

12-16-1999

Form PTO 1594  
(Rev. 6-93)  
OMB No. 0651-0011 (exp. 4-96)



101223236

COVER SHEET  
ONLY

U.S. DEPARTMENT OF COMMERCE  
Patent and Trademark Office

11-24-99

To the Honorable Commissioner

Record the attached original documents or copy thereof.

1. Name of conveying party(ies):

APPLETON & LANGE, INC.

- Individual(s)
- General Partnership
- Corporation-Delaware
- Other
- Association
- Limited Partnership

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

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other
- Merger
- Change of Name

Execution Date: June 28, 1999

2. Name and address of receiving party(ies)

Name: **THE MCGRAW-HILL COMPANIES, INC.**

Street Address: **1221 Avenue of the Americas**

City: **New York** State: **New York** Zip: **10020**

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-New York
- 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

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

A. Trademark Application No.(s)

Serial No.: **75/344,131 - A&LERT**

B. Trademark registration No.(s)

**1,600,795 - APPLETON & LANGE**

Additional numbers attached?  Yes  No

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

Name: Darby & Darby P.C.

Street Address: 805 Third Avenue, 27th Floor

City: New York State: New York Zip: 10022-7513

EXPRESS MAIL PERMIT NO. 595862727

Date: 11/24/99  
I hereby certify that on the date indicated above I deposited this patent application with the U.S. Postal Service & that it was and is being forwarded to the Commissioner of Patents & Trademarks, Washington, D.C. 20231 by "Express Mail Post Office to Addressee" service.

*Joseph Joseph*

6. Total number of applications and registrations involved:

2

7. Total fee (37 CFR 3.41):.....\$65.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

04-0100

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

12/15/1999 DNGUYEN 00000051 75344131

DO NOT USE THIS SPACE

01 FC:481 40.00 DP  
02 FC:482 25.00 DP

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.

Karin Segall  
Name of Person Signing

*Karin Segall*  
Signature

November 24, 1999  
Date

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

5

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

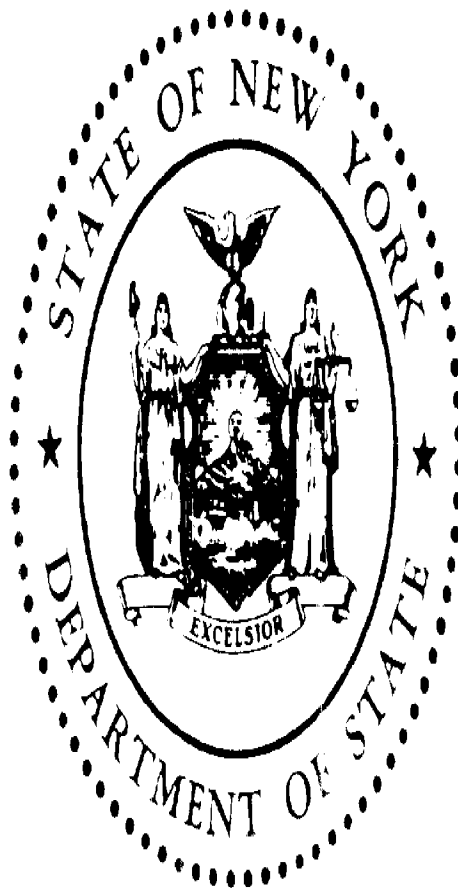
State of New York }  
Department of State } ss:



*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*

JUL 19 1999



A handwritten signature in black ink, appearing to read "J. Clark".

*Special Deputy Secretary of State*

F 990628000484

CERTIFICATE OF MERGER

OF

APPLETON & LANGE, INC.

INTO

The McGraw-Hill Companies, Inc.

Under Section 905 of the  
Business Corporation Law

The undersigned, Kenneth M. Vittor and Scott L. Bennett, being, respectively, an executive vice president and the secretary of The McGraw-Hill Companies, Inc., a corporation duly organized and existing under and by virtue of the laws of the State of New York, do hereby certify and set forth:

FIRST: The name of each constituent corporation is as follows:  
The McGraw-Hill Companies, Inc.  
Appleton & Lange, Inc.

SECOND: The name of the surviving corporation is The McGraw-Hill Companies, Inc., a New York corporation.

THIRD: The designation and number of the outstanding shares of each class of Appleton & Lange, Inc., the wholly-owned subsidiary corporation, and the number of said shares owned by The McGraw-Hill Companies, Inc., the parent and also the surviving corporation, are as follows:

<u>Name of Subsidiary</u>	<u>Class</u>	<u>Outstanding Shares</u>	<u>Par Value</u>	<u>Outstanding Shares Owned by Parent</u>
Appleton & Lange, Inc.	Common	100	\$1.00	100

FOURTH: The merger shall be effective upon the filing of the Certificate of Merger with the Department of State.

/

FIFTH: The date when the certificate of incorporation of The McGraw-Hill Companies, Inc. was filed by the Department of State is the 29th day of December, 1925.

The name under which The McGraw-Hill Companies, Inc. was formed is McGraw-Hill Publishing Company, Inc.

SIXTH: The jurisdiction of incorporation of Appleton & Lange, Inc. is the State of Delaware, and the date of its incorporation is December 21, 1981.

The name under which Appleton & Lange, Inc. was formed is Wadsworth Acquisition Corporation.

SEVENTH: Appleton & Lange, Inc. has filed no application for authority to do business in the State of New York.

EIGHTH: The Plan of Merger was adopted by the Board of Directors of the surviving corporation.

NINTH: The merger is permitted by the laws of the jurisdiction of incorporation of Appleton & Lange, Inc. and is in compliance with said laws.

IN WITNESS WHEREOF, we hereunto sign our names this 28th day of June, 1999.

The McGraw-Hill Companies, Inc.

s/s/Kenneth M. Vittor

Title: Executive Vice President

s/s/Scott L. Bennett

Title: Secretary

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CERTIFICATE OF MERGER

OF

APPLETON & LANGE, INC.

INTO

The McGraw-Hill Companies, Inc.

Under Section 905 of the Business Corporation  
Law of the State of New York

BILL

ICC

STATE OF NEW YORK  
DEPARTMENT OF STATE

JUN 28 1999

FILED

TAX \$

BY:

MRC

*ny*

The McGraw-Hill Companies, Inc  
1221 Avenue of the Americas-48th Fl  
New York, New York 10020

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TRADEMARK

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