



ZIFF-DAVIS
a SOFTBANK
company
www.zd.com

M2D
5-28-99

06-18-1999



101069679

28 East 28th Street
New York, NY 10016
Tel: 212-503-3500
Fax: 212-503-3581

Legal Department



05-28-1999

U.S. Patent & TMOtc/TM Mail Rcpt Dt. #51

May 27, 1999

Via Express Mail: EL 103 618 625 US

RECORDATION FORM COVER SHEET - TRADEMARKS

Hon. Commissioner of Patents and Trademarks
Box Assignments
Washington, D.C. 20231

Re: Recordal of Change of Name
From: Ziff-Davis Inc.
To: ZD Inc

Sir:

Please record the attached original documents or copy thereof:

1. Name of conveying party(ies):
Ziff-Davis Inc. (a Delaware Corporation);
2. Name and address of receiving party(ies):
ZD Inc. (a Delaware Corporation);
28 East 28th St.
New York, NY 10016-7930
3. Nature of conveyance: Change of Name
Date of execution of Amendment/effective date of Name Change: May 1, 1998
4. Trademark application/registration numbers:
G. Please see attached Schedule A (applications)
H. Please see attached Schedule B (registrations)
5. Please address all correspondence in this matter to:
Andrea Van Kampen, Esq.
ZD Inc.
28 East 28th St.
New York, NY 10016-7930
(212) 503-3571

74512220

260235

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40.00 CH
75.00 CH

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02 FC: 482

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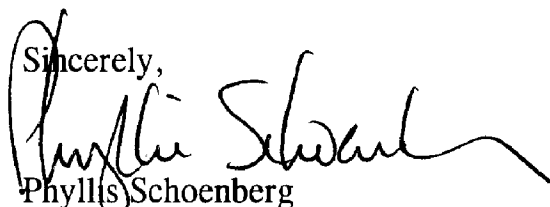
6. Total number of applications and registrations involved: 4 (3 registrations and 1 application).

7. Total fee: \$115.00.

The Commissioner is authorized to charge any additional fee which may be required to deposit account No. 26-0235, in the name of Ziff-Davis Inc.

8. 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.

Sincerely,



Phyllis Schoenberg
Trademark Manager

May 28, 1999

Total number of pages comprising cover sheet: 4

Schedule A – U.S. Trademark Applications (Item 4A from Cover Sheet)

Change of Name from Ziff-Davis Inc. to ZD Inc.

<u>MARK</u>	<u>CLASS(ES)</u>	<u>SERIAL NO.</u>	<u>FILED</u>
SCOREVIEW	9	74/512220	April 6, 1994

Schedule B – 3 U.S. Trademark Registrations (Item 4B from Cover Sheet)

Change of Name from Ziff-Davis Inc. to ZD Inc.

<u>MARK</u>	<u>CLASS(ES)</u>	<u>APP. NO.</u>	<u>REG. NO.</u>	<u>ISSUED</u>
COMPUTER INTELLIGENCE	9	74/344928	1,943,330	12/26/95
MICROSYSTEMS FORUM	35	74/364485	1,914,359	8/22/95
MICROSYSTEMS FORUM	41	74/364496	1,919,096	9/12/95

Office of the Secretary of State

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 AMENDMENT OF "ZIFF-DAVIS INC.", CHANGING ITS NAME FROM "ZIFF-DAVIS INC." TO "ZD INC.", FILED IN THIS OFFICE ON THE FIRST DAY OF MAY, A.D. 1998, AT 12:30 O'CLOCK P.M.



A handwritten signature in cursive script, reading "Edward J. Freel", is written over a horizontal line.

Edward J. Freel, Secretary of State

2447264 8100

AUTHENTICATION:

9068797

DATE:

981175970

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CERTIFICATE OF AMENDMENT
OF THE
CERTIFICATE OF INCORPORATION
OF
ZIFF-DAVIS INC.

Pursuant to Section 242 of the General
Corporation Law of the State of Delaware

Ziff-Davis Inc., a corporation duly organized and
existing under the General Corporation Law of the State of
Delaware (the "Corporation"), does hereby certify as
follows:

FIRST. The Board of Directors of the Corporation
duly adopted a resolution setting forth and declaring
advisable the amendment of Article First of the certificate
of incorporation of the Corporation so that, as amended,
said Article shall read as follows:

"FIRST: The name of the Corporation is ZD Inc."

SECOND. In lieu of a vote of stockholders,
written consent to the foregoing amendment has been given by
the holder of all of the outstanding stock entitled to vote
thereon in accordance with the provisions of Section 228 of
the General Corporation Law of the State of Delaware; and
such amendment has been duly adopted in accordance with the
provisions of Section 242 of the General Corporation Law of
the State of Delaware.

IN WITNESS WHEREOF, the Corporation has caused
this Certificate of Amendment to be executed and

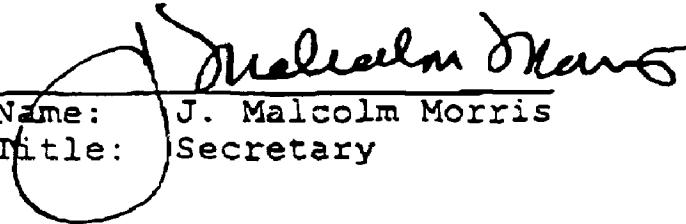
acknowledged by its duly authorized officers this 1st day of
May, 1998.

ZIFF-DAVIS INC.

By: 

Name: Eric Hippeau
Title: Chairman

ATTEST:


Name: J. Malcolm Morris
Title: Secretary

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NY12534-28.1

RECORDED: 05/28/1999

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