

A0562153

0212837  
AMENDED STATEMENT BY  
FOREIGN CORPORATION

**FILED** *mex*  
In the Office of the Secretary of State  
of the State of California

MAR 21 2001

*Bill Jones*  
BILL JONES, Secretary of State

Pearson Education, Inc.  
Name of Corporation

\_\_\_\_\_, a corporation organized and  
existing under the laws of Delaware, and which is presently  
(State or Place of Incorporation)

qualified for the transaction of intrastate business in the State of California, makes the  
following statement:

That the name of the corporation has been changed to that hereinabove set forth and  
that the name relinquished at the time of such change was Prentice-Hall, Inc.

\_\_\_\_\_  
\_\_\_\_\_

Pearson Education, Inc.  
(Name of Corporation)

*Robert Dancy*  
(Signature of Corporate Officer)

Robert Dancy - Senior Vice President and  
Secretary

(Typed Name and title of Officer Signing)

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 "PRENTICE-HALL, INC.", FILED A CERTIFICATE OF AMENDMENT, CHANGING ITS NAME TO "PEARSON EDUCATION, INC.", THE TWENTY-EIGHTH DAY OF DECEMBER, A.D. 2000, AT 1 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF AMENDMENT IS THE FIRST DAY OF JANUARY, A.D. 2001, AT 12:01 O'CLOCK A.M.



A handwritten signature in cursive script, reading "Edward J. Freel".

Edward J. Freel, Secretary of State

0252618 8320

AUTHENTICATION: 0890352

010003183

DATE: 01-03-01