

Form PTO-1594 (Rev. 03/01) OMB No. 0651-0027 (exp. 5/31/2002)

**RECORDATION FORM COVER SHEET TRADEMARKS ONLY**

U.S. DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office

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To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

<p>1. Name of conveying party(ies): <u>Horse &amp; Rider, Inc.</u></p> <p><input type="checkbox"/> Individual(s)                      <input type="checkbox"/> Association  <input type="checkbox"/> General Partnership              <input type="checkbox"/> Limited Partnership  <input checked="" type="checkbox"/> Corporation-State  <input type="checkbox"/> Other _____</p> <p>Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	<p>2. Name and address of receiving party(ies) Name: <u>PRIMEDIA Enthusiast Publications, Inc.</u> Internal Address: _____ Street Address: <u>4 High Ridge Park</u> City: <u>Stamford</u> State: <u>CT</u> Zip: <u>06905</u></p> <p><input type="checkbox"/> Individual(s) citizenship _____  <input type="checkbox"/> Association _____  <input type="checkbox"/> General Partnership _____  <input type="checkbox"/> Limited Partnership _____  <input checked="" type="checkbox"/> Corporation-State <u>Pennsylvania</u>  <input type="checkbox"/> Other _____</p> <p>If assignee is not domiciled in the United States, a domestic representative designation is attached: <input type="checkbox"/> Yes <input type="checkbox"/> No (Designations must be a separate document from assignment) Additional name(s) &amp; address(es) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>
<p>3. Nature of conveyance:  <input type="checkbox"/> Assignment                              <input checked="" type="checkbox"/> Merger  <input type="checkbox"/> Security Agreement                      <input type="checkbox"/> Change of Name  <input type="checkbox"/> Other _____</p> <p>Execution Date: <u>1/18/02</u></p>	

<p>4. Application number(s) or registration number(s): A. Trademark Application No.(s)</p>	<p>B. Trademark Registration No.(s) <u>1518894</u></p>
Additional number(s) attached: <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	

<p>5. Name and address of party to whom correspondence concerning document should be mailed: Name: <u>Deborah K. Squiers, Esq.</u> Internal Address: <u>Cowan, Liebowitz &amp; Latman, P.C.</u> _____ Street Address: <u>1133 Avenue of the Americas</u> City: <u>New York</u> State: <u>NY</u> Zip: <u>10036-6799</u></p>	<p>6. Total number of applications and registrations involved: ..... <u>1</u></p> <p>7. Total fee (37 CFR 3.41)..... <u>\$40</u>  <input type="checkbox"/> Enclosed  <input checked="" type="checkbox"/> Authorized to be charged to deposit account</p> <p>8. Deposit account number: <u>03-3415</u> (Attach duplicate copy of this page if paying by deposit account)</p>
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**DO NOT USE THIS SPACE**

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.*

Deborah K. Squiers, Esq.                      Deborah K. Squiers                      December 11, 2002  
Name of Person Signing                      Signature                      Date

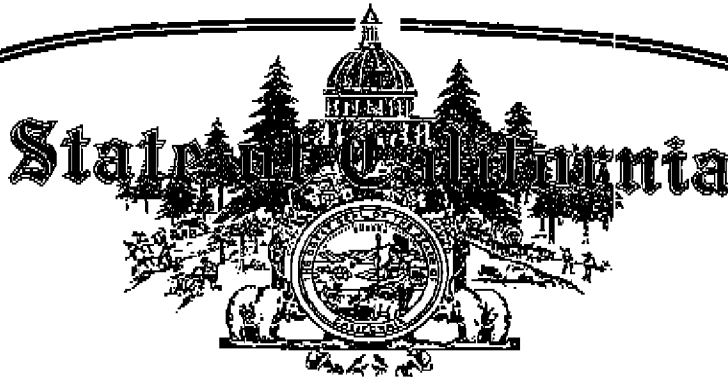
Total number of pages including cover sheet, attachments, and document: 7

**CERTIFICATE OF FACSIMILE TRANSMISSION**

The undersigned hereby certifies that the above-captioned correspondence is being transferred by facsimile to the United States Patent and Trademark Office on the date shown above.

Deborah K. Squiers  
Name: Deborah K. Squiers, Esq.  
Date: December 11, 2002

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**SECRETARY OF STATE**

I, *BILL JONES*, Secretary of State of the State of California, hereby certify:

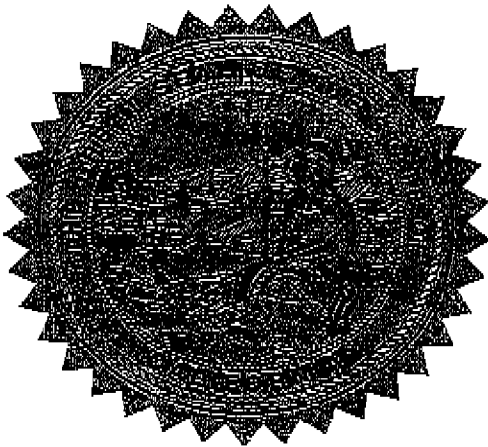
That the attached transcript of 3 page(s) has been compared with the record on file in this office, of which it purports to be a copy, and that it is full, true and correct.

*IN WITNESS WHEREOF*, I execute this certificate and affix the Great Seal of the State of California this day of

FEB 16 2002

A handwritten signature in cursive script that reads 'Bill Jones'.

Secretary of State



D0669352

**CERTIFICATE OF OWNERSHIP  
OF  
HORSE & RIDER, INC.  
INTO  
PRIMEDIA ENTHUSIAST PUBLICATIONS, INC.**

**ENDORSED - FILED**  
in the office of the Secretary of State  
of the State of California

**FEB - 4 2002**

**BILL JONES, Secretary of State**

To the Secretary of State  
State of California

Pursuant to the provisions of the General Corporation Law of the State of California, the undersigned officers of the foreign parent corporation hereinafter named do hereby certify as follows:

**FIRST:** The name of the parent corporation, which is a business corporation of the State of Pennsylvania, and which is to be the surviving corporation under the merger herein certified, is PRIMEDIA Enthusiast Publications, Inc.

**SECOND:** The name of the subsidiary corporation, which is a business corporation of the State of California, and which is to be the terminating corporation under the merger herein certified, is Horse & Rider, Inc.

**THIRD:** PRIMEDIA Enthusiast Publications, Inc. owns 100% of the outstanding shares of Horse & Rider, Inc.

**FOURTH:** The following is a copy of the resolution to merge Horse & Rider, Inc. into PRIMEDIA Enthusiast Publications, Inc. as adopted and approved by the Board of Directors of PRIMEDIA Enthusiast Publications, Inc.:

**"RESOLVED THAT:**

1. PRIMEDIA Enthusiast Publications, Inc., which is a business corporation of the State of Pennsylvania and is the owner of all of the outstanding shares of Horse & Rider, Inc., which is a business corporation of the State of California, does hereby merge Horse & Rider, Inc. into PRIMEDIA Enthusiast Publications, Inc. pursuant to the provisions of the General Corporation Law of the State of California and pursuant to the provisions of the Delaware General Corporation Law and does hereby assume all of the liabilities of Horse & Rider, Inc.;

**TRADEMARK**

**REEL: 002584 FRAME: 0696**

**PLAN OF MERGER**  
**OF**  
**HORSE & RIDER, INC.**  
**AND**

**PRIMEDIA ENTHUSIAST PUBLICATIONS, INC.**

PLAN OF MERGER approved on January 18, 2002 by resolution adopted by at least a majority vote of the members of the Board of Directors of PRIMEDIA Enthusiast Publications, Inc., a business corporation of the State of Pennsylvania, for the purpose of merging Horse & Rider, Inc., its wholly-owned subsidiary corporation, into PRIMEDIA Enthusiast Publications, Inc.

1. PRIMEDIA Enthusiast Publications, Inc., as the owner of all of the outstanding shares of Horse & Rider, Inc., hereby merges Horse & Rider, Inc. into PRIMEDIA Enthusiast Publications, Inc.


2. The separate existence of Horse & Rider, Inc. shall cease upon the effective date of the merger pursuant to the provisions of the Pennsylvania Business Corporation Law. PRIMEDIA Enthusiast Publications, Inc. shall continue its existence as the surviving corporation pursuant to the provisions of the laws of the Commonwealth of Pennsylvania.

3. The issued shares of Horse & Rider, Inc. shall not be converted in any manner, but each said share which is issued as of the effective date of the merger shall be surrendered and extinguished.

4. The Board of Directors and the proper officers of Horse & Rider, Inc. and of PRIMEDIA Enthusiast Publications, Inc., respectively, are hereby authorized, empowered, and directed to do any and all acts and things, and to make, execute, deliver, file, and/or record any and all instruments, papers, and documents which shall be or become necessary, proper, or convenient to carry out or put into effect any of the provisions of this Plan of Merger or of the merger herein provided for.

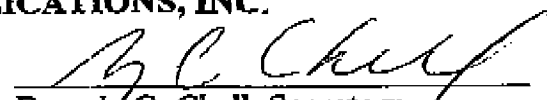
**HORSE & RIDER, INC.**

By:

  
Beverly C. Chell, Secretary

**PRIMEDIA ENTHUSIAST  
PUBLICATIONS, INC.**

By:

  
Beverly C. Chell, Secretary



TRADEMARK

REEL: 002584 FRAME: 0697

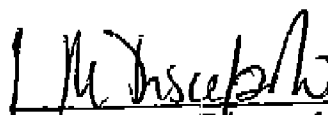
2. Horse & Rider, Inc. shall be the terminating corporation upon the effective date of the merger herein provided for pursuant to the provisions of the General Corporation Law of the State of California, and PRIMEDIA Enthusiast Publications, Inc. shall continue its existence as the surviving corporation pursuant to the provisions of the Delaware General Corporation Law;

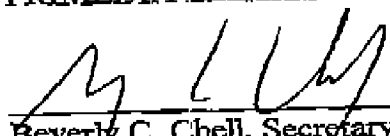
3. The issued shares of Horse & Rider, Inc. shall not be converted in any manner, nor shall any cash or other consideration be paid or delivered therefore, inasmuch as PRIMEDIA Enthusiast Publications, Inc. is the owner of all outstanding shares of Horse & Rider, Inc., but each said share which is issued as of the complete effective date of the merger shall be surrendered and extinguished;

4. The Board of Directors and the proper officers of PRIMEDIA Enthusiast Publications, Inc. are hereby authorized, empowered and directed to do any and all acts and things, and to make, execute, deliver, file, and/or record any and all instruments, papers and documents which shall be or become necessary, proper or convenient to carry out or put into effect any of the provisions of the merger herein provided for.

On the date set forth below, in the City of New York in the State of New York, each of the undersigned does hereby declare under the penalty of perjury under the laws of the State of California that he signed the foregoing certificate in the official capacity set forth beneath his signature, and that the statements set forth in said certificate are true of his own knowledge.

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

  
 Michaelanne Discepolo, <sup>Senior</sup> Vice President  
 PRIMEDIA Enthusiast Publications, Inc.

  
 Beverly C. Chell, Secretary  
 PRIMEDIA Enthusiast Publications, Inc.