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CR2E031 (1-89)

APPLICATION BY FOREIGN CORPORATION TO FILE AMENDMENT TO APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

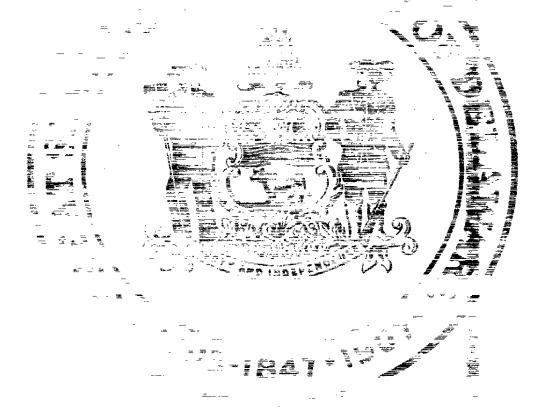
	THE STATE OF THE S
SECTION I (1-3 must be completed)	
1. Harcourt Brace & Company	
Harcourt Brace & Company Name of corporation as it appears within	the records of the Department of State?
2. Incorporated under laws of: Delaware	
3. Date authorized to do business in Florida:	anuary 27, 1993
SECTION II (4-7 complete only the appl	licable changes)
4. If the amendment changes the name of effected under the laws of its jurisdiction of income	the corporation, when was the change orporation?
Tehruany 12, 999	
5. Name of corporation after the amendment, corporated," or appropriate abbreviation, if not	adding suffix "corporation," "company," "in- contained in new name of the corporation:
Harcourt, Inc.	_
6. If the amendment changes the period of dura	ation, indicate new period of duration.
No Change	
7. If the amendment changes the jurisdiction of	incorporation, indicate new jurisdiction.
_	
6/1/	——————————————————————————————————————
/ / My	mouch 1,1989
Signature	Date
// Name and Title	:

Erid P. Geller, 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 THAT THE SAID "HARCOURT BRACE &
COMPANY", FILED A CERTIFICATE OF AMENDMENT, CHANGING ITS NAME TO
"HARCOURT, INC.", THE TWELFTH DAY OF FEBRUARY, A.D. 1999, AT
3:30 O'CLOCK P.M.



Edward J. Freel, Secretary of State

AUTHENTICATION:

9608030

DATE:

03-03-99

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