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08-01-2000

FORM PTO-1618A
Expires 06/30/99
OMB 0651-0027

07-0
U.S. Patent & TMO



U.S. Department of Commerce
Patent and Trademark Office
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**REGISTRATION FORM COVER SHEET
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TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type		Conveyance Type	
<input checked="" type="checkbox"/> New	<input type="checkbox"/> Resubmission (Non-Recordation) Document ID# <input type="text"/>	<input type="checkbox"/> Assignment	<input type="checkbox"/> License
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		<input type="checkbox"/> Merger	Effective Date Month Day Year <input type="text" value="October 26, 1999"/>
		<input checked="" type="checkbox"/> Change of Name	
		<input type="checkbox"/> Other <input type="text"/>	

Conveying Party Mark if additional names of conveying parties attached

Name Execution Date
Month Day Year

Formerly

Individual General Partnership Limited Partnership Corporation Association

Other

Citizenship/State of Incorporation/Organization

Receiving Party Mark if additional names of conveying parties attached

Name

DBA/AKA/TA

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Corporation Association

Other

Citizenship/State of Incorporation/Organization

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)

08/01/2000 DNGUYEN 00000097 75829698
01 FC:481 40.00 OP
02 FC:482 50.00 OP

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Mail documents to be recorded with required cover sheet(s) information to:
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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

Mark H. Tidman, Esq.

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Suite 1100

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Washington, D.C. 20036-5304

Pages

Enter the total number of pages of the attached conveyance document including any attachments.

3

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)

75/829,698	<input type="text"/>	<input type="text"/>
75/830,623	<input type="text"/>	<input type="text"/>
75/831,163	<input type="text"/>	<input type="text"/>

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<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.

3

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41):

\$ 90.00

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:

02-0398

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 true copy of the original document. Charges to deposit account are authorized, as indicated herein.

Mark H. Tidman, Esq.

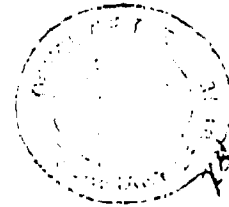
Name of Person Signing

Signature

7/7/00

Date Signed

A533469



SECRETARY OF STATE

I, *BILL JONES*, Secretary of State of the State of California, hereby certify:

That the attached transcript of 2 page(s) has been compared with the record on file in this office, of which it purports to be a copy, and that it is full, true and correct.

IN WITNESS WHEREOF, I execute this certificate and affix the Great Seal of the State of California this day of

NOV 27 1933



Bill Jones

Secretary of State

A533469

**ENDORSED-FILED
IN THE OFFICE OF THE
SECRETARY OF STATE
OF THE STATE OF CALIFORNIA**

CERTIFICATE OF AMENDMENT

OCT 26 1999

BILL JONES, SECRETARY OF STATE

THE KNOWLEDGE PROJECT, INC.

The undersigned, Stuart Skorman and Janelle Mitchell, certify that:

1. They are the President and Secretary, respectively, of The Knowledge Project, Inc., a California corporation (the "Corporation").

2. Article I of the First Amended and Restated Articles of Incorporation of the Corporation shall be amended and restated in its entirety as follows:

"The name of the corporation is Hungry Minds, Inc. (the "Corporation")"

3. The foregoing amendment has been duly approved by the Board of Directors of the Corporation.

4. The foregoing amendment was approved by the holders of the requisite number of shares of this Corporation in accordance with Sections 902 of the California General Corporation Law. The total number of outstanding shares entitled to vote with respect to the foregoing amendment was 2,000,000 shares of Common Stock, 10,500,000 shares of Series A Preferred Stock and 6,500,000 shares of Series B Preferred Stock. The number of shares voting in favor of the foregoing amendment equaled or exceeded the vote required. The percentage vote required was (1) a majority of the outstanding shares of Common Stock and (2) a majority of the outstanding shares of Series A Preferred Stock and Series B Preferred Stock, voting together as a single class.

* * *

We further declare under penalty of perjury under the laws of the State of California that the matters set forth in this certificate are true and correct of our knowledge.

Executed at San Francisco, California on October 26 1999.

By: [Signature]
Stuart Skorman
President

By: [Signature]
Janelle Mitchell
Secretary



ProjectWent.amend.1



BAKER
&
HOSTETLER LLP
COUNSELLORS AT LAW

07-07-2000

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WASHINGTON SQUARE, SUITE 1100 • 1050 CONNECTICUT AVENUE, N.W. • WASHINGTON, D.C. 20036-5304 • (202) 861-1500
FAX (202) 861-1783
WRITER'S DIRECT DIAL NUMBER

(202) 861-1619

July 7, 2000

VIA HAND DELIVERY

**BOX ASSIGNMENTS
FEE**

United States Patent and Trademark Office
Attn: Customer Services Counter
1213 Jefferson Davis Highway
3rd Floor
Arlington, Virginia 22202



Re: Recordation of Change of Name from The Knowledge
Project, Inc. to Hungry Minds, Inc.
Our Reference: 86098-97001

Sir:

We enclose for filing in the Assignment Division of the Patent and Trademark Office, a Change of Name document conveying ownership of three trademark applications from The Knowledge Project, Inc. to Hungry Minds, Inc. Also enclosed is our check in the amount of \$90 to cover the recordation fee. In the event our check become detached or the amount is insufficient, please charge Baker & Hostetler LLP's Deposit Account No. 02-0398.

Thank you for your assistance with this matter. Please do not hesitate to contact the undersigned if you have any questions.

Respectfully submitted,

Mark H. Tidman

MHT/mz
Enclosures