the following is true and correct:

1. I am the Assistant Secretary of Films For The Humanities & Sciences, Inc ("Films").
2. Films is the owner of the U.S. Registration No. 1,727,225 for the mark CAMBRIDGE CAREER PRODUCTS (the "Registration").
3. Films acquired the Registration by virtue of the merger of Cambridge Research Group, Ltd. into Films.
4. Cambridge Research Group, Ltd. merged into Films on December 20, 1999. However, the Certificate of Merger filed with the Secretary of State of Delaware uses the names Cambridge Research Group, Ltd. and Cambridge Research Group, Inc. interchangeably. The references to Cambridge Research Group, Inc. in the Certificate of

Attorney Ref. No.: 18572.00

POST-REGISTRATION
DIVISION
Sharon Granata, Paralegal
Specialist, Office of Trademark
Services
Registration No.: 1,727,225
Mark: CAMBRIDGE CAREER
PRODUCTS

Merger were inadvertent errors. To my knowledge, Cambridge Research Group, Ltd. merged into Films.

4. The undersigned being hereby warned that willful false statements and the like are punishable by fine or imprisonment, or both, under 18 U.S.C. 1001, and that such willful false statements and the like may jeopardize the validity of the registration resulting therefrom, declares that he/she is authorized to make this declaration on behalf of the Registrant; he/she believes that the Registrant is the owner of the trademark sought to be renewed; he/she believes that registrant is entitled to use such mark in commerce and all statements made of his/her own knowledge are true, and all statements made on information and belief are believed to be true.

FILMS FOR THE HUMANITIES & SCIENCES, INC.

By:



Name: Christopher A. Fraser
Title: Assistant Secretary

Dated: August 6, 2003