

**Merger Between
MIRAMAR COMMUNICATIONS, INC.
with
PRIMEDIA BUSINESS MAGAZINES & MEDIA INC.**

SCHEDULE TO MERGER RECORDATION

Mark	Registration/Serial #	Date Registered/Filed
CATERED ARTS	Serial #76/375914	February 27, 2002
CATERED ARTS (STYLIZED)	Registration #1,691,510	June 9, 1992
F&B	Registration #2,284,238	October 5, 1999
GALA AWARDS	Registration #2,268,314	August 10, 1999
HOMECARE	Registration #2,233,320	March 23, 1999
HOMECARE	Registration #1,729,274	November 3, 1992
RER	Registration #2,185,611	September 1, 1998
SPECIAL EVENTS	Registration #1,587,750	March 20, 1990
THE SPECIAL EVENT	Registration #2,247,038	May 25, 1999

Delaware

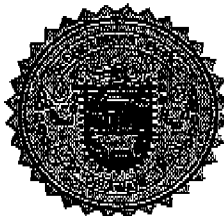
PAGE 1

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 MERGER, WHICH MERGES:

"MIRAMAR COMMUNICATIONS, INC.", A CALIFORNIA CORPORATION, WITH AND INTO "PRIMEDIA BUSINESS MAGAZINES & MEDIA INC." UNDER THE NAME OF "PRIMEDIA BUSINESS MAGAZINES & MEDIA INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE THIRTY-FIRST DAY OF JANUARY, A.D. 2002, AT 9 O'CLOCK A.M.

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



2198100 8100M

020068273

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 1593051

DATE: 02-01-02
TRADEMARK

REEL: 002558 FRAME: 0206

CERTIFICATE OF MERGER**OF****MIRAMAR COMMUNICATIONS, INC.****AND****PRIMEDIA BUSINESS MAGAINZES & MEDIA, INC.**

It is hereby certified that:

1. The constituent business corporations participating in the merger herein certified are:

(i) Miramar Communications, Inc., which is incorporated under the laws of the State of California; and

(ii) PRIMEDIA Business Magazines & Media Inc., which is incorporated under the laws of the State of Delaware.

2. An Agreement of Merger has been approved, adopted, certified, executed, and acknowledged by each of the aforesaid constituent corporations in accordance with the provisions of subsection (c) of Section 252 of the Delaware General Corporation Law, to wit, by Miramar Communications, Inc. in accordance with the laws of the State of its incorporation and by PRIMEDIA Business Magazines & Media Inc. in the same manner as is provided in Section 251 of the Delaware General Corporation Law.

3. The name of the surviving corporation in the merger herein certified is PRIMEDIA Business Magazines & Media Inc., which will continue its existence as said surviving corporation under its present name upon the effective date of said merger pursuant to the provisions of the Delaware General Corporation Law.

4. The Certificate of Incorporation of PRIMEDIA Business Magazines & Media Inc., as now in force and effect, shall continue to be the Certificate of Incorporation of said surviving corporation until amended and changed pursuant to the provisions of the Delaware General Corporation Law.

5. The executed Agreement of Merger between the aforesaid constituent corporations is on file at the principal place of business of the aforesaid surviving corporation, the address of which is as follows:

STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 09:00 AM 01/31/2002
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6. A copy of the aforesaid Agreement of Merger will be furnished by the aforesaid surviving corporation, on request, and without cost, to any stockholder of each of the aforesaid constituent corporations.

7. The authorized capital stock of Miramar Communications, Inc. consists of 1,000 shares of a par value of \$0.01 each.

Executed on this 18th day of January, 2002.

**PRIMEDIA BUSINESS MAGAZINES
& MEDIA INC.**

By: _____

B. C. Chell
Beverly C. Chell, Secretary