F47717

THE UNITED STATES CORPORATION COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 289762 4332209

AUTHORIZATION : Patricia Pizzuto

COST LIMIT : $ 35.00

ORDER DATE : June 28, 1999

ORDER TIME : 2:40 PM

ORDER NO. : 289762-005

CUSTOMER NO: 4332209

CUSTOMER: Ms. Joanne Drogemuller.
The Thomson Corporation
One Station Place
Metro Center
Stamford, CT 06902

Name Change

600002920126--0

amend

RECEIVED
99 JUN 30 PM 3:15
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

FILED
99 JUN 30 PM 4:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DOMESTIC AMENDMENT FILING

NAME: ITP LICENSING CORPORATION

EFFICTIVE DATE:

XX ARTICLES OF AMENDMENT
____ RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

____ CERTIFIED COPY
XX PLAIN STAMPED COPY
____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Christine Lillich

EXAMINER'S INITIALS: BOR
6/30/99

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

99 JUN 30 PM 4:28
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ITP LICENSING CORPORATION
(present name)

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: *(indicate article number(s) being amended, added or deleted)*

Article "FIRST" of the Articles of Incorporation is hereby amended to read as follows:

FIRST: The name of the corporation is THOMSON LEARNING LICENSING CORP.

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

N/A

THIRD: The date of each amendment's adoption: June 30, 1999.

FOURTH: Adoption of Amendment(s) (**CHECK ONE**)

☒ The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.

☐ The amendment(s) was/were approved by the shareholders through voting groups. *The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):*

"The number of votes cast for the amendment(s) was/were sufficient for approval by ______________________________."
voting group

☐ The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.

☐ The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this 30 day of June, 19 99.

Signature James R. Schurr James R. Schurr, President
(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

____
Typed or printed name

____
Title