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To the Honorable Commissioner of

Transmit the attached original documents or copy thereof.

Name of conveying party(ies):

Butterick Company, Inc.

6.3.02

2. Name and address of receiving party(ies)

Name: Butterick Pattern Company

Internal Address:

Street Address: 11 Penn Plaza

City: New York State: NY ZIP: 10001

Individual(s)

General Partnership

Association

Limited Partnership

X Corporation-State Delaware

Other

Individual(s) citizenship

Association

General Partnership

Limited Partnership

Corporation-State Delaware

Other

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

Nature of conveyance:

Assignment

Merger

Security Agreement

Change of Name

Other

If assignee is not domiciled in the United States, a domestic representative designator is attached: Yes No

(Designations must be a separate document from assignment)

Additional name(s) & address(es) attached? Yes No

Execution Date: April 30, 2002

Application number(s) or patent number(s):

A. Trademark Application No.(s)

B. Trademark Registration



06-03-2002

U.S. Patent & TM Ofc/TM Mail Rpt Dt. #72

Additional numbers attached? Yes No

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

Name: Laura Konrath

Internal Address: Winston & Strawn

33rd Floor

Street Address: 35 West Wacker Drive

City: Chicago State: IL ZIP: 60601

6. Total number of applications and registrations involved: 19

7. Total fee (37 CFR 3.41).....\$ 490

Enclosed

Authorized to be charged to deposit account

8. Deposit account number:

N/A

(Attach duplicate copy of this page if paying by deposit account)

06/17/2002 LKELLER 00000212 2257690

DO NOT USE THIS SPACE

01 FC:481
02 FC:482

40.00 OP
450.00 OP

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.

Laura Konrath

Name of Person Signing

Laura Konrath
Signature

5/20/02
Date

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

Continuation
Item 4

List of Copyrights, Trademarks and Trade Names

BUTTERICK COMPANY, INC.

<u>Trademark</u>	<u>Registration No.</u>	<u>Registration Date</u>
BUTTERICK	2,357,690	06/13/00
SEE & SEW	1,103,032	09/26/78
PANTOMETER	1,432,784	03/17/87
CLASSICS	1,460,857	10/13/87
YES IT'S EASY	1,460,858	10/13/87
B Line	1,882,211	03/07/95
Butterick Fashions	1,825,116	03/08/94
Butterick Quarterly	1,800,694	10/26/93
It's Enchanting	1,884,970	03/21/95
Delineator	1,794,924 1,799,420 1,919,905	09/28/93 10/19/93 09/19/95
New Idea	1,794,922	09/28/93
Sew by Video	2,042,453	03/04/97
Sewing Today	1,879,138	02/14/95
Busy Bodies	1,557,931	09/26/89
Sewing Today	1,906,797	07/18/95
The Designer	1,794,923 1,845,643	09/28/93 07/19/94

19

Delaware

PAGE 1

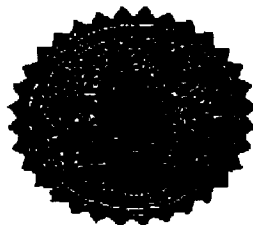
The First State

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;

"BUTTERICK COMPANY, INC.", A DELAWARE CORPORATION,

WITH AND INTO "BUTTERICK PATTERN COMPANY" UNDER THE NAME OF "BUTTERICK PATTERN COMPANY", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE THIRTIETH DAY OF APRIL, A.D. 2002, AT 4:29 O'CLOCK P.M.

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

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AUTHENTICATION: 1752591

DATE: 05-01-02

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CERTIFICATE OF OWNERSHIP AND MERGER

MERGING

BUTTERICK COMPANY, INC.

INTO

BUTTERICK PATTERN COMPANY

Butterick Pattern Company, a corporation organized and existing under the laws of Delaware.

DOES HEREBY CERTIFY:

FIRST: That this corporation was incorporated on the 10th day of January, 2001, pursuant to the General Corporation Law of the State of Delaware.

SECOND: That this corporation owns all of the outstanding shares of the stock of Butterick Company, Inc., a corporation incorporated on the 11th day of May, 1963, pursuant to the General Corporation Law of the State of Delaware.

THIRD: That this corporation, by the following resolutions of its Board of Directors, duly adopted at a meeting held on the 30th day of April, 2002, determined to and did merge into itself said Butterick Company, Inc.:

RESOLVED, that Butterick Pattern Company merge, and it hereby does merge into itself Butterick Company, Inc., and assumes all of its obligations;

and

FURTHER RESOLVED, that the merger shall be effective upon the date of filing with the Secretary of State of Delaware;

and

FURTHER RESOLVED, that the proper officer of this corporation be and he or she is hereby directed to make and execute a Certificate of Ownership and Merger setting forth a copy of the resolutions to merge said Butterick Company, Inc., and assume its liabilities and obligations, and the date of adoption thereof, and to cause the same to be filed with the Secretary of State and to do all acts and things whatsoever, whether within or without the State of Delaware, which

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may be in anywise necessary or proper to effect said merger,

and

FOURTH: Anything herein or elsewhere to the contrary notwithstanding, this merger may be amended or terminated and abandoned by the Board of Directors of Butterick Pattern Company at any time prior to the time that this merger filed with the Secretary of State becomes effective.

IN WITNESS WHEREOF, Butterick Pattern Company has caused this Certificate to be signed by John Koblskie, its Secretary, this 30th day of April, 2002.

BUTTERICK PATTERN COMPANY

By John W. Koblskie
Secretary

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RECORDED: 06/03/2002

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