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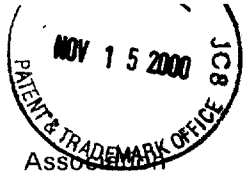
To the Honorable Commiss

the attached original documents or copy thereof.

1. Name of conveying party(ies).

CMP PUBLICATIONS, INC.

- Individual(s)
- General Partnership
- Corporation-New York
- Other



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

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

Name: CMP MEDIA INC.

Address: 600 Community Drive

City: Manhasset State: New York Zip: 11030X

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-Deleware
- 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

3. Nature of conveyance:

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

Execution Date: May 29, 1996

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

A. Trademark Applications

Mark	Serial No.

B. Trademark Registrations

Mark	Reg. No.
WINTUNE	1,868,131

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

Label No. 62628224 194US

Express Mail Certificate  
I hereby certify that, on the date indicated above I deposited this paper or fee with the U.S. Postal Service & that it was addressed for delivery to the Commissioner of Patents & Trademarks, Washington, D.C. 20231 by "Express Mail Post Office to Addressee" service.

6. Total number of applications and registrations involved:

1

7. Total fee (37 CFR 3.41):.....\$40.00

- 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)

DO NOT USE THIS SPACE

Name (Print)

Signature

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.

Heather C. Wilde  
Name of Person Signing

November 15, 2000  
Date

Total number of pages including cover sheet, attachments, and document: 7

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

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 MERGER, WHICH MERGES:

"CMP PUBLICATIONS, INC.", A NEW YORK CORPORATION, WITH AND INTO "CMP MEDIA INC." UNDER THE NAME OF "CMP MEDIA INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE THIRTY-FIRST DAY OF MAY, A.D. 1996, AT 5 O'CLOCK P.M.

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



Edward J. Freel

Edward J. Freel, Secretary of State

2625966 8100M

AUTHENTICATION: 7971728

960158192

DATE: 06-04-96

TRADEMARK REEL: 002191 FRAME: 0992

CERTIFICATE OF MERGER  
MERGING  
CMP PUBLICATIONS, INC.  
INTO  
CMP MEDIA INC.

Pursuant to Sections 251(f) and 252 of the Delaware General Corporation Law, the undersigned do hereby certify as follows:

FIRST: The name and state of incorporation of each of the constituent corporations is:

<u>Name</u>	<u>Type of Entity</u>	<u>State of Domicile</u>
CMP Media Inc.	Corporation	Delaware
CMP Publications, Inc.	Corporation	New York

SECOND: The Agreement and Plan of Merger attached hereto as Exhibit A has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations in accordance with Sections 251(f) and 252 of the Delaware General Corporation Law and Section 907 of the New York Business Corporation Law.

a. The Agreement and Plan of Merger was duly adopted and approved by the Board of Directors of CMP Media Inc. on May 29, 1996.

b. There are no shares of capital stock of CMP Media Inc. issued and outstanding.

c. The Agreement and Plan of Merger was duly adopted and approved by the Board of Directors of CMP Publications, Inc. on May 10, 1996. Unanimous written consent of the stockholders of CMP Publications, Inc. was also given on May 10, 1996.

d. The authorized capital stock of CMP Publications, Inc. consists of 200,000 shares of common stock at a par value of \$.10 each, 100,000 of which are shares of Class A Stock and 100,000 of which are shares of Class B Stock. The issued and outstanding capital stock of CMP Publications, Inc. entitled to vote consists of 52,118 shares of Class A Stock. The holders of all 52,118 shares of capital stock of CMP Publications, Inc. that were entitled to vote approved the Agreement and Plan of Merger.

**THIRD:** The surviving corporation is CMP Media Inc. (the "Surviving Corporation").

**FOURTH:** The Certificate of Incorporation and the Bylaws of the Surviving Corporation shall be in the form of the existing Certificate of Incorporation and Bylaws of CMP Media Inc. No amendments or changes are being made to the Certificate of Incorporation of the Surviving Corporation.


**FIFTH:** The executed original of the Agreement and Plan of Merger is on file at the principal place of business of the Surviving Corporation at 600 Community Drive, Manhasset, NY 11030.

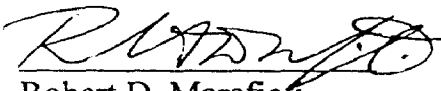
**SIXTH:** A copy of the Agreement and Plan of Merger will be furnished by the Surviving Corporation, on request and without cost, to any stockholder of any constituent corporation.

**SEVENTH:** The merger shall be effective as of May 31, 1996.

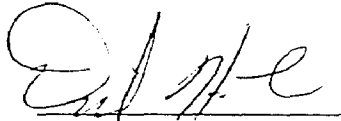
IN WITNESS WHEREOF, the undersigned have executed this Certificate of Ownership and Merger as of the 29th day of May, 1996.

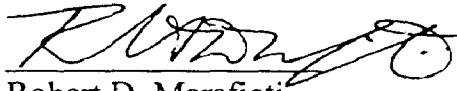
CMP MEDIA INC.

By:   
Daniel H. Leeds  
Vice President

By:   
Robert D. Marafioti  
Assistant Secretary

CMP PUBLICATIONS, INC.

By:   
Daniel H. Leeds  
Vice President

By:   
Robert D. Marafioti  
Assistant Secretary

**AGREEMENT AND PLAN OF MERGER  
MERGING  
CMP PUBLICATIONS, INC.  
WITH AND INTO  
CMP MEDIA INC.**

AGREEMENT AND PLAN OF MERGER, dated as of May 29, 1996, by and among CMP Publications, Inc., a New York corporation, and CMP Media Inc., a Delaware corporation. Pursuant to Section 907 of the New York Business Corporation Law and Sections 251(f) and 252 of the Delaware General Corporation Law, the parties agree that CMP Publications, Inc. shall merge with and into CMP Media Inc. (the "Merger") according to the terms set forth below:

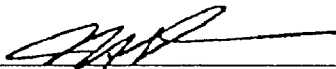
- FIRST: The name of the disappearing corporation is CMP Publications, Inc. (the "Disappearing Corporation"). It shall be merged with and into CMP Media Inc., with CMP Media Inc. being the surviving corporation ("Surviving Corporation").
- SECOND: There are no shares of capital stock of CMP Media Inc. issued and outstanding. There are 52,118 shares of common stock of CMP Publications, Inc. issued and outstanding of record.
- THIRD: The Merger shall be effective as of the close of business on May 31, 1996 (the "Effective Time"). Upon the Merger, the corporate existence of CMP Media Inc., with all its purposes, powers and objects, shall continue unaffected and unimpaired by the Merger, and the corporate identity and existence of CMP Publications, Inc., with all its purposes, powers and objects, shall be merged with and into CMP Media Inc., and CMP Media Inc., as the corporation surviving the Merger, shall be fully vested therewith. The separate existence and corporate organization of CMP Publications, Inc. shall cease as of the Effective Time.
- FOURTH: As of the Effective Time, the issued and outstanding shares of the capital stock of CMP Media Inc. and CMP Publications, Inc. shall become and be converted into shares of stock of the Surviving Corporation or be canceled as follows: the 52,118 shares of CMP Publications, Inc. Class A Common Stock which are outstanding immediately prior to the Effective Time shall, by virtue of the Merger and without any action by the holder thereof, be and become 52,118 shares of Class B Common Stock of the Surviving Corporation. At and after the Effective Time, the Surviving Corporation shall possess all the rights, privileges, immunities, powers, and purposes, of each of CMP Media Inc. and CMP Publications, Inc.; all the property, real and personal, shall vest in the Surviving Corporation without further act or

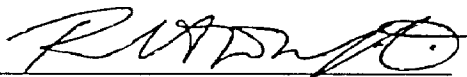
deed; and the Surviving Corporation shall assume and be liable for all the liabilities, obligations and penalties of CMP Media Inc. and CMP Publications, Inc.

**FIFTH:** As of the Effective Time, the Certificate of Incorporation and the Bylaws of the Surviving Corporation shall be the Certificate of Incorporation and the Bylaws of CMP Media Inc.

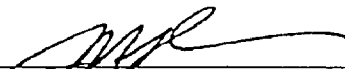
IN WITNESS WHEREOF, each of the parties has caused this Agreement and Plan of Merger to be executed on its behalf by its duly authorized officers, as of the day and year first written above.

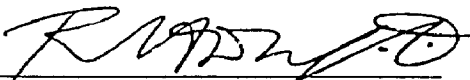
CMP MEDIA INC.

By:   
Michael S. Leeds  
President

By:   
Robert D. Marafioti  
Assistant Secretary

CMP PUBLICATIONS, INC.

By:   
Michael S. Leeds  
President

By:   
Robert D. Marafioti  
Assistant Secretary

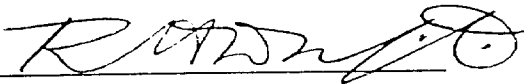
CERTIFICATION OF ASSISTANT SECRETARY  
OF  
CMP MEDIA INC.

Pursuant to Sections 228, 251(f) and 252 of the Delaware General Corporation Law, the undersigned, Robert D. Marafioti, Assistant Secretary of CMP MEDIA INC., a corporation organized and existing under the laws of the State of Delaware, does hereby certify as follows:

- FIRST: The Agreement and Plan of Merger to which this certificate is attached was duly adopted and approved by the Board of Directors of said CMP MEDIA INC. by written consent dated May 29, 1996.
- SECOND: There were no shares of capital stock of CMP MEDIA INC. issued and outstanding prior to the adoption of the resolutions approving the Agreement and Plan of Merger by the Board of Directors of said CMP MEDIA INC.

IN WITNESS WHEREOF, the undersigned has executed this Certification of Assistant Secretary as of the 29th day of May, 1996.

CMP MEDIA INC.



Robert D. Marafioti  
Assistant Secretary