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State of Delaware

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF CANCELLATION OF "SOFTBANK FORUMS L.P.", FILED IN THIS OFFICE ON THE FOURTH DAY OF JUNE, A.D. 1998, AT 11:31 O'CLOCK A.M.



AUTHENTICATION:

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DATE:

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CERTIFICATE OF CANCELLATION

OF

CERTIFICATE OF LIMITED PARTNERSHIP

OF

SOPTBANK FORUMS L.P.

SOFTBANK. Forums L.P. (the "Partnership"), a limited partnership organized under the Delaware Revised Uniform Limited Partnership Act (the "Act"), for the purpose of canceling the Cartificate of Limited Partnership of the Partnership pursuant to Section 17-203 of the Act, hereby certifies as follows:

FIRST. The name of the Partnership is SOFTEANK Forums L.F.

SECOND. The Partnership's Certificate of Limited Partnership was originally filed in the Office of the Secretary of State on October 17, 1994.

THIRD. This Certificate of Cantellation is being filed for the reason that all the partnership interests of the general partner and limited partners of the Partnership were assigned to one legal entity.

IN WITNESS WHEREOF, ZD COMDEX and Forums Inc., the sole general partner of the Partnership, has caused this Certificate of Cancellation to be signed by Jason Chudnofsky, its President, as of the 44 day of May, 1998.

SOFTBANK FORUMS L.P.

By: ND COMDEX AND FORUMS INC., General Partner

dason Chudnotsky

President

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ZD EVENTS LEGAL

ASSIGNMENT OF ASSETS OF SOFTBANK FORUMS L.P.

SOFFBANK Forums L.P., a limited partnership organized under the Delaware Revised Uniform Limited Partnership Act, acting by and through its General Partner, ZD COMDEX and Forums, Inc., assigns all assets of SOFFBANK Forums L.P. to its sole partner, ZD COMDEX and Forums Inc., including but not limited to all trademarks, registrations and applications, together with all of the goodwill associated therewith.

IN WITNESS WHEREOF, ZD COMDEX and Forums Inc., the sole general partner of the Partnership, has caused this Certificate of Cancellation to be signed by Jason Chudnofsky, its President, as of the 4th day of May, 1998.

SOFTBANK FORUMS L.P.

By: ZD COMDEX AND FORUMS INC.,

General Partner

y: /_/_

Jason Chudnofsky

President

RECORDED: 09/17/1998