

## PATENT ASSIGNMENT COVER SHEET

Electronic Version v1.1  
 Stylesheet Version v1.2

EPAS ID: PAT3820938

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT
<b>NATURE OF CONVEYANCE:</b>	CHANGE OF NAME
<b>CONVEYING PARTY DATA</b>	
<b>Name</b>	<b>Execution Date</b>
GLOBAL ENGLISH CORPORATION	11/04/2014
<b>RECEIVING PARTY DATA</b>	
<b>Name:</b>	PEARSON ENGLISH CORPORATION
<b>Street Address:</b>	8000 MARINA BOULEVARD
<b>Internal Address:</b>	SUITE 810
<b>City:</b>	BRISBANE
<b>State/Country:</b>	CALIFORNIA
<b>Postal Code:</b>	94005
<b>PROPERTY NUMBERS Total: 1</b>	
<b>Property Type</b>	<b>Number</b>
<b>Application Number:</b>	11160098
<b>CORRESPONDENCE DATA</b>	
<b>Fax Number:</b>	(602)229-5690
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.</i>	
<b>Phone:</b>	602-229-5200
<b>Email:</b>	debra.augustine@quarles.com
<b>Correspondent Name:</b>	QUARLES & BRADY LLP
<b>Address Line 1:</b>	TWO NORTH CENTRAL AVENUE
<b>Address Line 2:</b>	ONE RENAISSANCE SQUARE
<b>Address Line 4:</b>	PHOENIX, ARIZONA 85004
<b>ATTORNEY DOCKET NUMBER:</b>	159311.00008
<b>NAME OF SUBMITTER:</b>	ROWAN P. SMITH, REG. NO. 64,198
<b>SIGNATURE:</b>	/Rowan P. Smith/
<b>DATE SIGNED:</b>	04/07/2016
<b>Total Attachments: 4</b>	
source=Name Change_ Pearson English Corporation- Seventh AR Certificate of I #page1.tif	
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# Delaware

PAGE 1

*The First State*

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE RESTATED CERTIFICATE OF "GLOBALENGLISH CORPORATION", CHANGING ITS NAME FROM "GLOBALENGLISH CORPORATION" TO "PEARSON ENGLISH CORPORATION", FILED IN THIS OFFICE ON THE THIRTY-FIRST DAY OF OCTOBER, A.D. 2014, AT 3:15 O'CLOCK P.M.


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

2975832 8100

141359179

You may verify this certificate online  
at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)



  
Jeffrey W. Bullock, Secretary of State  
AUTHENTICATION: 1836434

DATE: 11-05-14

PATENT  
REEL: 038223 FRAME: 0010

**SEVENTH AMENDED AND RESTATED  
CERTIFICATE OF INCORPORATION  
OF  
GLOBALENGLISH CORPORATION**

**November 4, 2014**

GlobalEnglish Corporation, a Delaware corporation (the "Corporation"), hereby certifies as follows:

FIRST: The name of the Corporation is GlobalEnglish Corporation.

SECOND: The Certificate of Incorporation of the Corporation was filed in the Office of the Secretary of State of the State of Delaware on December 8, 1998 (the "Certificate of Incorporation") under the name "IFL Corp." The Certificate of Incorporation was amended and restated in its entirety pursuant to that certain Certificate of Merger of Geneva Acquisition Corp., a Delaware corporation, with and into the Corporation, which was filed in the Office of the Secretary of State of the State of Delaware on July 5, 2012 (the "Amended and Restated Certificate of Incorporation").

THIRD: This Seventh Amended and Restated Certificate of Incorporation has been duly adopted pursuant to Sections 242 and 245 of the General Corporation Law of the State of Delaware.

FOURTH: The Amended and Restated Certificate of Incorporation is hereby amended and restated in its entirety as follows:

\* \* \* \* \*

FIRST: The name of the corporation is Pearson English Corporation (the "Corporation").

SECOND: The registered office of the Corporation in the State of Delaware is to be located at 1209 Orange Street, in the City of Wilmington, in the County of New Castle, 19801. The name of its registered agent at that address is The Corporation Trust Company.

THIRD: The purpose of the Corporation is to engage in any lawful act or activity for which a corporation may be organized under the Delaware General Corporation Law.

FOURTH: The total number of shares of stock which the Corporation shall have authority to issue is 1,000 shares of common stock, par value \$.001 per share.

FIFTH: Unless and except to the extent that the Bylaws of the Corporation shall so require, the directors of the Corporation need not be elected by written ballot.

SIXTH: In furtherance and not in limitation of the powers conferred by the laws of the State of Delaware, the Board of Directors of the Corporation is expressly authorized to make, alter and repeal the Bylaws of the Corporation, subject to the power of the stockholders of the Corporation to alter or repeal any Bylaw whether adopted by them or otherwise.


SEVENTH: No director shall be personally liable to the Corporation or its stockholders for monetary damages for breach of fiduciary duty as a director, except (i) for any breach of the duty of loyalty of such director to the Corporation or its stockholders, (ii) for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, (iii) under Section 174 of the Delaware General Corporation Law, or (iv) for any transaction from which such directors derives an improper personal benefit. If the Delaware General Corporation Law is amended after the filing of this Seventh Amended and Restated Certificate of Incorporation to authorize corporate action further eliminating or limiting the personal liability of directors, then the liability of a director of the Corporation shall be eliminated or limited to the fullest extent permitted by the Delaware General Corporation Law, as so amended. No amendment, alteration or repeal of this Article SEVENTH shall adversely affect any right of, or protection afforded to, a director of the Corporation existing immediately prior to such repeal or modification.

EIGHTH: Except as provided herein, from time to time any of the provisions of this Seventh Amended and Restated Certificate of Incorporation may be amended, altered or repealed, and other provisions authorized by the laws of the State of Delaware at the time in force may be added or inserted, in the manner and at the time prescribed by said laws, and all rights at any time conferred upon the stockholders of the Corporation by this Seventh Amended and Restated Certificate of Incorporation are granted subject to the provisions of this Article EIGHTH.

[Signature page follows.]

IN WITNESS WHEREOF, the undersigned has executed this Seventh Amended and Restated Certificate of Incorporation as of the date first written above.

**GLOBALENGLISH CORPORATION**

By:   
Name: **Bjarne P. Tellmann**  
Title: **Senior Vice President and Secretary**