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U.S. DEPARTMENT OF COMMERCE
U.S. Patent and Trademark Office

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To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies): 8-17-01
Miller Freeman Publications, Inc.

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

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

3. Nature of conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other _____

Execution Date: 04/29/91

2. Name and address of receiving party(ies)
Name: Miller Freeman, Inc.

Internal Address: _____
Address: _____

Street Address: 600 Harrison Street
City: San Francisco State: CA Zip: 94107

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)
1,175,577 1,234,104

Additional number(s) attached Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: Scott D. Minden, Esq.
Howard, Rice, Nemerovski,
Internal Address: Canady, Falk & Rabkin

Street Address: 3 Embarcadero Center, 7th Flr.

City: San Francisco State: CA Zip: 94111

6. Total number of applications and registrations involved: 2

7. Total fee (37 CFR 3.41).....\$ 65.00
 Enclosed, but if found insufficient, is
 Authorized to be charged to deposit account

8. Deposit account number:
08-2792

(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.

Scott D. Minden
Name of Person Signing

Signature

8/17/01
Date

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

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01 FC:481 40.00 OP
02 FC:482 25.00 OP

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

TRADEMARK
REEL: 002361 FRAME: 0098

CERTIFICATE OF MERGER

OF

MILLER FREEMAN PUBLICATIONS, INC.
(a California corporation)

AND

GRALLA PUBLICATIONS, INC.
(a New York corporation)

INTO

MILLER FREEMAN, INC.
(a Delaware corporation)

Pursuant to Section 252(c) of the General
Corporation Law of the State of Delaware

The undersigned, being the surviving corporation of the
above-referenced merger, hereby certifies that:

FIRST: The name and state of incorporation of each of the
constituent corporations is MILLER FREEMAN, INC., a Delaware
corporation, MILLER FREEMAN PUBLICATIONS, INC., a California
corporation, and GRALLA PUBLICATIONS, INC., a New York
corporation.

SECOND: An Agreement and Plan of Merger between the parties
to the merger has been approved, adopted, certified, executed and
acknowledged by each of the constituent corporations in
accordance with the requirements of Section 252(c) of the General
Corporation Law of the State of Delaware. The effective date of
the merger shall be May 1, 1991.

THIRD: The name of the surviving corporation is MILLER
FREEMAN, INC.

FOURTH: The Certificate of Incorporation of MILLER FREEMAN, INC. shall be the Certificate of Incorporation of the surviving corporation.

FIFTH: An executed copy of the Agreement and Plan of Merger is on file at the principal place of business of the surviving corporation. The address of the principal place of business of the surviving corporation is Miller Freeman, Inc., 600 Harrison Street, San Francisco, California 94107.

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 authorized capital stock of each constituent corporation which is not a Delaware corporation is as follows:

<u>Corporation</u>	<u>Class</u>	<u>Number of Shares</u>	<u>Par Value</u>
Miller Freeman Publications, Inc.	Common	500,000	\$1.00
Gralla Publications, Inc.	Common	200	\$.01

IN WITNESS WHEREOF, this Certificate of Merger is hereby executed this 29th day of April, 1991.

MILLER FREEMAN, INC.

By: Robert N. Boucher, Jr.
 Robert N. Boucher, Jr.,
 President

ATTEST:

Charles H. Benz
 Charles H. Benz,
 Secretary