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02-09-2001



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Original documents or copy

To the Honorable Commissioner of Patents and Trademarks  
thereof.

1. Name of conveying party(ies):

Big Flower Press Holdings, Inc.

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

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

2. Name and address of receiving party(ies):

Name: Vertis, Inc.

Internal Address: \_\_\_\_\_

Street Address: 3 East 54<sup>th</sup> Street

City: New York, State: NY ZIP: 10022

- 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) & addresses attached?  Yes  No

3. Nature of conveyance

10-13-2000

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

Execution Date: July 5, 2000

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

Trademark Application No.(s)

B. Trademark Registration No.(s) 2,075,502 and 2,089,007

Additional numbers attached?  Yes  No

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

Name: Miriam Drickman Trudell, Esq.

Internal Address: SHERIDAN ROSS P.C.  
Suite 1200

Street Address: 1560 Broadway

City: Denver State: CO ZIP: 80202-5141

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: 19-1970

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

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.

Miriam Drickman Trudell  
Name of person signing

Signature

Date

10/15/00

40¢  
NO S&P  
Fee

Total number of pages including cover sheet, attachments and document: 4

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

Commissioner of Patents and Trademarks  
Box Assignments  
Washington, DC 20231

I HEREBY CERTIFY THAT THIS CORRESPONDENCE IS BEING DEPOSITED WITH THE UNITED STATES POSTAL SERVICE AS FIRST CLASS MAIL IN AN ENVELOPE ADDRESSED TO COMMISSIONER FOR PATENTS AND TRADEMARKS, BOX ASSIGNMENTS, WASHINGTON, DC 20231 ON October 5, 2000

SHERIDAN ROSS P.C.

BY:

TRADEMARK  
REEL: 002190 FRAME: 0322

Office of the Secretary of State

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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 AMENDMENT OF "BIG FLOWER PRESS HOLDINGS, INC.", CHANGING ITS NAME FROM "BIG FLOWER PRESS HOLDINGS, INC." TO "VERTIS, INC.", FILED IN THIS OFFICE ON THE THIRTEENTH DAY OF JULY, A.D. 2000, AT 4:30 O'CLOCK P.M.



A handwritten signature in cursive script, reading "Edward J. Freel", is written over a horizontal line.

Edward J. Freel, Secretary of State

AUTHENTICATION: 0663031

DATE: 09-07-00

2343826 8100

001449707

TRADEMARK  
REEL: 002190 FRAME: 0323

**CERTIFICATE OF AMENDMENT  
OF  
RESTATED CERTIFICATE OF INCORPORATION**

**BIG FLOWER PRESS HOLDINGS, INC.**, a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware (the "Corporation"), **DOES HEREBY CERTIFY:**

**FIRST:** That the Board of Directors of the Corporation adopted by unanimous written consent a resolution proposing and declaring advisable the following amendment to the Restated Certificate of Incorporation of the Corporation:

**RESOLVED**, that Article **FIRST** of the Restated Certificate of Incorporation of Big Flower Press Holdings, Inc. be amended to read in its entirety as follows: "**FIRST:** The name of the Corporation is Vertis, Inc. The Corporation was originally incorporated under the name BFP Holdings Corp. and the original Certificate of Incorporation of the Corporation was filed with the Secretary of State of the State of Delaware on July 14, 1993."

**SECOND:** That the sole shareholder of the Corporation has given written consent to the foregoing amendment in accordance with the provisions of Section 228 of the General Corporation Law of the State of Delaware.

**THIRD:** That the foregoing amendment was duly adopted in accordance with the applicable provisions of Sections 228 and 242 of the General Corporation Law of the State of Delaware.

**IN WITNESS WHEREOF**, the Corporation has caused this certificate to be signed by Donald E. Roland, its President, and attested by Irene B. Fisher, its Secretary, this 5th day of July, 2000.

**BIG FLOWER PRESS HOLDINGS, INC.**

By: Donald E. Roland  
President

**ATTEST**

By: Irene B. Fisher  
Secretary

Corporate Seal



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STATE OF DELAWARE  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
FILED 04:30 PM 07/13/2000  
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