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6-24-99

UNITED STATES

06-28-1999

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101077217

FORM PTO-1594
(Rev. 6-93)
OMB No. 0651-0011
(exp. 4/94)

RECORDATION FORM
COVER SHEET
TRADEMARKS ONLY

U.S. DEPARTMENT
OF COMMERCE
Patent and
Trademark Office

Tab settings => => => ▼ ▼ ▼ ▼ ▼ ▼ ▼

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

1. Name of conveying party(ies):

Omni Publications International, Ltd.
277 Park Avenue
New York, New York 10172

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

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

2. Name and address of receiving party(ies)

Name: Omni Publications International, Ltd.

Internal Address: _____

Street Address: 11 Penn Plaza
New York, NY 10001

City: _____ State: _____ ZIP: _____

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership (NY)
- Corporation-State
- 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
- Security Agreement
- Other: Change of Address
- Merger
- Change of Name

Execution Date: December 17, 1998

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

1,134,115

Additional numbers attached? Yes No

06/25/1999 MTHAI1 00000118 070899 1134115

(Text continued on page US-56)

01 FC:481 40.00 CH
02 FC:482 125.00 CH
(Release #2, 12/94)

US-55

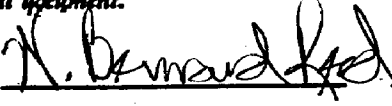
ASSIGNMENT
RECORDED
JUN 24 PM 3 04
1999

WORLDWIDE TRADEMARK TRANSFERS

5. Name and address of party to whom correspondence concerning document should be mailed: Name: <u>W. Bernard Reed</u> Internal Address: _____ Street Address: <u>11 Penn Plaza</u> <u>New York</u> NY <u>10001</u> City: _____ State: _____ ZIP: _____	6. Total number of applications and registrations involved: <u>6</u>
	7. Total fee (37 CFR 3.41)\$ <u>165.00</u> <input type="checkbox"/> Enclosed <input checked="" type="checkbox"/> Authorized to be charged to deposit account
	8. Deposit account number: <u>07-0899</u> (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 information is true and correct and any attached copy is a true copy of the original document.

<u>W. Bernard Reed</u>	<u></u>	<u>June 22, 1999</u>
Name of Person Signing	Signature	Date

Total number of pages including cover sheet, attachments, and document: 7

ADDITIONAL TRADEMARK REGISTRATION NUMBERS

1,212,781

1,441,828

1,560,217

1,972,848

2,215,497

FILING RECEIPT

ENTITY NAME: OMNI PUBLICATIONS INTERNATIONAL, LTD.

DOCUMENT TYPE: CERTIFICATE OF CHANGE (DOM. BUSINESS)
PROCESS

COUNTY: NEWY

SERVICE COMPANY: NATIONAL CORPORATE RESEARCH LTD.

SERVICE CODE: 26

FILED:12/17/1998 DURATION:***** CASH#:981217000707 FILM #:981217000667

ADDRESS FOR PROCESS

THE CORPORATION
ATT: GENERAL COUNSEL
NEW YORK, NY 10001

11 PENN PLAZA, 12TH FLOOR

REGISTERED AGENT



FILER	FEES	65.00	PAYMENTS	65.00
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GENERAL MEDIA COMMUNICATIONS, INC.	FILING :	30.00	CASH :	0.00
11 PENN PLAZA, 12TH FLOOR	TAX :	0.00	CHECK :	0.00
	CERT :	0.00	BILLED:	65.00
	COPIES :	10.00		
NEW YORK, NY 10001	HANDLING:	25.00		
			REFUND:	0.00

DOS-1025 (11/89)

*State of New York }
Department of State }^{ss:}*

I hereby certify that the annexed copy has been compared with the original document in the custody of the Secretary of State and that the same is a true copy of said original.

Witness my hand and seal of the Department of State on

DEC 18 1998



A handwritten signature in black ink, appearing to read "J. Clark", with a long horizontal line extending to the right.

Special Deputy Secretary of State

DOS-1266 (5/96)

**CERTIFICATE OF CHANGE
OF
OMNI PUBLICATIONS INTERNATIONAL, LTD.
(UNDER SECTION 805-A OF THE BUSINESS CORPORATION LAW)**

WE, THE UNDERSIGNED, Nina T. Guccione and Laurence B. Sutter being respectively the Executive Vice President and the Assistant Secretary of Omni Publications International, Ltd. hereby certify:

FIRST: The name of the corporation is Omni Publications International, Inc.

SECOND: The Certificate of Incorporation of said corporation was filed by the Department of State on July 20, 1978.

THIRD: The Certificate of Incorporation is hereby amended to change the post office address contained in Article Fifth to read in its entirety as follows:

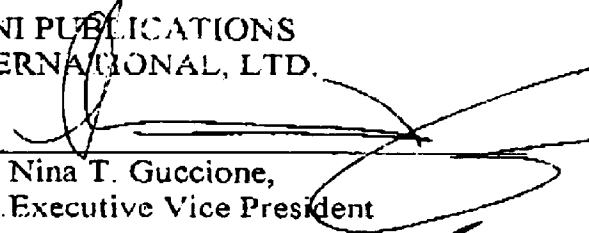
"FIFTH: The Secretary of State of New York is hereby designated as the agent of the corporation upon whom any process served against it may be served, and the post office address to which the Secretary of State shall mail a copy of any process served against the corporation which may be served upon him is:

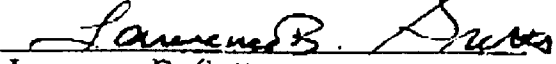
Omni Publications International, Ltd.
11 Penn Plaza, 12th Floor
New York, New York 10001
Attn: General Counsel"

FOURTH: The manner in which this amendment to the Certificate of Incorporation was authorized was by unanimous written consent of the Board of Directors.

IN WITNESS WHEREOF, we have signed this certificate on the 16th day of December 1998 and we affirm the statements contained herein as true under penalties of perjury.

OMNI PUBLICATIONS
INTERNATIONAL, LTD.

By: 
Nina T. Guccione,
Executive Vice President

By: 
Laurence B. Sutter,
Assistant Secretary

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CERTIFICATE OF CHANGE

OF

OMNI PUBLICATIONS INTERNATIONAL, LTD.

Under Section 805-A of the Business Corporation Law

1 CC

STATE OF NEW YORK
DEPARTMENT OF STATE

FILED DEC 17 1998

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BY: par

New York

Dec 17 2 22 PM '98

NCR-24

FILER:
GENERAL MEDIA COMMUNICATIONS, INC.
11 Penn Plaza, 12th Floor
New York, NY 10001

par-

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BILLED

981217000 707

TRADEMARK

REEL: 001919 FRAME: 0639

RECORDED: 06/24/1999