

02-19-2002

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



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

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

<p>1. Name of conveying party(ies): Marketing Communications, Inc.</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: Harte-Hanks Direct Marketing/Kansas City, Inc. Internal Address: 7801 Nieman Road Street Address: 7801 Nieman Road</p> <p>City: Shawnee State: Kansas Zip: 66214-1407</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 <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) & address(es) attached? <input type="checkbox"/> Yes <input type="checkbox"/> No</p>	
<p>3. Nature of conveyance:</p> <p><input type="checkbox"/> Assignment <input type="checkbox"/> Merger <input type="checkbox"/> Security Agreement <input checked="" type="checkbox"/> Change of Name <input type="checkbox"/> Other</p> <p>Execution Date: January 25, 1999</p>			
<p>4. Application number or registration number</p> <p>A. Trademark Application No.</p>		<p>B. Trademark Registration No.</p> <p style="text-align: center;"><u>1,201,476</u></p>	
		<p>Additional number(s) attached <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	
<p>5. Name and address of party to whom correspondence concerning document should be mailed:</p> <p>Name: <u>Shughart, Thomson & Kilroy, P.C.</u></p> <p>Internal Address:</p> <p>120 West 12th Street Kansas City, MO, 64105 USA</p>		<p>6. Total number of applications and registrations involved..... 1</p>	
		<p>7. Total fee (37 CFR 3.41)..... \$40.00</p> <p><input checked="" type="checkbox"/> Enclosed</p> <p><input checked="" type="checkbox"/> Authorized to be charged to deposit account</p>	
		<p>8. Deposit account number:</p> <p style="text-align: center;"><u>12-1680</u></p> <p>(Attach duplicate copy of this page if paying by deposit account)</p>	

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.

Malcolm A. Litman Signature

1-9-02
Date

Name of Person Signing
00000095 1201476

Total number of pages including cover sheet, attachments, and document: 6
40.00 UP Mail documents to be recorded with required cover sheet information to:
Commissioner of Patent & Trademarks, Box Assignments
Washington, D.C. 20231

02/15/2002 BYRNE
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No. 00125175

STATE OF MISSOURI



Matt Blunt
Secretary of State

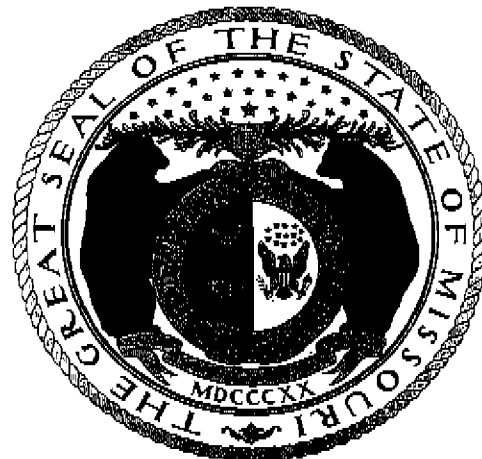
CORPORATION DIVISION
CERTIFICATE OF CORPORATE RECORDS

HARTE-HANKS DIRECT MARKETING/KANSAS CITY, INC.

I, **MATT BLUNT**, Secretary of State of the State of Missouri and Keeper of the Great Seal thereof, do hereby certify that the annexed pages contain a full, true and complete copy of those certain original documents on file and of record in this office for which certification has been requested.

IN TESTIMONY WHEREOF, I have set my hand and imprinted the GREAT SEAL of the State of Missouri, on this, the 14th day of NOVEMBER, 2001.

Matt Blunt
Secretary of State



TRADEMARK

NO. U01251/5

STATE OF MISSOURI



Rebecca McDowell Cook
Secretary of State

CORPORATION DIVISION
CERTIFICATE OF AMENDMENT

WHEREAS,

HARTE-HANKS DIRECT MARKETING/KANSAS CITY, INC.

FORMERLY,

MARKETING COMMUNICATIONS, INC.

A CORPORATION ORGANIZED UNDER THE GENERAL AND BUSINESS CORPORATION LAW HAS DELIVERED TO ME A CERTIFICATE OF AMENDMENT OF ITS ARTICLES OF INCORPORATION AND HAS IN ALL RESPECTS COMPLIED WITH THE REQUIREMENTS OF LAW GOVERNING THE AMENDMENT OF ARTICLES OF INCORPORATION UNDER THE GENERAL BUSINESS CORPORATION LAW, AND THAT THE ARTICLES OF INCORPORATION OF SAID CORPORATION ARE AMENDED IN ACCORDANCE THEREWITH.

IN TESTIMONY WHEREOF, I HAVE SET MY HAND AND IMPRINTED THE GREAT SEAL OF THE STATE OF MISSOURI, ON THIS, THE 1ST DAY OF FEBRUARY, 1999.

Rebecca McDowell Cook
Secretary of State



\$25.00

TRADEMARK



State of Missouri

Rebecca McDowell Cook, Secretary of State
P.O. Box 778, Jefferson City, Mo. 65102
Corporation Division

Amendment of Articles of Incorporation

(To be submitted in duplicate)

Pursuant to the provisions of The General and Business Corporation Law of Missouri, the undersigned Corporation certifies the following:

1. The present name of the Corporation is Marketing Communications, Inc.

The name under which it was originally organized was _____

Marketing Communications, Inc.

2. An amendment to the Corporation's Articles of Incorporation was adopted by the shareholders on _____

January 25, 1999

3. Article Number 1 is amended to read as follows:

The name of the corporation is Harte-Hanks Direct Marketing/Kansas City, Inc.

(If more than one article is to be amended or more space is needed attach fly sheet.)

43,300 shares outstanding, 43,300
 shares were entitled to vote on such amendment.
 number of outstanding shares of any class entitled to vote thereon as a class were as follows:

Class *Number of Outstanding Shares*

5. The number of shares voted for and against the amendment was as follows:

<i>Class</i>	<i>No. Voted For</i>	<i>No. Voted Against</i>
Common	43,300	43,300 - 0 -

6. If the amendment changed the number or par value of authorized shares having a par value, the amount in dollars of authorized shares having a par value as changed is:

If the amendment changed the number of authorized shares without par value, the authorized number of shares without par value as changed and the consideration proposed to be received for such increased authorized shares without par value as are to be presently issued are:

7. If the amendment provides for an exchange, reclassification, or cancellation of issued shares, or a reduction of the number of authorized shares of any class below the number of issued shares of that class, the following is a statement of the manner in which such reduction shall be effected:

IN WITNESS WHEREOF, the undersigned, Donald R. Crews, Vice President
President or

President or

has executed this instrument and i

Vice President

Assistant Secretary, Faye Sowell

Secretary or Assistant Secretary

has affixed its corporate seal hereto a

attested said seal on the _____ day of January, 1999

Place
CORPORATE SEAL
Here
(If no seal, state "None.")

Marketing Communications, Inc.

Name of Corporation

ATTEST:

Faye Sowell

Secretary or Assistant Secretary

Faye Sowell

By

Donald R. Crews

President or Vice President

Donald R. Crews

FILED AND CERTIFICATE
ISSUED

FEB 01 1999

State of Texas

County of Bexar

ss.

Rebecca McDowell Cook
SECRETARY OF STATE

I, Anne A. Browning, a Notary Public, do hereby certify th

on this 25th day of January, 1999, personally appeared n

Donald R. Crews who, being by me first duly swor

declared that he is the Vice President

of Marketing Communications, Inc.

that he signed the foregoing documents as Vice President of the corporation, and that d

statements therein contained are true.

(Notarial Seal)

Anne A. Browning
Notary Public

My commission expires 6/25/2001



TRADEMARK

REEL: 002603 FRAME: 0284

RECORDED: 01/27/2003