

04-10-2002

Docket No.:

357160/015



Tab settings

To the Honorable Commissioner of Patents

102050119

attached original documents or copy thereof.

1. Name of conveying party(ies):

Avenue Magazine Inc.

4-10-02

- Individual(s)
- General Partnership
- Corporation-State Delaware
- Other

- Association
- Limited Partnership

Additional names(s) of conveying party(ies)  Yes  No

3. Nature of conveyance:

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

by Certificate of Conversion

Execution Date: Effective date August 14, 2001

2. Name and address of receiving party(ies):

Name: Avenue Magazine LLC

Internal Address: c/o Stagebill

Street Address: 823 United Nations Plaza

City: New York State: NY ZIP: 10017

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State
- Other Delaware Limited Liability Company

If assignee is not domiciled in the United States, a domestic designation is  Yes  N  
(Designations must be a separate document from Additional name(s) & address(es)  Yes  N

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

A. Trademark Application No.(s)

~~78/061,097~~ ~~76/266,213~~  
~~76/248,526~~ ~~75/620,365~~  
76/248,525

Additional numbers

B. Trademark Registration No.(s)

2,331,251 1,198,358  
1,510,923 2,297,128  
1,149,329 2,468,600

Yes  No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: Heather L. Danzig, Esq.

Internal Address: Stroock & Stroock & Lavan LLP

Street Address: 180 Maiden Lane

City: New York State: NY ZIP: 10038

6. Total number of applications and registrations involved:.....

11

7. Total fee (37 CFR 3.41):.....\$ 290.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

19-4709

04/11/2002 6TOM11 00000029 194709 78061097

DO NOT USE THIS SPACE

01 FC:481 40.00 CH  
02 FC:482 250.00 CH

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.

Heather L. Danzig

Name of Person Signing

Heather L. Danzig

Signature

April 9, 2002

Date

Total number of pages including cover sheet, attachments, and

4

**SCHEDULE OF AVENUE MARKS**

<b>Number</b>	<b>Mark</b>	<b>Date of Reg./App.</b>	<b>Reg./App.</b>
U.S. Reg. No. 2,331,251	AVENUE	March 21, 2000	Avenue Magazine LLC (by transfer from Avenue Magazine Inc.)
U.S. Reg. No. 1,510,923	AVENUE ARTS	November 1, 1988	Avenue Magazine LLC (by transfer from Avenue Magazine Inc.)
U.S. Reg. No. 1,198,358	AVENUE ARTS	June 15, 1982	Avenue Magazine LLC (by transfer from Avenue Magazine Inc.)
U.S. Reg. No. 2,297,128	ON THE AVENUE	November 30, 1999	Avenue Magazine LLC (by transfer from Avenue Magazine Inc.)
U.S. Reg. No. 2,468,600	SOCIAL DIARY	July 10, 2001	Avenue Magazine LLC (by transfer from Avenue Magazine Inc.)
U.S. Reg. No. 1,149,329	GUIDE TO THE AVENUES	March 24, 1981	Avenue Magazine LLC (by transfer from Avenue Magazine Inc.)
U.S. App. No. 78/061,097	AVENUEMAGAZINE.COM	April 30, 2001	Avenue Magazine LLC (by transfer from Avenue Magazine Inc.)
U.S. App. No. 76/248,526	AVENUE INVITATIONS	April 30, 2001	Avenue Magazine LLC (by transfer from Avenue Magazine Inc.)
U.S. App. No. 76/248,525	DOWNTOWN DIARY	April 30, 2001	Avenue Magazine LLC (by transfer from Avenue Magazine Inc.)
U.S. App. No. 76/266,213	ON THE AVENUE	November 30, 1999	Avenue Magazine LLC (by transfer from Avenue Magazine Inc.)
U.S. App. No. 75/620,365	AVENUE E & Design	January 12, 1999	Avenue Magazine LLC (by transfer from Avenue Magazine Inc.)

Office of the Secretary of State

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I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF CONVERSION OF A DELAWARE CORPORATION UNDER THE NAME OF "AVENUE MAGAZINE, INC." TO A DELAWARE LIMITED LIABILITY COMPANY, CHANGING ITS NAME FROM "AVENUE MAGAZINE, INC." TO "AVENUE MAGAZINE LLC", FILED IN THIS OFFICE ON THE FOURTEENTH DAY OF AUGUST, A.D. 2001, AT 9 O'CLOCK A.M.



*Harriet Smith Windsor*  
Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 1294956

DATE: 08-14-01

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TRADEMARK

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**CERTIFICATE OF CONVERSION**  
**OF**  
**AVENUE MAGAZINE, INC.**  
**INTO**  
**AVENUE MAGAZINE LLC**

Under Section 266 of the Delaware General Corporation Law and Section 18-214 of the Delaware Limited Liability Company Act

The undersigned, being a duly authorized officer of the corporation hereby being converted to a limited liability company under Section 266 of the Delaware General Corporation Law ("DGCL") and Section 18-214 of the Delaware Limited Liability Company Act, certifies that:

**FIRST:** The name of the corporation is "Avenue Magazine, Inc." (the "Corporation").

**SECOND:** The Corporation was incorporated in Delaware on June 2, 2000, under the name AMI Magazine Holdings, Inc.

**THIRD:** The Corporation is hereby converting to a limited liability company and, upon such conversion, the outstanding shares of capital stock of the Corporation shall be converted into membership interests of the limited liability company.

**FOURTH:** The name of the limited liability company is "Avenue Magazine LLC".

**FIFTH:** The conversion has been approved in accordance with the provisions of Section 266 of the DGCL.

**SIXTH:** The effective date of the conversion shall be August 14, 2001.

**IN WITNESS WHEREOF,** I have executed this certificate and do hereby affirm the foregoing as true under the penalties of perjury, this 14th day of August, 2001.

  
\_\_\_\_\_  
Name: Adam B. Gilbert  
Title: Vice President

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CSO

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RECORDED: 04/10/2002

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