

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	10/31/2005

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Southwest Art Publishing, LLC		10/25/2005	LIMITED LIABILITY COMPANY: DELAWARE

RECEIVING PARTY DATA

Name:	Cruz Bay Publishing, Inc.
Street Address:	300 Continental Boulevard
Internal Address:	Suite 650
City:	El Segundo
State/Country:	CALIFORNIA
Postal Code:	90245
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 6

Property Type	Number	Word Mark
Registration Number:	2634637	ART SOURCE
Registration Number:	2626504	LIVING WEST
Registration Number:	2755462	LIVING WEST
Registration Number:	1305863	SOUTHWEST ART
Registration Number:	1305865	SOUTHWEST ART
Registration Number:	2634636	SOUTHWEST ART'S ART SOURCE

CORRESPONDENCE DATA

Fax Number: (202)659-1559
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: (202) 659 -6944
 Email: MBergsman@dickinsonwright.com
 Correspondent Name: Marc A. Bergsman

CH \$165.00 2634637

Address Line 1: Dickinson Wright PLLC
Address Line 4: Washington, DISTRICT OF COLUMBIA 20036

ATTORNEY DOCKET NUMBER:	027932-00004
NAME OF SUBMITTER:	Marc A. Bergsman
Signature:	/Marc A. Bergsman/
Date:	12/20/2005

Total Attachments: 4
source=cruz bay merger#page1.tif
source=cruz bay merger#page2.tif
source=cruz bay merger#page3.tif
source=cruz bay merger#page4.tif

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:

"BETTER NUTRITION PUBLISHING, LLC", A DELAWARE LIMITED LIABILITY COMPANY,

"BLACK BELT, LLC", A DELAWARE LIMITED LIABILITY COMPANY,

"BUILDER/DEALER MANAGEMENT SERVICES, LLC", A DELAWARE LIMITED LIABILITY COMPANY,

"HOME BUYER PUBLICATIONS, LLC", A DELAWARE LIMITED LIABILITY COMPANY,

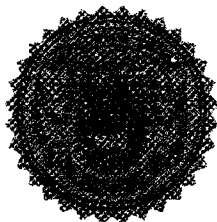
"LOG HOME DESIGN IDEAS, LLC", A DELAWARE LIMITED LIABILITY COMPANY,

"LOG HOME LIVING INSTITUTE, LLC", A DELAWARE LIMITED LIABILITY COMPANY,

"SOUTHWEST ART PUBLISHING, LLC", A DELAWARE LIMITED LIABILITY COMPANY,

WITH AND INTO "CRUZ BAY PUBLISHING, INC." UNDER THE NAME OF "CRUZ BAY PUBLISHING, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-FIFTH DAY OF OCTOBER, A.D.

3701960 8100M
050872759



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State
AUTHENTICATION: 4257837

DATE: 10-27-05

TRADEMARK
REEL: 003213 FRAME: 0949

Delaware

PAGE 2

The First State

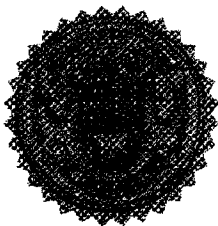
2005, AT 6:56 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE THIRTY-FIRST DAY OF OCTOBER, A.D. 2005, AT 8 O'CLOCK P.M.

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

3701960 8100M

050872759



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 4257837

DATE: 10-27-05

**TRADEMARK
REEL: 003213 FRAME: 0950**

**STATE OF DELAWARE
CERTIFICATE OF MERGER OF
DOMESTIC LIMITED LIABILITY COMPANY
INTO A
DOMESTIC CORPORATION**

Pursuant to Title 8, Section 264(c) of the Delaware General Corporation Law and Title 6, Section 18-209 of the Delaware Limited Liability Company Act, the undersigned corporation executed the following Certificate of Merger:

First: The name of the surviving corporation is Cruz Bay Publishing, Inc., a Delaware corporation, and the name of each Delaware limited liability company (each a "constituent company") being merged into this surviving corporation is:

Black Belt, LLC
Better Nutrition Publishing, LLC
Southwest Art Publishing, LLC
Log Home Design Ideas, LLC
Home Buyer Publications, LLC
Builder/Dealer Management Services, LLC
Log Home Living Institute, LLC

Second: An Agreement and Plan of Merger has been approved, adopted, certified, executed and acknowledged by the surviving corporation and each constituent company.

Third: The name of the surviving corporation is Cruz Bay Publishing, Inc.

Fourth: The merger is to become effective at 8:00 p.m. Eastern Standard Time on October 31, 2005.


Fifth: The executed Agreement and Plan of Merger between the surviving corporation and each constituent company is on file at 300 Continental Boulevard, Suite 650, El Segundo, California 90245, the principal place of business of the surviving corporation.

Sixth: A copy of the respective Agreement and Plan of Merger will be furnished by the surviving corporation on request, without cost, to any member of any constituent company.

Seventh: The Certificate of Incorporation of the surviving corporation shall be its Certificate of Incorporation.

IN WITNESS WHEREOF, the undersigned has caused this certificate to be signed by an authorized officer, this 25th day of October, 2005.

CRUZ BAY PUBLISHING, INC.

By: 
Efrén Zimbalist III
Its: President and Chief Executive Officer

DETROIT 27012-1 9010371