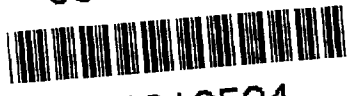


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U.S. DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office

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

1. Name of conveying party(ies): 2-26-02 Hachette Filipacchi Magazines, Inc. [] Individual(s) [] Association [] General Partnership [] Limited Partnership [X] Corporation-State -Delaware [] Other Additional name(s) of conveying party(ies) attached? [] Yes [X] No

2. Name and address of receiving party(ies) Name: Hachette Filipacchi Media U.S., Inc. Internal Address: Street Address: 1633 Broadway City: New York State: NY Zip: 10019 [] 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 [X] No

3. Nature of conveyance: [] Assignment [] Merger [] Security Agreement [X] Change of Name [] Other Execution Date: November 7, 2001

4. Application number(s) or registration number(s): A. Trademark Application No.(s) 76/193,446 76/193,441 B. Trademark Registration No.(s) 2,506,036 Additional number(s) attached [] Yes [X] No

5. Name and address of party to whom correspondence concerning document should be mailed: Name: Lisa Rosenburgh Internal Address: Squadron Ellenoff Plesent & Sheinfeld, LLP Street Address: 551 Fifth Avenue City: New York State: NY Zip: 10176

6. Total number of applications and registrations involved: 3 7. Total fee (37 CFR 3.41): \$ 90.00 [X] Enclosed [] Authorized to be charged to deposit account 8. Deposit account number: (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. Lisa Rosenburgh Name of Person Signing [Signature] Signature 2/13/02 Date [5] Total number of pages including cover sheet, attachments, and document:

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

03/11/2002 00000101 76193446 01 FR:481 40.00 OP

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Office of the Secretary of State

I, HARRIET SMITH WINDSOR, 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 "HACHETTE FILIPACCHI MAGAZINES, INC.", CHANGING ITS NAME FROM "HACHETTE FILIPACCHI MAGAZINES, INC." TO "HACHETTE FILIPACCHI MEDIA U.S., INC.", FILED IN THIS OFFICE ON THE SEVENTH DAY OF NOVEMBER, A.D. 2001, AT 9 O'CLOCK A.M.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 1516910

DATE: 12-19-01

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TRADEMARK
REEL: 002458 FRAME: 0720

**CERTIFICATE OF AMENDMENT
OF THE
RESTATED CERTIFICATE OF INCORPORATION
OF
HACHETTE FILIPACCHI MAGAZINES, INC.**

Hachette Filipacchi Magazines, 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, by the unanimous written consent of its members, pursuant to Section 141(f) of the General Corporation Law of the State of Delaware, adopted resolutions setting forth a proposed amendment of the Restated Certificate of Incorporation of the Corporation, declaring said amendment to be advisable and calling upon the sole stockholder of the Corporation for consideration thereof. The resolution setting forth the proposed amendment is as follows:

RESOLVED, that the Restated Certificate of Incorporation of the Corporation be amended by changing Article I thereof so that, as amended, said article shall be and read as follows:

"Article I: The name of the Corporation (hereinafter called the Corporation) is Hachette Filipacchi Media U.S., Inc."

SECOND. That the sole stockholder of the Corporation has given written consent to such amendment in accordance with the provisions of Section 228 of the General Corporation Law of the State of Delaware.

THIRD: That all other provisions of the Restated Certificate of Incorporation shall remain in full force and effect.

FOURTH: That the aforesaid amendment was duly adopted in accordance with the applicable provisions of Section 242 of the General Corporation Law of the State of Delaware.

IN WITNESS WHEREOF, Hachette Filipacchi Magazines, Inc. has caused this Certificate of Amendment to be executed by its duly authorized officer this 19th day of October, 2001.

By: Jack Kivryk
Name: JACK KIVRYK
Title: PRESIDENT and CEO

SCHEDULE A

Mark	Serial No.	Serial Date	Registration No.	Registration Date
WOMEN IN HOLLYWOOD	76/035,352	4/26/00	2,506,036	11/13/01
WOMEN IN HOLLYWOOD	76/193,446	1/10/01	NA	NA
WOMEN IN HOLLYWOOD	76/193,441	1/10/01	NA	NA