

02-25-1999

U.S. DEPARTMENT OF COMMERCE

Patent and Trademark Office

mailed 2/23/99



100972169

To the Honorable Commissioner of Patents and T

1 documents or copy thereof.

1. Name of conveying party(ies):
 Hachette Filipacchi Magazines, Inc. NY 10044

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

2. Name and address of receiving party(ies)
 Name: Hachette Filipacchi Magazines, Inc.
 Address: 1633 Broadway
 City: New York State: N.Y. Zip: 10119

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

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

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)

3. Nature of conveyance:

Assignment Merger
 Security Agreement Change of Name
 Other _____

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

Execution Date: December 22, 1998

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

A. Trademark Application No.(s)

Additional numbers attached? _____

B. Trademark Registration No.(s)
 1,606,374
 1,147,151
 1,843,634

[X] Yes [] No

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

Name: Joseph D. Garon, Esq.
BAKER & BOTTS, L.L.P.
 Address: 30 Rockefeller Plaza - 44 Fl.
 City: New York State: NY Zip: 10112

6. Total number of applications and registrations involved: 15

7. Total fee (37 CFR 3.41): \$ _____
 Enclosed
 Authorized to be charged to deposit account

8. Deposit account number:
02-4377
 (Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

9. Statement and signature

To the best of my knowledge and belief, the foregoing instrumentation is true and correct and any attached copy is a true copy of the original document.

Joseph D. Garon
 Name of Person Signing

Joseph D. Garon Signature
 _____ Date

Total number of pages including cover sheet, attachments and document: 8

1604374
JMATRINS 00000068 024377
40.00 CH
350.00 CH
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TRADE MARK
REEL: 1859 FRAME: 0535

RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

10. Name of conveying party(ies):

- | | |
|--|--|
| <input type="checkbox"/> Individual(s) | <input type="checkbox"/> Association |
| <input type="checkbox"/> General Partnership | <input type="checkbox"/> Limited Partnership |
| <input type="checkbox"/> Corporation-State | |
| <input type="checkbox"/> Other _____ | |

11. Application number(s) or registration number(s):

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

1,870,001	1,830,552
2,834,053	423,745
738,246	2,202,666
2,101,411	1,235,238
1,229,663	
1,521,385	
1,973,567	
1,304,382	

Page 2 of 2

OMB No. 0651-0011 (exp. 4/94)

Do not detach this portion

Mail documents to be recorded with required cover sheet information to:

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Box Assignments
Washington, DC 20231

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TRADEMARK
REEL: 1859 FRAME: 0536

ATTACHMENT A

<u>Reg. No.</u>	<u>Reg. Date</u>	<u>Mark</u>
1,606,374	10-30-95	HOME
1,147,151	02-17-81	THE TRAVEL ADVISOR - ALL YOU SHOULD KNOW BEFORE YOU GO
1,843,634	07-05-94	FAMILY LIFE
1,870,001	12-27-94	THE NATIONAL TRAVEL CLUB
1,834,053	05-03-94	THE NATIONAL TRAVEL CLUB & Design
738,246	09-25-62	TRAVEL
2,101,411	09-30-97	TRAVEL HOLIDAY
1,229,663	03-08-83	TRAVEL HOLIDAY & Design
1,521,385	01-17-89	TRAVEL ADVISER
1,973,567	05-07-96	WHAT THE PROS KNOW
1,304,382	11-06-84	THE METROPOLITAN SHOP
1,830,552	04-12-94	MEDIGUIDE
423,745	09-10-46	HOLIDAY & Design
2,202,666	11-10-98	MET HOME
1,235,238	04-19-83	METROPOLITAN HOME

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 MERGER, WHICH MERGES:

"HACHETTE FILIPACCHI MAGAZINES II, INC.", A DELAWARE CORPORATION,

WITH AND INTO "HACHETTE FILIPACCHI MAGAZINES, INC." UNDER THE NAME OF "HACHETTE FILIPACCHI MAGAZINES, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE THIRTY-FIRST DAY OF DECEMBER, A.D. 1998, AT 12 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE FIRST DAY OF JANUARY, A.D. 1999.

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

2131787 8100M

981511257

AUTHENTICATION:

DATE:

9499238

TRADEMARK

REEL: 1859 FRAME: 0538

**CERTIFICATE OF MERGER
OF
HACHETTE FILIPACCHI MAGAZINES II, INC.
INTO
HACHETTE FILIPACCHI MAGAZINES, INC.**

Pursuant to Section 251 of the General Corporation Law of the State of Delaware, the undersigned corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware,

DOES HEREBY CERTIFY THAT:

FIRST: The name and state of incorporation of each constituent corporation to the merger is as follows:

<u>Name</u>	<u>Jurisdiction</u>
Hachette Filipacchi Magazines, Inc.	Delaware
Hachette Filipacchi Magazines II, Inc.	Delaware

SECOND: An Agreement and Plan of Merger dated as of December 22, 1998, by and among the constituent entities (the "Merger Agreement") has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations in accordance with the requirements of Section 251 of the General Corporation Law of the State of Delaware.

THIRD: The surviving corporation of the merger is Hachette Filipacchi Magazines, Inc. (the "Surviving Corporation").

FOURTH: The executed Merger Agreement is on file at the principal place of business of the Surviving Corporation, the address of which is 1633 Broadway, New York, New York 10019.

FIFTH: A copy of the Merger Agreement will be furnished by the Surviving Corporation, on request and without cost, to any stockholder of any constituent corporation.

SIXTH: The effective date of the merger shall be January 1, 1999.

IN WITNESS WHEREOF, the undersigned have caused this Certificate of Merger to be duly executed as of this 22nd day of December, 1998.

HACHETTE FILIPACCHI MAGAZINES, INC.

By: 

Name:

David Pecker

Title:

President & CEO

Attest:

By: 

Name: Catherine R. Flickinger

Title: Secretary