

11-01-2000



R. 101502954 EET

TRADEMARKS ONLY

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type

New 10-16-00

Resubmission (Non-Recordation)
Document ID #

Correction of PTO Error
Reel # Frame #

Corrective Document
Reel # Frame #

Conveyance Type

Assignment License

Security Agreement Nunc Pro Tunc Assignment

Merger Effective Date
Month Day Year
12/13/1993

Change of Name

Other

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 receiving parties attached

Name

DBA/AKATA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)
City State/Country Zip Code

Individual General Partnership Limited Partnership 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.)

FOR OFFICE USE ONLY

10/31/2000 GTON11 00000302 1148901

01 FC:481 40.00 OP
02 FC:482 50.00 OP

Public burden reporting for this collection of information is estimated to average approximately 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and gathering the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Information Officer, Washington, D.C. 20231 and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction Project (0651-0027), Washington, D.C. 20503. See OMB Information Collection Budget Package 0651-0027, Patent and Trademark Assignment Practice. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS ADDRESS.

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

TRADEMARK
REEL: 002165 FRAME: 0242

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)

Address (line 4)

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="1,148,901"/>	<input type="text" value="1,173,152"/>	<input type="text" value="1,182,073"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<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.

Jeffrey C. Katz



10-12-2000

Name of Person Signing

Signature

Date Signed

F981218000131

CT

CT

CERTIFICATE OF MERGER
OF
NEWBERY AWARD RECORDS, INC.
INTO
RANDOM HOUSE, INC.

UNDER SECTION 905 OF THE BUSINESS CORPORATION LAW

RANDOM HOUSE, INC., pursuant to the provisions of Section 905 of the Business Corporation Law of the State of New York, hereby certifies as follows:

1. RANDOM HOUSE, INC., a corporation of the State of New York, owns all of the outstanding shares of NEWBERY AWARD RECORDS, INC., a corporation of the State of Delaware.

Random House, Inc. was formed under the name RCA Publishing Company, Inc.

Newbery Award Records, Inc. was formed under the name NARPRO, Inc.

2. As to each subsidiary corporation, the designation and number of outstanding shares and the number of such shares owned by the surviving corporation are as follows:

<u>Name of Subsidiary</u>	<u>Designation and Number of Outstanding Shares</u>	<u>Number of Shares Owned by Survivor</u>
Newbery Award Records, Inc.	25 Common Shares, no par value	25 Shares

3. (a) The Certificate of Incorporation of Random House, Inc. was filed in the Department of State on the 21st day of February, 1966.

(b) Newbery Award Records, Inc incorporated under the laws of the State of Delaware on the 7th day of June, 1979, and its application for authority to do business in the State of New York was filed in the Department of State on the 24th day of August, 1979.

(c) The merger is permitted by the laws of the state of incorporation of each foreign subsidiary and is in compliance therewith.

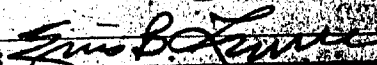
4. The surviving corporation owns all of the outstanding shares of the corporation to be merged.


5. The merger shall be effective on the 31st day of December, 1993.

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

IN WITNESS WHEREOF, this Certificate has been signed on the 8th day of December, 1993 and the statements contained therein are affirmed as true under penalties of perjury.

RANDOM HOUSE, INC.

By: 
Ellis B. Levine
Vice President

By: 
Steven Holzman
Assistant Secretary

1720P-awley

2

F03

EP-12

CT

100

STATE OF NEW YORK
DEPARTMENT OF STATE

FID. DECISION

IN

IN

NEW YORK

CERTIFICATE OF MERGER

OF

NEWBERRY AWARD RECORDS, INC.

INTO

RANDOM HOUSE, INC.

**UNDER SECTION 905 OF THE
BUSINESS CORPORATION LAW**

Sabin Bertram & Gould

350 Madison Avenue

New York, New York 10017