

02-22-1999

FEB 16 1999



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RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type

- New
- Resubmission (Non-Recordation)
Document ID #
- Correction of PTO Error
Reel # Frame #
- Corrective Document
Reel # Frame #

Conveyance Type

- Assignment License
 - Security Agreement Nunc Pro Tunc Assignment
 - Merger Change of Name
 - Other
- Effective Date
Month Day Year

Conveying Party

Mark if additional names of conveying parties attached

Name

Execution Date
Month Day Year

Formerly

- Individual General Partnership Limited Partnership Corporation Association
- Other
- Citizenship/State of Incorporation/Organization

Receiving Party

Mark if additional names of receiving parties attached

Name

DBA/AKA/TA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)

City

State/Country

Zip Code

- Individual General Partnership Limited Partnership Corporation Association
- Other
- Citizenship/State of Incorporation/Organization

If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)

02/22/1999 DNGUYEN 00000045 75437134

FOR OFFICE USE ONLY

01 FC:481
02 FC:482

40.00 OP
600.00 OP

Public burden reporting for this collection of information is estimated to average approximately 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and gathering the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Information Officer, Washington, D.C. 20231 and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction Project (0651-0027), Washington, D.C. 20503. See OMB Information Collection Budget Package 0651-0027, Patent and Trademark Assignment Practice. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS ADDRESS.

Mail documents to be recorded with required cover sheet(s) information to:
Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20503

TRADEMARK
REEL: 1857 FRAME: 0465

Domestic Representative Name and Address

Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Correspondent Name and Address

Area Code and Telephone Number

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Pages

Enter the total number of pages of the attached conveyance document including any attachments.

#

Trademark Application Number(s) or Registration Number(s)

Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)

Registration Number(s)

<input type="text" value="75437134"/>	<input type="text" value="75328110"/>	<input type="text" value="75241286"/>	<input type="text" value="2144499"/>	<input type="text" value="2018001"/>	<input type="text" value="2044192"/>
<input type="text" value="75437125"/>	<input type="text" value="75324030"/>	<input type="text" value="75241285"/>	<input type="text" value="2142554"/>	<input type="text" value="2070793"/>	<input type="text" value="2037478"/>
<input type="text" value="75401678"/>	<input type="text" value="75323954"/>	<input type="text"/>	<input type="text" value="2144495"/>	<input type="text" value="1951449"/>	<input type="text" value="1870524"/>

Number of Properties

Enter the total number of properties involved.

#

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41):

\$

Method of Payment:

Enclosed

Deposit Account

Deposit Account

(Enter for payment by deposit account or if additional fees can be charged to the account.)

Deposit Account Number:

#

Authorization to charge additional fees:

Yes

No

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. Charges to deposit account are authorized, as indicated herein.

Lisa B. Martin

2/10/99

Name of Person Signing

Signature

Date Signed

RECORDATION FORM COVER SHEET
CONTINUATION
TRADEMARKS ONLY

FEB 16 1999

U.S. Department of Commerce
Patent and Trademark Office
TRADEMARK

Conveying Party

Enter Additional Conveying Party

Mark if additional names of conveying parties attached

Execution Date
Month Day Year

Name

Formerly

Individual General Partnership Limited Partnership Corporation Association

Other

Citizenship State of Incorporation/Organization

Receiving Party

Enter Additional Receiving Party

Mark if additional names of receiving parties attached

Name

DBA/AKA/TA

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Individual General Partnership Limited Partnership

Corporation Association

Other

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Trademark Application Number(s) or Registration Number(s)

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Mark if additional numbers attached

Trademark Application Number(s)

Registration Number(s)

FEB 18 1999

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 THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF OWNERSHIP, WHICH MERGES:

"TV GUIDE FINANCIAL, INC.", A DELAWARE CORPORATION,
WITH AND INTO "NEWS AMERICA PUBLICATIONS INC." UNDER THE NAME OF "NEWS AMERICA PUBLICATIONS INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE THIRTIETH DAY OF DECEMBER, A.D. 1998, AT 9 O'CLOCK A.M.

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



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

Edward J. Freel, Secretary of State

0377409 8100M

981509987

AUTHENTICATION:

9499145

DATE:

12-31-98

TRADEMARK

REEL: 1857 FRAME: 0468



STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 09:00 AM 12/30/1998
981509987 - 0377409

CERTIFICATE OF OWNERSHIP AND MERGER

MERGING

TV GUIDE FINANCIAL, INC.

INTO

NEWS AMERICA PUBLICATIONS INC.

(Pursuant to Section 253 of the
General Corporation Law of the State of Delaware)

News America Publications Inc., a corporation organized and existing under the laws of the State of Delaware (the "Corporation"), does hereby certify:

FIRST: That the Corporation owns all of the issued and outstanding capital stock of TV Guide Financial, Inc., a corporation organized and existing under the laws of the State of Delaware ("TV Guide Financial").

SECOND: That the Corporation, by the following resolutions duly adopted and approved by unanimous written consent dated as of December 30, 1998 of the Board of Directors of the Corporation, pursuant to Section 141 of the General Corporation Law of the State of Delaware, did determine to merge TV Guide Financial into the Corporation, effective on December 30, 1998, pursuant to Section 253 of the General Corporation Law of the State of Delaware:

RESOLVED, that the Corporation shall merge TV Guide Financial, Inc., a Delaware corporation and wholly-owned subsidiary of the Corporation ("TV Guide Financial") into the Corporation and assume all of the obligations of TV Guide Financial, and it is further

RESOLVED, that the following Plan of Merger be, and it hereby is, adopted and approved in all respects:


1. (a) The name of the parent corporation is News America Publications Inc., a Delaware corporation.

- (b) The name of the subsidiary corporation is TV Guide Financial, Inc., a Delaware corporation.
 - (c) The name of the surviving corporation is News America Publications Inc., a Delaware corporation. The principal executive office of the surviving corporation is located at 100 Matsonford Road, Radnor Corporate Center, Building 4, Radnor, PA 19088.
2. The Corporation owns all of the issued and outstanding shares of capital stock of TV Guide Financial.
 3. Upon the effectiveness of the merger, (i) the separate existence of TV Guide Financial shall cease, and (ii) all of the issued and outstanding shares of capital stock of TV Guide Financial shall be canceled.
 4. The Certificate of Incorporation of the Corporation in effect immediately prior to the effectiveness of the merger shall be the Certificate of Incorporation of the surviving corporation.

THIRD: That the effective date of this Certificate shall be December 30, 1998.

IN WITNESS WHEREOF, the Corporation has caused this Certificate to be signed by its
authorized officer this 30th day of December, 1998.

NEWS AMERICA PUBLICATIONS INC.

By: 
Name: Lawrence A. Jacobs
Title: Vice President