



**Merger Between  
ADAMS/LAUX COMPANY, INC.  
with  
PRIMEDIA BUSINESS MAGAZINES & MEDIA INC.**

**SCHEDULE TO MERGER RECORDATION**

<b>Mark</b>	<b>Registration/Serial #</b>	<b>Date Registered/Filed</b>
AM (STYLIZED)	Registration #2,298,981	December 7, 1999
ASSOCIATION MEETINGS	Registration #2,021,616	December 10, 1996
BEYOND BORDERS	Registration #2,389,741	September 26, 2000
CM&I	Registration #2,304,845	December 28, 1999
CORPORATE MEETINGS & INCENTIVE	Registration #2,068,462	June 10, 1997
ICP	Registration #2,344,096	April 28, 2000
INSURANCE CONFERENCE PLANNER	Registration #2,068,241	June 10, 1997
MEDICAL MEETINGS	Registration #2,021,615	December 10, 1996
MM (STYLIZED)	Registration #2,406,818	November 21, 2000
TM TECHNOLOGY MEETINGS & DESIGN	Registration #2,376,808	August 15, 2000

# Delaware

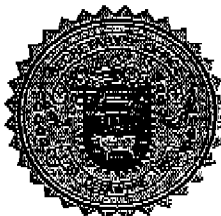
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*The First State*

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 MERGER, WHICH MERGES:

"ADAMS/LAUX COMPANY, INC.", A DELAWARE 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

020067960

*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 1592567

DATE: 02-01-02

TRADEMARK

REEL: 002558 FRAME: 0211

**CERTIFICATE OF MERGER****OF****ADAMS/LAUX COMPANY, INC.****AND****PRIMEDIA BUSINESS MAGAZINES & MEDIA INC.**

STATE OF DELAWARE  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
FILED 09:00 AM 01/31/2002  
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It is hereby certified that:

1. The constituent business corporations participating in the merger herein certified are:
  - (i) Adams/Laux Company, Inc., which is incorporated under the laws of the State of Delaware; 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 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. An executed copy of the 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: 745 Fifth Avenue, 23<sup>rd</sup> Floor, New York, NY 10151.

6. A copy of the aforesaid Agreement of Merger will be furnished by the aforesaid surviving corporation, on request, and without cost, to any shareholder of each of the aforesaid constituent corporations.

Executed on this 18<sup>th</sup> day of January, 2002.

**PRIMEDIA BUSINESS MAGAZINES  
& MEDIA INC.**

By: 

Beverly C. Chell, Secretary