

5-21-01

05-30-2001



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To the Honorable Commissioner of Patents and Trademarks of the United States Patent and Trademark Office

Original documents or copies

1. Name of conveying party(ies):
Entertainment Data, Inc.

- Individuals
- General Partnership
- Corporation-California
- Other

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

2. Name and address of receiving party(ies):
ACNielsen EDI, Inc.

8350 Wilshire Boulevard, Suite 210
Beverly Hills, California 90211

- Individual(s) citizenship: _____
- Association: _____
- General Partnership: _____
- Limited Partnership: _____
- Corporation-State: California
- Other: Limited Liability Company _____

If assignee is not domiciled in the United States, a domestic representative designation is attached:

Yes No

(Designation must be a separate document from Assignment).

Additional name(s) & address(es) attached?

Yes No

3. Nature of Conveyance:

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

Execution Date: March 9, 1999

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

A. Trademark Application No.(s)

B. Trademark registration No.(s)

1,965,802



05-21-2001

U.S. Patent & TMO/TM Mail Rpt Dt. #72

Additional numbers attached? Yes No

5. Mail correspondence to:

Michael R. Graham
MARSHALL, O'TOOLE, GERSTEIN,
MURRAY & BORUN
6300 Sears Tower -- 233 South Wacker Drive
Chicago, Illinois 60606
(312) 474-6300

6. Total number of applications and registrations involved: 1

7. Attached is a check in the amount of \$ 40.00 the total fee due pursuant to 37 C.F.R. §3.41.

8. Commissioner is hereby authorized to charge any deficiency in the amount enclosed or any additional fees which may be required under 37 C.F.R. §3.41, or credit any overpayment, to Deposit Account No. 13-2855. A copy of this Recordation Form Cover Sheet is enclosed.

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.

Michael R. Graham
Name of Person Signing

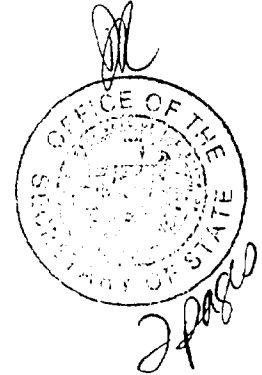
Signature

May 17, 2001
Date

Total number of pages comprising cover sheet: 4

State of California

SECRETARY OF STATE



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

That the attached transcript 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

MAR 10 1983



Bill Jones

Secretary of State

CERTIFICATE OF AMENDMENT

OF

ARTICLES OF INCORPORATION

OF

ENTERTAINMENT DATA, INC.

ENDORSED-FILED
In the office of the Secretary of State
of the State of California

MAR 18 1993

BILL JONES, Secretary of State

We, Harris Black the Vice President and Ellenore O'Hanrahan the Secretary of ENTERTAINMENT DATA, INC., a corporation duly organized and existing under the laws of State of California, do hereby certify:

1. That they are the Vice President and the Secretary, respectively, of ENTERTAINMENT DATA, INC., a California corporation.
2. That an amendment to the Articles of Incorporation of this corporation has been approved by the Board of Directors.
3. The amendment so approved by the Board of Directors is as follows:

Article I of the Articles of Incorporation of said corporation be amended to read in full as follows:

"The name of the corporation is ACNIELSEN EDI, INC."

4. That the shareholders have adopted said amendment by written consent. That the wording of said amendment as approved by written consent of the shareholders is the same as that set forth above. That said written consent was signed by the holders of outstanding shares having not less than the minimum number of required votes of shareholders necessary to approve said amendment in accordance with Section 902 of the California Corporation Code.
5. The designation and total number of outstanding shares entitled to vote on or give written consent to said amendment and the minimum percentage vote required of each class or series entitled to vote on or give written consent to said amendment for approval thereof are as follows:

Designation	Number of shares outstanding entitled to vote or give written consent	Minimum percentage vote required to approve
Common	50,000	More than 50%

6. That the number of shares of the each class of stock which gave written consent in favor of said amendment exceeded the minimum percentage vote required of each class entitled to vote.

Each of the undersigned declares under penalty of perjury that the statements contained in the foregoing certificate are true of their own knowledge.

Executed at Stamford, Connecticut on March 9, 1998.

Harris Black

Harris Black, Vice President

Ellenore O'Hanrahan

Ellenore O'Hanrahan, Secretary

