

03-25-2002



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### RECORDATION FORM COVER SHEET TRADEMARKS ONLY

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

#### Submission Type

- New 3.4.02
- Resubmission (Non-Recordation)  
Document ID #
- Correction of PTO Error  
Reel #  Frame #
- Corrective Document  
Reel #  Frame #

#### Conveyance Type

- Assignment  License
- Security Agreement  Nunc Pro Tunc Assignment
- Merger Effective Date  
Month Day Year  
Jan. 1 2002
- Change of Name
- Other

#### Conveying Party

Mark if additional names of conveying parties attached

Name

Execution Date  
Month Day Year

Formerly

- Individual  General Partnership  Limited Partnership  Corporation  Association
- Other

Citizenship/State of Incorporation/Organization

#### Receiving Party

Mark if additional names of receiving parties attached

Name

DBA/AKA/TA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)   
City

State/Country

Zip Code

- Individual  General Partnership  Limited Partnership  If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)
- Corporation  Association
- Other

Citizenship/State of Incorporation/Organization

#### FOR OFFICE USE ONLY

03/22/2002 TDIAZ1 00000105 201112 1762498

01 FC:481 40.00 CH  
02 FC:482 50.00 CH

Public burden reporting for this collection of information is estimated to average approximately 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and gathering the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Information Officer, Washington, D.C. 20231 and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction Project (0651-0027), Washington, D.C. 20503. See OMB Information Collection Budget Package 0651-0027, Patent and Trademark Assignment Practice. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS ADDRESS.

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

TRADEMARK

REEL: 002467 FRAME: 0802

**Domestic Representative Name and Address**

Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

**Correspondent Name and Address**

Area Code and Telephone Number

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

**Pages**

Enter the total number of pages of the attached conveyance document including any attachments. #

**Trademark Application Number(s) or Registration Number(s)**

Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)

Registration Number(s)

**Number of Properties**

Enter the total number of properties involved. #

**Fee Amount**

Fee Amount for Properties Listed (37 CFR 3.41): \$

Method of Payment: Enclosed  Deposit Account

Deposit Account (Enter for payment by deposit account or if additional fees can be charged to the account.) #

Deposit Account Number: #

Authorization to charge additional fees: Yes  No

**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. Charges to deposit account are authorized, as indicated herein.

Paul A. Lee  
Name of Person Signing

*Paul A. Lee*  
Signature

February 20, 2002  
Date Signed

# Delaware

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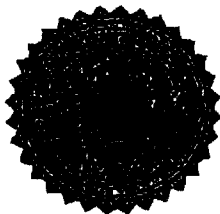
*The First State*

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 OWNERSHIP, WHICH MERGES:

"TIME LIFE HEARTLAND INC.", A DELAWARE CORPORATION, WITH AND INTO "TIME LIFE INC." UNDER THE NAME OF "TIME LIFE INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-SIXTH DAY OF DECEMBER, A.D. 2001, AT 8:30 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF OWNERSHIP IS THE FIRST DAY OF JANUARY, A.D. 2002.

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



*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 1531907

DATE: 12-28-01

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010665993

STATE OF DELAWARE  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
FILED 08:30 AM 12/26/2001  
010665993 - 0824958

**CERTIFICATE OF OWNERSHIP AND MERGER  
MERGING  
TIME LIFE HEARTLAND INC.  
INTO  
TIME LIFE INC.  
UNDER SECTION 253 OF THE GENERAL CORPORATION LAW  
OF THE STATE OF DELAWARE**

The undersigned corporation DOES HEREBY CERTIFY THAT:

FIRST: It was incorporated on the 25th day of May, 1976, pursuant to the General Corporation Law of the State of Delaware.

SECOND: That it owns all of the outstanding shares of stock of Time Life Heartland Inc., a corporation incorporated on the 26th day of July, 1996 pursuant to the General Corporation Law of the State of Delaware.

THIRD: That it duly adopted by Unanimous Written Consent of its Board of Directors dated as of the 21<sup>st</sup> day of December 2001, and filed with the minutes of the corporation, the following resolutions to merge into itself its wholly owned subsidiary, Time Life Heartland Inc.:

RESOLVED, that it is advisable and in the best interest of Time Life Inc. that Time Life Heartland Inc., a Delaware corporation and a wholly owned subsidiary of Time Life Inc., be merged with and into Time Life Inc., with Time Life Inc. as the surviving corporation; and further

RESOLVED, that Time Life Inc. merge into itself, and it hereby does merge into itself, its wholly owned subsidiary, Time Life Heartland Inc.; and further

RESOLVED, that the merger shall not become effective until, and shall become effective upon, January 1, 2002; and further

RESOLVED, that the officers of Time Life Inc. be, and each of them hereby is, directed to prepare and execute a Certificate of Ownership and Merger pursuant to Section 253 of the General Corporation Law of the

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State of Delaware setting forth a copy of these resolutions to merge Time Life Heartland Inc. with and into Time Life Inc., and to file the same in the office of the Secretary of State of the State of Delaware; and further

RESOLVED, that the foregoing resolutions may be amended or terminated by this Board of Directors at any time prior to the effectiveness of the filing of the aforementioned Certificate of Ownership and Merger with the Secretary of State of the State of Delaware; and further

RESOLVED, that the officers of Time Life Inc. be, and each of them hereby is, authorized to take all such actions and to execute and deliver all such agreements, instruments and documents, in the name and on behalf of Time Life Inc., and to pay or cause to be paid all expenses, as they or any of them shall deem necessary or appropriate to accomplish the purposes of the foregoing resolutions; and that the execution and delivery of such agreements, instruments and documents and the doing or performing of any such actions, shall be conclusive evidence that the same is authorized hereby.

IN WITNESS WHEREOF, this Certificate of Ownership and Merger has been signed as of the 21<sup>st</sup> day of December, 2001.

TIME LIFE INC.

By   
\_\_\_\_\_  
Lauren Ezrol  
Assistant Secretary

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P. 03

DEC-24-01 MON 05:05 PM TIME INC. LAW DEPARTMENT FAX NO. 212 522 1997

TRADEMARK  
REEL: 002467 FRAME: 0806

**SCHEDULE**

**MARCH**

**REGISTRATION NUMBER**

**GRANTED**

HEARTLAND MUSIC  
and Design

1, 762, 498

April 6, 1993

HEARTLAND MUSIC

2, 292, 647

November 16, 1999

HEARTLAND MUSIC  
AMERICA'S #1  
MUSIC CATALOG

2, 292, 650

November 16, 1999