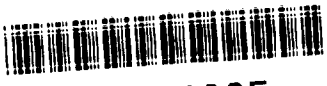


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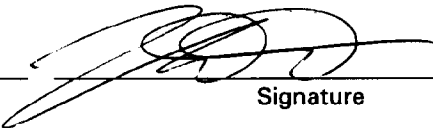
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U.S. Patent & TMOfc/TM Mail Rpt Dt. #34

To the Honorable Commissioner of Patent and Trademarks: Please record the attached origin:

<p>1. Name of conveying party(ies): MRP MACFADDEN HOLDINGS, INC. 10-19-98</p> <p><input type="checkbox"/> Individual(s) <input type="checkbox"/> Association <input type="checkbox"/> General Partnership <input type="checkbox"/> Limited Partnership <input checked="" type="checkbox"/> Corporation - State of Delaware <input type="checkbox"/> Other _____</p> <p>Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	<p>2. Name and address of receiving party(ies): MACFADDEN PUBLISHING, INC. 233 Park Avenue South New York, New York 10003</p> <p><input type="checkbox"/> Individual(s) citizenship _____ <input type="checkbox"/> Association _____ <input type="checkbox"/> General Partnership _____ <input type="checkbox"/> Limited Partnership _____ <input checked="" type="checkbox"/> Corporation - <u>State of Delaware</u> <input type="checkbox"/> Other _____</p> <p>Domestic representative is attached: <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No Additional name(s) & address(es) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>
<p>3. Nature of conveyance:</p> <p><input type="checkbox"/> Assignment <input type="checkbox"/> Merger <input type="checkbox"/> Security Agreement <input checked="" type="checkbox"/> Change of Name <input type="checkbox"/> Other _____</p> <p>Execution Date: February 4, 1992</p>	<p>4. (B.) Trademark Registration No.(s) 1113590</p> <p>Additional numbers attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>
<p>4. (A.) Trademark Application No.(s)</p>	<p>6. Total number of applications and registrations involved:..... 1</p>
<p>5. Correspondence should be mailed to: VICTOR M. TANNENBAUM ABELMAN, FRAYNE & SCHWAB 150 East 42nd Street New York, New York 10017</p> <p>11/16/1998 JSWBAZZ 00000005 1113590 01 FC:401 40.00 DP</p>	<p>7. Total fee (37 CFT 3.41): \$ <u>40.00</u> <input checked="" type="checkbox"/> Enclosed (The said Deposit Account should be charged for any official fee not fully covered by the enclosed check) <input type="checkbox"/> Authorized to be charged to deposit account Deposit account number: 01-0035 (Attach duplicate copy of this page if paying by deposit account)</p>
DO NOT USE THIS SPACE	
<p>8. Statement and signature. <i>To the best of my knowledge and belief the foregoing information is true and correct and any attached copy is a true copy of the original document.</i></p> <p>VICTOR M. TANNENBAUM  <u>10/19/98</u> Name of Person Signing Signature Date</p> <p>Total number of pages comprising cover sheet, attachments and documents: 5</p>	

State of Delaware



Office of Secretary of State

I, MICHAEL RATCHFORD, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "MACFADDEN HOLDINGS, INC." FILED IN THIS OFFICE ON THE FOURTH DAY OF FEBRUARY, A.D. 1992, AT 9 O'CLOCK A.M.

* * * * *



Michael Ratchford

SECRETARY OF STATE

AUTHENTICATION: *3334528

DATE:

02/04/1992

928355282

CERTIFICATE OF AMENDMENT OF
CERTIFICATE OF INCORPORATION OF
MACFADDEN HOLDINGS, INC.

Pursuant to Sections 228 and 242
of the General Corporation Law
of the State of Delaware

MACFADDEN HOLDINGS, INC., a corporation organized and
existing under the laws of the State of Delaware (the
"Corporation"), hereby certifies as follows:

FIRST: The name of the corporation is MACFADDEN
HOLDINGS, INC.

SECOND: The Certificate of Incorporation of the
Corporation was filed in the Office of the Secretary of State of
the State of Delaware on March 21, 1980.

THIRD: Article "FIRST" of the Certificate of
Incorporation is hereby amended to read as follows:

"FIRST: The name of the corporation is MACFADDEN
PUBLISHING, INC."

FOURTH: The amendment of the Certificate of
Incorporation of the Corporation set forth in paragraph THIRD
above was duly adopted by written consent of the sole
stockholder of the Corporation in accordance with the provisions
of Sections 228 and 242 of the General Corporation Law of the
State of Delaware.

IN WITNESS WHEREOF, MACFADDEN HOLDINGS, INC. has
caused this Certificate to be executed by its President and
Secretary this 23^d day of January, 1992.

MACFADDEN HOLDINGS, INC.

By Michael J. Boylan
President - Michael J. Boylan

ATTEST:

By Maynard Rabinowitz
Secretary (ASST) - Maynard Rabinowitz

9204060000

CERTIFICATE OF AMENDMENT

OF

MACFADDEN HOLDINGS, INC.

Under Section 1309 of the Business Corporation Law

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APR 2 11 15 AM '92

Enquirer/Star, Inc.
600 East Coast Avenue
Lantana, Florida 33464

BILLED

STATE OF NEW YORK
DEPARTMENT OF STATE

FILED APR 06 1992

TAX \$ BY: *Am* APR 6 1 03 PM '92

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CERTIFICATE OF AMENDMENT

OF

MACFADDEN HOLDINGS, INC.

920409900476

Under Section 1309 of the
Business Corporation Law

MACFADDEN PUBLISHING, INC., formerly MACFADDEN HOLDINGS, INC., a foreign corporation duly authorized to conduct business in the State of New York, does hereby set forth as follows:

FIRST: The name of the corporation as it presently appears on the index of names of existing domestic and authorized foreign corporations in the Department of State, Division of Corporations, is
MACFADDEN HOLDINGS, INC.

SECOND: The jurisdiction of its incorporation is the State of Delaware.

THIRD: The date it was authorized to do business in this state is September 4, 1980.

FOURTH: The following amendment of the corporation's Application for Authority is effected hereby:

To change the name of the corporation to MACFADDEN PUBLISHING, INC. The corporation will conduct business in New York under the fictitious name of MACFADDEN PUBLISHING (DEL). The change of name was duly effected on February 2, 1992 under the laws of the jurisdiction of its incorporation.

IN WITNESS WHEREOF, the undersigned executes this document and affirms that the statements made herein are true under the penalties of perjury this first day of April, 1992.

MACFADDEN PUBLISHING, INC.
(Formerly: MACFADDEN HOLDINGS, INC.)

RAY A. BARR
Ray A. Barr, Attorney-in-Fact

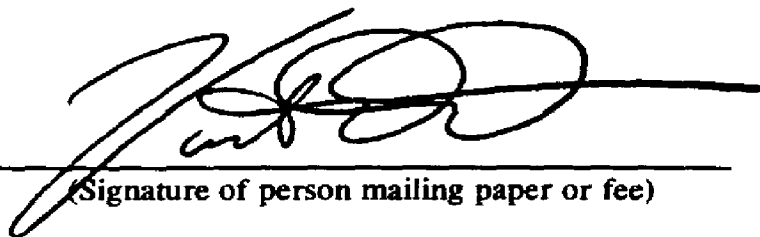
"EXPRESS MAIL" Number EI828169961US

Date of Deposit October 19, 1998

I hereby certify that this paper or fee is being deposited with the United States Postal Service "Express Mail Post Office to Addressee" service under 37 CFR 1.10 on the date indicated above and addressed to: Commissioner of Patents and Trademarks, U.S. Patent & Trademark Office, Washington, D.C. 20231

VICTOR M. TANNENBAUM

(Type or printed name of person mailing paper or fee)

A handwritten signature in black ink, appearing to read 'Victor M. Tannenbaum', is written over a horizontal line. The signature is stylized and cursive.

(Signature of person mailing paper or fee)