

01-27-1999



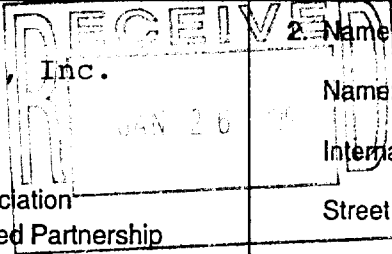
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To the Honorable Commissioner of Patents and Trade

Documents or copy thereof.

1. Name of conveying party(ies):  
Charter Communications, Inc.



2. Name and address of receiving party(ies)

Name: Penguin Putnam Inc.

Internal Address:

Street Address: 375 Hudson Street

City: New York State: NY ZIP: 10014

- Individual(s)
- Association
- General Partnership
- Limited Partnership

Corporation-State - New York

Other 1-26-99

Additional name(s) of conveying party(ies) attached?  Yes  No

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State - Delaware
- Other

If assignee is not domiciled in the United States, a domestic representative designation is attached:  Yes  No

(Designations must be a separate document from assignment)

Additional name(s) & address(es) attached?  Yes  No

3. Nature of conveyance:

- Assignment
- Merger
- Security Agreement
- Change of Name
- Other

Execution Date: December 31, 1998

4. Application number(s) or patent number(s):

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

1,691,533 - ACE

Additional numbers attached?  Yes  No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: Ronald S. Kadden

Internal Address:

Von Maltitz, Derenberg, Kunin,

Janssen & Giordano

Street Address: 60 East 42nd Street

City: New York State: NY ZIP: 10165

6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 3.41).....\$ 40.00

Enclosed

Authorized to be charged to deposit account, if necessary.

8. Deposit account number:

22-0560

(Attach duplicate copy of this page if paying by deposit account)

40E  
40.00 DP

DO NOT USE THIS SPACE

9. Statement and signature.

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.

Ronald S. Kadden  
Name of Person Signing

*Ronald S. Kadden*  
Signature

1/25/99

Date

Total number of pages including cover sheet, attachments, and document: 3

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01/27/1999 TTOM11

FC:401

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 AGREEMENT OF MERGER, WHICH MERGES:

"BERKLEY PUBLISHING CORPORATION", A DELAWARE CORPORATION,  
"CHARTER COMMUNICATIONS, INC.", A NEW YORK CORPORATION,  
"COWARD-MCCANN, INC.", A NEW YORK CORPORATION,  
"JEREMY P. TARCHER, INC.", A CALIFORNIA CORPORATION,  
"JOVE PUBLICATIONS, INC.", A DELAWARE CORPORATION,  
"J. P. TARCHER, INC.", A DELAWARE CORPORATION,  
"PENGUIN BOOKS USA INC.", A NEW YORK CORPORATION,  
"PLATT & MUNK, INC.", A NEW YORK CORPORATION,  
"PRICE STERN SLOAN, INC.", A DELAWARE CORPORATION,  
"THE PUTNAM BERKLEY GROUP, INC.", A NEW YORK CORPORATION,

WITH AND INTO "PENGUIN PUTNAM INC." UNDER THE NAME OF "PENGUIN PUTNAM INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE EIGHTH DAY OF DECEMBER, A.D. 1998, AT 9 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF AGREEMENT OF MERGER IS THE



*Edward J. Freel*

Edward J. Freel, Secretary of State

2693236 8100M

981470478

AUTHENTICATION:

9448054

DATE: TRADEMARK

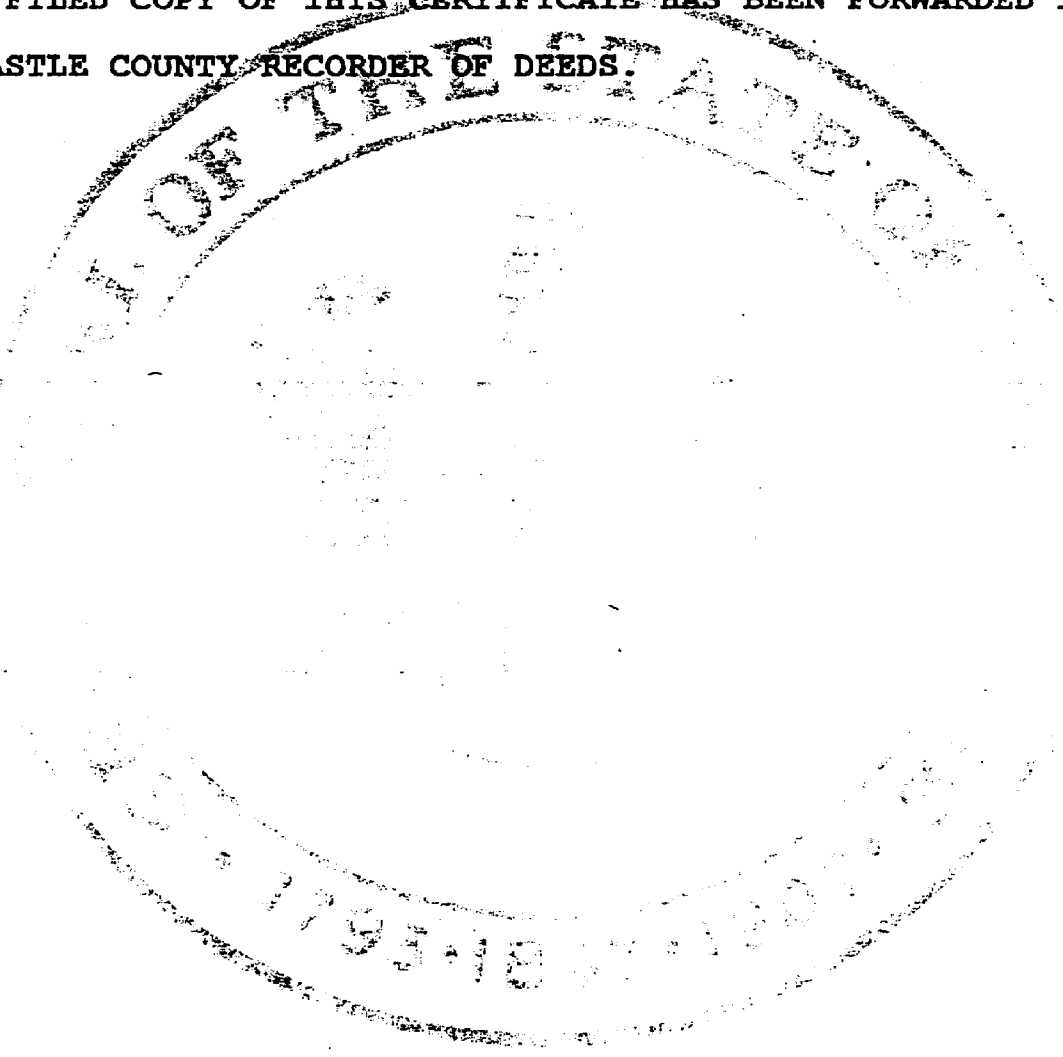
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State of Delaware  
Office of the Secretary of State

PAGE 2

THIRTY-FIRST DAY OF DECEMBER, A.D. 1998.

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



*Edward J. Freel*

Edward J. Freel, Secretary of State

AUTHENTICATION:

2693236 8100M  
RECORDED: 01/26/1999

DATE: 9/1/98 TRADEMARK  
REEL: 1844 FRAME: 0694