

02-21-2002



COVER SHEET
ONLY

To the Honorable Commissioner of Patents and Trademarks
101988773

1. Name of conveying party(ies):
Petersen Publishing Company LLC

1-28-02

Individual(s) Association
 General Partnership Limited Partnership
 Corporation-Delaware
 Other a Delaware Limited Liability Co

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

2. Name and Address of receiving party(ies)

Name: EMAP USA, Inc.
Address: 6420 Wilshire Boulevard
Los Angeles, California 90048

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

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: June 26, 2000

4. Application number(s) or registration number(s):
A. Trademark Application No.(s)

B. Trademark Registration No.(s)
2125307; 2413237

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
Deborah K. Squiers, Esq.
Cowan, Liebowitz & Latman, P.C.
1133 Avenue of the Americas
New York, NY 10036-6799

6. Total number of applications and registrations involved:
2

7. Total fee (37 CFR 3.41)..... \$ 65

Enclosed
 Any deficiency is authorized to be charged to Deposit Account No. 03-3415.

8. Deposit Account No. _____
(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.

Deborah K. Squiers Deborah Squiers 1/28/02
Name of Person Signing Signature Date

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

02/20/2002 TDIAZ1 00000116 2125307

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

"Express Mail" Mailing Label Number

EL0076840664S

I hereby certify that this paper or fee is being deposited with the United States Postal Service "Express Mail Post Office to Addressee" service under 37 C.F.R. 1.10 on the date indicated above and is addressed to the Assistant Commissioner for Trademarks, 2900 Crystal Drive, Arlington, Virginia 22202 on

01-28-02
(Date of Deposit)

Esther Seltzer

(Typed or printed name of person mailing paper or fee)

[Signature]
(Signature)

06/28/00 WED 15:07 FAX

STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS 002
FILED 03:30 PM 06/28/2000
001330936 - 2653578

CERTIFICATE OF MERGER
of
PETERSEN PUBLISHING COMPANY, L.L.C.
a Delaware limited liability company
with and into
EMAP USA, INC.
a Delaware corporation

1. **Constituent Entities.** The constituent entities are Petersen Publishing Company, L.L.C., a limited liability company organized and existing under the laws of the State of Delaware (the "Merged Company") and eMap USA, Inc., a corporation organized and existing under the laws of the State of Delaware (the "Surviving Corporation") (the Merged Company and the Surviving Corporation are collectively the "Constituent Entities").
2. **Approval of the Plan and Agreement of Merger.** A Plan and Agreement of Merger (the "Agreement of Merger"), dated March 22, 2000, has been approved, adopted, certified, executed and acknowledged by the Surviving Corporation and by the Merged Company in accordance with Section 264 of the Delaware General Corporation Law.
3. **Name of the Surviving Corporation.** The name of the Surviving Corporation is "eMap USA, Inc."
4. **Certificate of Incorporation of the Surviving Corporation.** The Certificate of Incorporation of the Surviving Corporation shall be that of eMap USA, Inc.
5. **Executed Agreement of Merger.** An executed copy of the Agreement of Merger is on file at the principal place of business of the Surviving Corporation at the following address: eMap USA, Inc., 6420 Wilshire Boulevard, Los Angeles, California 90048.
6. **Copies of the Agreement of Merger.** The Surviving Corporation will furnish a copy of the Agreement of Merger to any of its stockholders, or to any person who was a member or manager of the Merged Company, upon written request and without charge.

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06/28/00 WED 14:21 FAX

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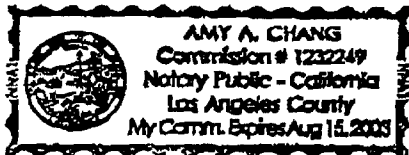
EXECUTED as of this 26th day of June, 2000.

PETERSEN PUBLISHING COMPANY, L.L.C.
a Delaware Limited Liability Company

By: *J. Baille*
John Baille, VP

ATTEST:

Amy A. Chang

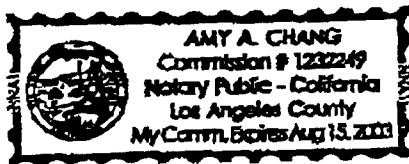


EMAP USA, INC.
a Delaware Corporation

By: *J. Baille*
John Baille
VP

ATTEST:

Amy A. Chang



BO:36241.1

** TOTAL PAGE.04 **

SCHEDULE A

<i>Country:</i> United States						
<u>Mark</u>	<u>Classes</u>	<u>App. #</u>	<u>App. Dt</u>	<u>Reg. #</u>	<u>Reg. Dt</u>	<u>Status</u>
BOX and Design	16	75/979866	7/22/98	2413237	12/12/00	Registered
NATIONAL IMPORT RACING ASSOCIATION	25, 41	75/190950	11/1/96	2125307	12/30/97	Registered