

12-15-1999

HEET

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To the Honorable Commissioner of Patents

checked original documents or copy thereof.

1. Name of conveying party(ies):

Gordon Publications, Inc.

- Individual(s)
- General Partnership
- Corporation-State Delaware
- Other

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

2. Name and address of receiving party(ies)

Name: Reed Elsevier Inc.

Internal Address:

Street Address: 275 Washington Street

City Newton State: MA ZIP: 02453

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State Massachusetts
- 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
- Merger
- Change of Name

Execution Date: December 30, 1994

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

896,527

Additional numbers attached? Yes No

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

Name: Renee Simonton, President

Internal Address: Reed Elsevier Intellectual Property Management Services Inc.

Street Address: 1105 North Market Street Suite 910

City: Wilmington State: DE ZIP: 19801

6. Total number of applications and registrations involved:

7. Total fee (37 CFR 3.41).....\$ 40.00

Enclosed

Authorized to be charged to deposit account

8. Deposit account number:

(Attach duplicate copy of this page if paying by deposit account)

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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.

Renee Simonton

Name of Person Signing

Renee Simonton

Signature

November 18, 1999

Date

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

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

Commissioner of Patents & Trademarks, Box Assignment TRADEMARK
Washington, D.C. 20231

REEL: 001998 FRAME: 0658

Merger
Gordon/REI

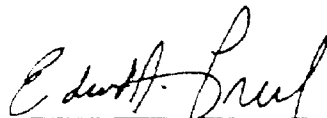
State of Delaware
Office of the Secretary of State PAGE 1

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:

"GORDON PUBLICATIONS, INC.", A DELAWARE CORPORATION,
WITH AND INTO "REED ELSEVIER INC." UNDER THE NAME OF "REED ELSEVIER INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF MASSACHUSETTS, AS RECEIVED AND FILED IN THIS OFFICE THE THIRTIETH DAY OF DECEMBER, A.D. 1994, AT 9 O'CLOCK A.M.



2319738 8100M
971230661


Edward J. Freel, Secretary of State

AUTHENTICATION: 8555120
DATE: 07-14-97

TRADEMARK
REEL: 001998 FRAME: 0659

CERTIFICATE OF MERGER
OF
GORDON PUBLICATIONS, INC.
INTO
REED ELSEVIER INC.

(Pursuant to Section 252 of the
Delaware General Corporation Law)

Gordon Publications, Inc. and Reed Elsevier Inc. do hereby certify that:

FIRST: The name and state of incorporation of each of the constituent corporations
are:

(i) Gordon Publications, Inc., which is incorporated under the laws of the State
of Delaware; and

(ii) Reed Elsevier Inc., which is incorporated under the laws of the
Commonwealth of Massachusetts.

SECOND: A Plan and Agreement of Merger (the "Plan") has been approved, adopted,
certified, executed and acknowledged by each of the constituent corporations in
accordance with Section 252 of the General Corporation Law of the State of Delaware.

THIRD: The name of the surviving corporation in the merger herein certified is Reed
Elsevier Inc.

FOURTH: The Articles of Organization of Reed Elsevier Inc. shall continue to be the charter document of the surviving corporation.

FIFTH: The executed Plan is on file at the principal place of business of the surviving corporation, the address of which is 275 Washington Street, Newton, Massachusetts 02158.

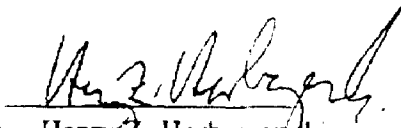
SIXTH: A copy of the Plan will be furnished by the surviving corporation, on request and without cost, to any stockholder of any of the constituent corporations.

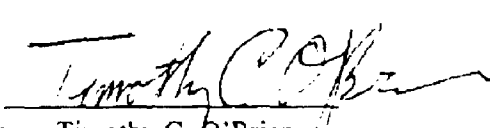
SEVENTH: The merger herein certified shall be effective January 3, 1995.

IN WITNESS WHEREOF, the constituent corporations have caused this certificate to be executed by their officers thereunto duly authorized as of the 30th day of December 1994.

ATTEST:


REED ELSEVIER INC.

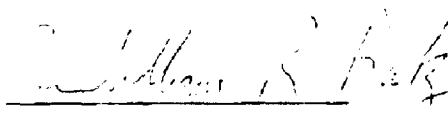
By: 
Name: Henry Z. Horbaczewski
Title: Clerk

By: 
Name: Timothy C. O'Brien
Title: Vice President

ATTEST:

GORDON PUBLICATIONS, INC.

By: 
Name: Eric I. Lisman
Title: Secretary

By: 
Name: William R. Rakay
Title: President

SERVICE OF PROCESS

The surviving corporation hereby agrees that it may be served with process in the State of Delaware in any proceeding for the enforcement of any obligation of GORDON PUBLICATIONS, INC., arising from the merger, including the rights of any dissenting stockholders thereof, and hereby irrevocably appoints the Secretary of State of Delaware as its agent to accept service of process in any such suit or other proceedings and agrees that service of any such process may be made by personally delivering to and leaving with such Secretary of State of the State of Delaware duplicate copies of such process; and hereby authorizes the Secretary of State of the State of Delaware to send forthwith by registered mail one of such duplicate copies of such process addressed to it at REED ELSEVIER INC., 275 Washington St., Newton, MA. 02158-1630 ^{Att: Legal Dept.} unless said surviving corporation shall hereafter designate in writing to such Secretary of State of the State of Delaware a different address for such process, in which case the duplicate copy of such process shall be mailed to the last address so designated.