

9/27/2000

09-27-2000

U.S. Department of Commerce
Patent and Trademark Office



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101460988

To the Honorable Commissioner of Patents and Trademarks, 1600 Pennsylvania Avenue, Washington, D.C. 20540
_____ents or copy thereof.

1. Name of conveying party(ies):

Name: Musical America Publishing, Inc.
a Delaware Corporation
717 Fifth Avenue
New York, New York 10022

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

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

2. Name and Address of receiving party(ies)

Name: PRIMEDIA Information, Inc.

Address: 10 Lake Drive
Highstown, New Jersey 08520

3. Nature of conveyance:

Assignment Merger
 Security Agreement Change of Name

Other _____

Execution Date: June 2, 1998

Individual(s) citizenship _____

Association _____

General Partnership _____

Limited Partnership _____

Corporation-State Delaware

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)

B. Trademark Registration No.(s)

816,131

Additional numbers attached? Yes No

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

Deborah K. Squiers, Esq.
Cowan, Liebowitz & Latman, P.C.
1133 Avenue of the Americas
New York, NY 10036-6799

6. Total number of applications and registrations involved: 10

7. Total fee (37 CFR 3.41)..... \$ 160.00

Enclosed

Any deficiency is authorized to be charged to Deposit Account No. 03-3415.

8. Deposit Account No. 03-3415

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

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01 FC:481 40.00 CH
02 FC:484 120.00 CH

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.

Deborah K. Squiers

Deborah K. Squiers 9/26/00
Signature Date

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

State of Delaware

PAGE 1

Office of the Secretary of State

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 OWNERSHIP, WHICH MERGES:

"MUSICAL AMERICA PUBLISHING, INC.", A DELAWARE CORPORATION, WITH AND INTO "PRIMEDIA INFORMATION INC." UNDER THE NAME OF "PRIMEDIA INFORMATION INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE FIFTH DAY OF JUNE, A.D. 1998, AT 4 O'CLOCK P.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.



Edward J. Freel

Edward J. Freel, Secretary of State

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AUTHENTICATION:

DATE:

9126776

06-09-98

CERTIFICATE OF OWNERSHIP AND MERGER

MERGING

MUSICAL AMERICA PUBLISHING, INC.

INTO

PRIMEDIA INFORMATION INC.

**Pursuant to Section 253 of the General Corporation
Law of the State of Delaware**

PRIMEDIA INFORMATION INC., a corporation organized and existing under the laws of the Delaware General Corporation Law, **DOES HEREBY CERTIFY:**

FIRST: That this corporation was incorporated on January 22, 1990, pursuant to Section 102 of the General Corporation law of the State of Delaware.

SECOND: That this corporation owns all of the outstanding shares of Musical America Publishing, Inc., a corporation incorporated on June 14, 1974, pursuant to Section 102 of the General Corporation law of the State of Delaware.

THIRD: That this corporation, by the following resolution of its Board of Directors, duly adopted by the unanimous consent of its members, filed with the minutes of the Board on the 2nd day of June, 1998, determined to and did merge into itself said Musical America Publishing, Inc.:

RESOLVED, that PRIMEDIA Information Inc. merge, and it hereby does merge into itself Musical America Publishing, Inc. and assumes all its obligations;

FURTHER RESOLVED, that the merger shall be effective upon the date of filing with the Secretary of State of Delaware; and

FURTHER RESOLVED, that the proper officer of this corporation be and he or she is hereby directed to make and execute a Certificate of Ownership and Merger setting forth a copy of the resolutions to merge said Musical America Publishing, Inc. and assume its liabilities and obligations, and the date of adoption thereof, and to cause the same to be filed with the Secretary of and to do all acts and things whatsoever, whether within or without the State of Delaware, which may be necessary or proper to effect said merger.

IN WITNESS WHEREOF, said PRIMEDIA Information Inc. has caused this Certificate to be signed by Curtis Thompson, its Vice President this 2nd day of June, 1998.



Curtis Thompson
Vice President