

LAWYERS



Davis Wright Tremaine LLP

ANCHORAGE BELLEVUE HONOLULU LOS ANGELES NEW YORK PORTLAND SAN FRANCISCO SEATTLE SHANGHAI WASHINGTON, D.C.

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 KEVIN E. SAER
 CAROLYN K. FOLY
 GREGORY A. WEICH
 ANDREW J. KAYE

1740 BROADWAY
 NEW YORK, NY 10019-4315

TEL (212) 489-8230
 FAX (212) 489-8340
 www.dwt.com

OF COUNSEL
 JOHN C. LANERNAU

DELAURE DAVIS
 JOEL HANSELL*
 MATTHEW A. LEISH
 SAMUEL M. LEAF
 PETER KARANJIA
 KAI D. FALKENBERG

June 27, 2002

* ADMITTED IN WASHINGTON STATE ONLY.

Via Facsimile: (703) 306-5995

Commissioner of Patents and Trademarks
 Box Assignments
 Washington, D.C. 20231

RECORDATION FORM COVER SHEET - TRADEMARKS

Re: Change of Name
From: St. Martin's Press, Incorporated
To: SMP (1952), Inc.
Docket No.: 3901028/106

Sir:

Please record the attached original document(s) or copy(ies) thereof:

1. Conveying party:
 St. Martin's Press, Incorporated a New York Corporation
 175 Fifth Avenue
 New York, NY 10010
2. Receiving party:
 SMP (1952), Inc. a New York Corporation
 175 Fifth Avenue
 New York, NY 10010
3. Nature of Conveyance: Change of Name

700014437

TRADEMARK
 REEL: 002496 FRAME: 0568

Commissioner of Patents and Trademarks
June 27, 2002
Page 2



4. Correspondent Name and Address:
Deirdre Davis, Esq.
Davis Wright Tremaine L.L.P.
1740 Broadway, 25th Floor
New York, NY 10019
Tel.: 212 489-8230
5. Pages: 4
6. Trademark Registration numbers: 1,715,693
7. Number of Properties (total): 1
8. Total Fee: \$40
Authorized to be charged to deposit account.

Please charge our deposit account No. 040258 the sum of \$40 and any deficiency therein to cover the fee for Recordal of Assignment of three trademarks.

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.

Sincerely,

A handwritten signature in cursive script, appearing to read 'Deirdre Davis'.

Deirdre Davis

CERTIFICATE OF FACSIMILE TRANSMISSION

Facsimile Number: (703) 306-5995 – Assignment Branch

I certify that this correspondence is being sent by facsimile transmission via the above facsimile number to: Hon. Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20231, on the date indicated below.

Transmission Date: June 27, 2002

Signature:

A handwritten signature in cursive script, appearing to read 'Maureen Grogan'.

Maureen Grogan

DIVISION OF CORPORATION AND STATE RECORDS

FILING RECEIPT

ENTITY NAME: SMP (1952), INC.

DOCUMENT TYPE: CERTIFICATE OF AMENDMENT (DOM. BUSINESS NAME)

COUNTY: NEWY

SERVICE COMPANY: CSC NETWORKS/PRENTICE HALL

SERVICE CODE: 45

FILED:06/30/1999 DURATION:***** CASH#:990630000694 FILM #:990630000678

ADDRESS FOR PROCESS

REGISTERED AGENT



FILER	FEES		PAYMENTS	
		95.00		95.00
	FILING	60.00	CASH	0.00
	TAX	0.00	CHECK	0.00
	CERT	0.00	CHARGE	0.00
	COPIES	10.00	DRAWDOWN	95.00
	HANDLING	25.00	BILLED	0.00
			REFUND	0.00

279315CST

DOS-1025 (11/89)

State of New York
Department of State } ss:

I hereby certify that the annexed copy has been compared with the original document in the custody of the Secretary of State and that the same is a true copy of said original.

Witness my hand and seal of the Department of State on JUL 01 1999



Special Deputy Secretary of State

F996380000678

Certificate of Amendment of the Certificate of Incorporation

of

St. Martin's Press, Incorporated

Under Section 805 of the Business Corporation Law

00045

It is hereby certified that:

FIRST: The name of the corporation is St. Martin's Press, Incorporated.

SECOND: The certificate of incorporation of the corporation was filed by the Department of State on June 9, 1952.

THIRD: The amendment of the certificate of incorporation of the corporation effected by this certificate of amendment is as follows:


to change the name of the corporation

FOURTH: To accomplish the foregoing amendment, Article 1 of the certificate of incorporation of the corporation, relating to the name of the corporation, is hereby amended to read as follows: "The name of the corporation is SMP (1952), Inc."

FIFTH: The foregoing amendment of the certificate of incorporation of the corporation was authorized by the consent in writing of all the members of the Board of Directors of the corporation, followed by the written consent of the sole stockholder of the corporation.

Signed on June 30, 1999.

405315.1



John Sargent
President

|

F990630000069f

CERTIFICATE OF AMENDMENT OF THE CERTIFICATE OF INCORPORATION
OF
ST. MARTIN'S PRESS, INCORPORATED
(filed pursuant to Section 805 of the Business Corporation Law)

JUN 30 3 56 PM '99

FILED

1CC
STATE OF NEW YORK
DEPARTMENT OF STATE
FILED JUN 30 1999
TAX \$ _____
BY: E. J. M.
new York

RECEIVED

JUN 30 2 15 PM '99

Filed By: Patterson, Belknap, Webb & Tyler LLP
1133 Avenue of the Americas
22nd Floor
New York, New York 10036
Cost Ref#: 279315CST

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Draw Down