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HEET

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TRADEMARK SHEET

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- Correction of PTO Error  
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Conveyance Type

- Assignment  License
  - Security Agreement  Nunc Pro Tunc Assignment
  - Merger  Change of Name
  - Other \_\_\_\_\_
- Effective Date  
Month Day Year  
05 14 1998

Conveying Party

Mark if additional names of conveying parties attached Execution Date  
Month Day Year

Name Crain Associated Enterprises, Inc.

Formerly \_\_\_\_\_

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

Receiving Party

Mark if additional names of receiving parties attached

Name Crain Communications, Inc.

DBA/AKA/TA \_\_\_\_\_

Composed of \_\_\_\_\_

Address (line 1) 1400 Woodbridge Avenue

Address (line 2) \_\_\_\_\_

Address (line 3) Detroit MI/USA 48207  
City State/Country Zip Code

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

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.)

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**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)

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**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"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="0508717"/>	<input type="text" value="1621165"/>	<input type="text" value="2132016"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="1599594"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>

**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.

J. Michael Huget, Esq.

Name of Person Signing



Signature

10/12/99

Date Signed

**CONSENT IN LIEU OF SPECIAL MEETING  
OF THE BOARD OF DIRECTORS  
OF  
CRAIN ASSOCIATED ENTERPRISES, INC.,**

**May 14, 1998**

The undersigned constitute all of the members of the Board of Directors of Crain Associated Enterprises, Inc., an Illinois corporation ("CAE"). By execution of this Consent, the Board of Directors of CAE (the "Board") consents to and authorizes the actions set forth below. This Consent may be executed by the undersigned in one or more counterparts which, upon execution by each of the undersigned of any of such counterparts, will constitute one and the same instrument. This Consent will be in lieu of action presented to a formal special meeting of the Board, and the recitals and resolutions set forth below will have the same force and effect as if adopted at a Board meeting called for the purpose of their adoption.

WHEREAS, CAE is a wholly-owned subsidiary of Crain Communications Inc, an Illinois corporation ("CCI");

WHEREAS, CAE wishes to transfer to CCI, and CCI wishes to accept and assume as a separate divisional unit of CCI, all of the business, assets and liabilities associated with CAE's operations known as American Trade Magazines (collectively, the "ATM Operations");

WHEREAS, CAE wishes to transfer to CCI, and CCI wishes to accept, all of CAE's shares (the "RCR Shares") in RCR Publications, Inc., a Colorado corporation ("RCR") and wholly-owned subsidiary of CAE;

WHEREAS, CAE wishes to transfer to CCI, and CCI wishes to accept and assume CAE's 2% membership interest (the "CCE Membership Interest") in Crain Communications Europe L.L.C., a Michigan limited liability company ("CCE");

WHEREAS, CAE wishes to transfer to CCE, and CCE wishes to accept, all of CAE's shares (the "Delaware Shares") in Crain Communications, Inc., a Delaware corporation ("Delaware") and wholly-owned subsidiary of CAE; and

WHEREAS, the Board of Directors of CAE believes that such transfers are in the best interests of CAE.

NOW THEREFORE, IT IS HEREBY RESOLVED, that the Board of Directors of CAE hereby authorizes and approves the transfer to CCI of the ATM Operations (as a separate division unit), the RCR Shares and the CCE Membership Interest and the transfer to CCE of the Delaware Shares, in each case with such transfers to be consummated as of December 31, 1998, and authorizes the Chairman, the President and the Executive Vice President/Operations and the Secretary or any Assistant Secretary of CAE, and any officer of CAE authorized by the Chairman, President or


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Executive Vice President/Operations of CAE (collectively, the "Authorized Officers"), to execute and deliver such documents and agreements and to perform any and all acts as any such Authorized Officer deems necessary or appropriate to effectuate such transfers and to engage in any and all activities and transactions incidental or related thereto.

FURTHER RESOLVED, that the Authorized Officers are authorized and directed in the name and on behalf of CAE (i) to negotiate, execute, deliver, file and/or record any other documents, notices, certificates, agreements and other instruments and communications as they or any of them shall deem necessary or appropriate in connection with the transfer, including, without limitation, stock certificates, and membership interests, and (ii) to do such acts and to pay such costs as they or any of them shall deem necessary or appropriate to carry out the intent of any of the foregoing recitals or resolutions or to comply with the requirements of any document executed, delivered, filed and/or recorded in connection with any of the foregoing recitals or resolutions or to consummate any of the transactions contemplated by any of the foregoing recitals or resolutions.

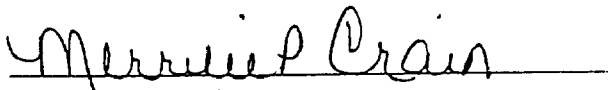
FURTHER RESOLVED, that all prior or concurrent actions of the officers and directors of CAE, and of any person authorized to act by any officer of CAE, in connection with any of the documents or transactions described in any of the foregoing recitals or resolutions are hereby ratified, affirmed and approved as acts in the name and on behalf of CAE.

  
\_\_\_\_\_  
Keith E. Crain


Dated: May 14, 1998

  
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Rance E. Crain

Dated: May 14, 1998

  
\_\_\_\_\_  
Merrilee P. Crain

Dated: May 14, 1998

  
\_\_\_\_\_  
Mary Kay Crain

Dated: May 14, 1998