



P12304

FILED
01 DEC -5 PM 5:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCOUNT NO. : 072100000032

REFERENCE : 557207 4332209

AUTHORIZATION :

COST LIMIT : \$ 35.00

Patricia [signature]

ORDER DATE : December 4, 2001

ORDER TIME : 1:34 PM

ORDER NO. : 557207-045

CUSTOMER NO: 4332209

CUSTOMER: Ms. Susan M. Anderson
The Thomson Corporation
One Station Place

Stamford, CT 06902

*Name
Change
Amended*

500004707045--8

FOREIGN FILINGS

NAME: HARCOURT ASSESSMENT SYSTEMS,
INC.

XX PROFIT
 NON-PROFIT

XX CORPORATE
 LIMITED PARTNERSHIP

XXXX AMENDMENT

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Janna Wilson -- EXT# 1155

EXAMINER:

[Signature]
1216101

RECEIVED

01 DEC -5 PM 3:35
DEPARTMENT OF STATE
DIVISION OF CORPORATE
TALLAHASSEE, FLORIDA

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

(Pursuant to s. 607.1504, F.S.)

SECTION I
(1-3 MUST BE COMPLETED)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. HARCOURT ASSESSMENT SYSTEMS, INC.

Name of corporation as it appears on the records of the Department of State.

2. Delaware

Incorporated under laws of

3. November 26, 1986

Date authorized to do business in Florida

SECTION II
(4-7 COMPLETE ONLY THE APPLICABLE CHANGES)

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? November 9, 2001

5. TESTING SYSTEMS INC.

Name of corporation after the amendment, adding suffix "corporation" "company" or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation.

6. If the amendment changes the period of duration, indicate new period of duration.

New Duration

7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.

New Jurisdiction

Ed A. Friedland
Signature

November 28, 2001
Date

Edward A. Friedland
Typed or printed name

Vice President
Title

State of Delaware
Office of the Secretary of State

PAGE 1

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THAT THE SAID "HARCOURT ASSESSMENT SYSTEMS, INC.", FILED A CERTIFICATE OF OWNERSHIP, CHANGING ITS NAME TO "TESTING SYSTEMS INC.", THE NINTH DAY OF NOVEMBER, A.D. 2001, AT 9 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "TESTING SYSTEMS INC." WAS INCORPORATED ON THE THIRTIETH DAY OF JULY, A.D. 1981.

AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID CORPORATION IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE NOT HAVING BEEN CANCELLED OR DISSOLVED SO FAR AS THE RECORDS OF THIS OFFICE SHOW AND IS DULY AUTHORIZED TO TRANSACT BUSINESS.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

0919504 8320

AUTHENTICATION: 1479736

010615500

DATE: 12-04-01