

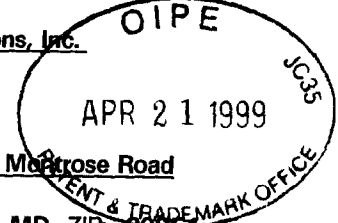
MRD 4-21-99

RECORDATION FORM COVER SHEET TRADEMARKS ONLY

04-27-1999



101021017



To the Honorable Commissioner of Patents and Trademarks: Please record the attached

1. Name of conveying party(ies):
 Hart Publications, Inc.
 Individual(s) Association
 General Partnership Limited Partnership
 Corporation-State- Colorado
 Other
 Additional name(s) of conveying party(ies) attached? NO

2. Name and address of assignee:
 Name: Hart Publications, Inc.
 Internal Address:
 Street Address: 7811 Montrose Road
 City: Potomac, State: MD ZIP: 20864
 Individual(s) citizenship
 Association
 General Partnership
 Limited Partnership
 Corporation-State Maryland
 Other
 If assignee is not domiciled in the United States, a domestic representative designation is attached: NO
 (Designations must be a separate document from Assignment)
 Additional name(s) & address(es) attached? NO

3. Nature of conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other
 Execution Date: July 1, 1995

4. Application number(s):
 A. Trademark Application No.(s)
 B. Trademark Registration No.(s)
See attached Schedule A
 Additional numbers attached? YES

5. Name and address of party to whom correspondence concerning document should be mailed:
 Name: Foley & Lardner, Attention: Peter G. Mack
 Internal Address: Suite 500
 Street Address: 3000 K Street, N.W.
 City: Washington, State: D.C. ZIP: 20007

6. Total number of registrations involved:
15
 7. Total fee (37 C.F.R. § 3.41). \$390.00
 Enclosed
 Authorized to be charged to deposit account
 8. Deposit account number: 19-0741
 (Attach duplicate copy of this page if paying by deposit account)

04/26/1999 DNGUYEN 00000195 1882198
 01 FC:481 40.00 DP
 02 FC:482 350.00 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.
Janice W. Housey
 Name of Person Signing

 Signature
4/21/99
 Date

Total number of pages including cover sheet, attachments, and document: 6

Mail documents to be recorded with required cover sheet information to:
 Commissioner of Patents & Trademarks, Box Assignments
 Washington, D.C. 20231

SCHEDULE A

MERGER OF HART PUBLICATIONS, INC. (COLORADO)
TO
HART PUBLICATIONS, INC. (MARYLAND)

1. 21ST CENTURY FUELS	1,882,198
2. NATURAL GAS FOCUS	1,863,717
3. WHO'S WHO IN PIPELINING	1,869,056
4. PETRO SYSTEMS WORLD (Stylized)	1,868,227
5. OIL AND GAS INVESTOR (Stylized)	1,861,771
6. PIPELINE DIGEST	1,839,369
7. HART PETROLEUM DIRECTORY GULF STATES EDITION	1,932,456
8. HART NORTHEAST PETROLEUM DIRECTORY	1,802,080
9. HART ROCKY MOUNTAIN PETROLEUM DIRECTORY	1,909,949
10. THE PIPELINE PERSONNEL DIRECTORY	1,865,463
11. HART MIDCONTINENT PETROLEUM DIRECTORY	1,797,806
12. PETROLEUM ENGINEER INTERNATIONAL	1,836,740
13. HPI & DESIGN	1,821,231
14. GAS SHOW	2,016,584
15. OIL AND GAS FINANCE SOURCEBOOK	2,158,211

92

Effective 7/1/95 at 12:01am
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

ARTICLES OF MERGER
FOR THE MERGER OF HART PUBLICATIONS, INC.
HART PUBLICATIONS, INC., A COLORADO CORPORATION
INTO
HART PUBLICATIONS/MARYLAND, INC., A MARYLAND CORPORATION

THESE ARTICLES OF MERGER are entered into by and between the corporations named in Article FIRST below pursuant to Section 3-109 of the Corporations and Associations Article of the Annotated Code of Maryland.

FIRST: The name and place of incorporation of each party to these Articles of Merger are (a) Hart Publications, Inc. a corporation organized under the general laws of the State of Colorado ("Hart-CO"), and (b) Hart Publications/Maryland, Inc., a corporation organized under the general laws of the State of Maryland ("Hart-MD"). Hart-CO and Hart-MD are hereinafter sometimes referred to together as the "Constituent Corporations". Hart-MD shall be the successor corporation.

SECOND: The Constituent Corporations have agreed to merge, and the terms and conditions of said merger, the mode of carrying the same into effect and the manner and basis of converting or exchanging the shares of issued stock of each of the Constituent Corporations into different stock or other consideration, and the manner of dealing with any issued stock of the Constituent Corporations not to be so converted or exchanged, are and shall be as set forth in these Articles of Merger.

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THIRD: The terms and conditions of the merger set forth herein were advised, authorized and approved by Hart-MD in the manner and by the vote required by its Charter and the laws of the State of Maryland, the manner of approval being as follows:

The Board of Directors of Hart-MD, pursuant to a unanimous written consent dated as of June 17, 1995, duly adopted resolutions declaring that a merger with Hart-CO was advisable on the terms and conditions set forth in such resolutions, and duly authorized, approved and directed submission of the merger to the shareholders of Hart-MD for approval. The merger was duly submitted to and approved by the unanimous written consent of the shareholders of Hart-MD dated as of June 19, 1995.

FOURTH: The terms and conditions of the merger set forth herein were advised, authorized and approved by Hart-CO in the manner and by the vote required by its Charter and the laws of the State of Colorado, the manner of approval being as follows:

The Board of Directors of Hart-CO, pursuant to a unanimous written consent dated as of June 19, 1995, duly adopted resolutions approving the merger with Hart-MD on the terms and conditions set forth in such resolutions, and duly authorized, approved and directed submission of the merger to the shareholders of Hart-CO for approval. The merger was

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Shuiman Roberts

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06/23/95

STATE OF MARYLAND
I hereby certify that this is a true and complete copy of the
document on file in this office. DATED: 8-24-95
STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
Robert Ham Curry, Custodian
See our previous certification system. Effective: 6/95

duly submitted to and approved by the unanimous written consent of the shareholders of Hart-CO dated as of June 19, 1995.

FIFTH: Hart-CO was incorporated under the general laws of the State of Colorado on January 17, 1984. Hart-CO is qualified to do business in the State of Maryland, and the date of its qualification was November 19, 1993.

SIXTH: The principal office of Hart-MD in the State of Maryland is located in Montgomery County. The principal office of Hart-CO in the State of Maryland is located in Montgomery County. Hart-CO owns no interest in land in the State of Maryland.

SEVENTH: The following amendment to the Charter of Hart-MD (changing its name from "Hart Publications/Maryland, Inc." to "Hart Publications, Inc.") is to be effected as part of the merger set forth herein:

The Charter of Hart-MD hereby is amended by striking in its entirety Article SECOND and by substituting in lieu thereof the following:

SECOND: The name of the corporation (hereinafter referred to as the "Corporation") is: Hart Publications, Inc.

EIGHTH: (a) Hart-MD has authority to issue shares of one class of stock, namely two million (2,000,000) shares of Common Stock, par value \$.01 per share ("Hart-MD Common Stock"), of which nine hundred fifty thousand (950,000) shares are presently issued and outstanding.

(b) Hart-CO has authority to issue shares of one class of stock, namely two million (2,000,000) shares of Common Stock, par value \$.01 per share ("Hart-CO Common Stock"), of which nine hundred fifty thousand (950,000) shares are presently issued and outstanding.

NINTH: On the Effective Time (as defined below) the manner and basis of converting or exchanging the issued stock of each of the Constituent Corporations into different stock or other consideration and the treatment of any issued stock of the Constituent Corporations not to be so converted or exchanged on the Effective Time shall be as follows:

(a) Each share of Hart-CO Common Stock which shall be issued and outstanding immediately before the Effective Time shall, by virtue of the merger and without any action on the part of the holder thereof, be converted at the Effective Time into one fully paid and nonassessable share of Hart-MD Common Stock, and outstanding certificates representing shares of Hart-CO Common Stock shall thereafter represent shares of Hart-MD Common Stock.

(b) Each issued and outstanding share of Hart-MD Common Stock that is held by Hart-CO immediately before the Effective Time shall, by virtue of the merger and at the Effective Time, cease to exist, and certificates representing such shares shall be cancelled.

(c) After the merger shall have become effective, except as otherwise provided by statute with respect to dissenting shareholders, each holder of an outstanding certificate or certificates theretofore representing Hart-CO Common Stock shall surrender the same to Hart-MD and each such holder thereupon shall be entitled to receive in exchange therefore a certificate or certificates representing the number of shares of Hart-MD Common Stock into which the Hart-CO Common Stock represented by the certificate or certificates so surrendered shall have been converted or exchanged by the provisions hereof.

TENTH: The merger provided for by these Articles of Merger shall become effective and the separate existence of Hart-CO shall cease at 12:01 a.m. on July 1, 1995 (the "Effective Time").

IN WITNESS WHEREOF, The Constituent Corporations have caused these Articles of Merger to be signed and sealed in their respective corporate names and on their behalf by their respective Presidents, and witnessed or attested by their respective Secretaries, this 19 day of June, 1995, and the respective Presidents acknowledge that these Articles of Merger are the act and deed of the Constituent Corporations and, under the penalties of perjury, that the matters and facts set forth herein with respect to authorization and approval are true in all material respects to the best of their knowledge, information and belief.

ATTEST:

HART-MD:
Hart Publications/Maryland, Inc.

Phyllis Merrill
M. Phyllis Merrill
Secretary

By: Lauryn Franzoni (SEAL)
Lauryn Franzoni
Vice President

ATTEST:

HART-CO:
Hart Publications, Inc.

Phyllis Merrill
M. Phyllis Merrill
Secretary

By: Lauryn Franzoni (SEAL)
Lauryn Franzoni
Vice President

THE UNDERSIGNED, Vice President of Hart Publications/Maryland, Inc., a Maryland corporation, who executed on behalf of said corporation the foregoing Articles of Merger, of which this certificate is made a part, hereby acknowledges, in the name and on behalf of said corporation, the foregoing Articles of Merger to be the corporate act of said corporation and further certifies that, to the best of her knowledge, information and belief, the matters and facts set forth therein with respect to the approval thereof are true all material respects, under the penalties of perjury.


Lauryn Franzoni
Vice President

THE UNDERSIGNED, Vice President of Hart Publications, Inc., a Colorado corporation, who executed on behalf of said corporation the foregoing Articles of Merger, of which this certificate is made a part, hereby acknowledges, in the name and on behalf of said corporation, the foregoing Articles of Merger to be the corporate act of said corporation and further certifies that, to the best of her knowledge, information and belief, the matters and facts set forth therein with respect to the approval thereof are true all material respects, under the penalties of perjury.


Lauryn Franzoni
Vice President

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