Form <b>PTO-1594</b> (Rev. 07/05) OMB Collection 065 <u>1-0027 (exp. 6/30/2008)</u>	U.S. DEPAR™MENT OF COMMERCE United State≥ Patent and Trademark Office
RECORDATION FOI	
TRADEMARKS ONLY	
To the Director of the U. S. Patent and Trademark Office: Please record the attached documents or the new address(es) below.	
1. Name of conveying party(ies):	2. Name and address of receiving party(tes)
Highbury House Communications, Inc. (thereafter known as Futura Publishing Georgia, Inc.)	Additional names, addresses, or citizenship attached? No
•	Name: Future US, Inc.
Individual(s) Association	Internal Address:
General Partnership Limited Partnership	Street Address: 4000 Shoreline Court, Sulte 400
✓ Corporation- State: Georgia	
Other	City: South San Francisco, CA 94080
Citizenship (see guidelines)	State: California - 94.000
Additional names of conveying parties attached?	Country: 45A Zip: 94080
Additional names of conveying parties attached? V res No.	
3. Nature of conveyance )/Execution Date(s) :	General Partnership Citizenship
Execution Date(s) 12/21/05; 2/9/06	Limited Partnership Citizenship
☐ Assignment ☑ Merger	✓ Corporation • Citizenship California
	Other Citizenship If assignee is not domiciled in the United States, a domestic
Security Agreement	representative designation is attached: Yes No (Designations must be a separate document from assignment)
A. Trademark Application No.(\$) 76/247353	B. Trademark Registration No.(\$) 2,857,026
	Additional sheet(s) attached? Yes V No
C. Identification or Description of Trademark(s) (and Filling Date if Application or Registration Number is unknown): Women's Health & Fitness	
5. Name & address of party to whom correspondence concerning document should be mailed:  Name: Charles Schuo	6. Total number of applications and registrations Involved:
Internal Address:	7, Total fee (37 CFR 2.6(b)(6) & 3.41) \$ 100.00
Internal Address	Authorized to be charged by credit card
Street Address: 4000 Shoreline Court, Suite 400	Authorized to be charged to deposit account  Enclosed
City: South San Francisco	8. Payment Information:
State: California   Zip: 94080	a. Credit Card Last 4 Numbers 1008
Phone Number: 650-238-2555	Expiration Date 12/06
Fax Number: 650-238-2304	b. Deposit Adcount Number
Email Address: cschug@futureus-inc.com	Authorized User Name
9. Signature: Charles Seling	July 13, 2006
Signature	Date
Charles Schuq	Total number of pages including cover sheet, attachments, and document;
Name of Person Signing	sneet, attachmenta, and document.

Documents to be recorded (including cover sheet) should be faxed to (671) 273-0140, or mailed to: Mail Stop Assignment Recordation Services, Director of the USPTO, P.O. Box 1450, Alexandria, VA 22313-1450

PAGE 03/13

Secretary of State

**Corporations Division** 315 West Tower #2 Martin Luther King, Jr. Dr. Atlanta, Georgia 30334-1530

DOCKET NUMBER: 051820284 CONTROL NUMBER: K900356 EFFECTIVE DATE: 06/24/2005

REFERENCE : 0077 PRINT DATE : 07/01/2005

FORM NUMBER : 611

FUTURE NETWORK USA CHARLES SCHUG STE 40, 150 NORTH HILL DRIVE BRISBANE, CA 94005

# CERTIFICATE OF NAME CHANGE AMENDMENT

I, Cathy Cox, the Secretary of State and the Corporations Commissioner of the State of Georgia, do hereby certify under the seal of my office that

# HIGHBURY HOUSE COMMUNICATIONS, INC. A DOMESTIC PROFIT CORPORATION

has filed articles of amendment in the Office of the Secretary of State changing its name to

# FUTURE PUBLISHING GEORGIA, INC.

and has paid the required fees as provided by Title 14 of the Official Code of Georgia Annotated. Attached hereto is a true and correct copy of said articles of amendment.

WITNESS my hand and official seal in the City of Atlanta and the State of Georgia on the date set forth above.







Cathy Cox Secretary of State

# AMENDMENT OF ARTICLES OF INCORPORATION OF HIGHBURY HOUSE COMMUNICATIONS, INC.

- 1. The old name of this Corporation is "Highbury House Communications, Inc."
- 2. Article I of the Articles of Incorporation of this Corporation is amended to read as follows:

The name of this Corporation is: "Future Publishing Georgia, Inc."

- 3. The foregoing amendment of the Articles of Incorporation was duly approved on June 21, 2005.
- 4. The foregoing amendment of the Articles of Incorporation was duly approved by the board of directors as well as by a vote of the sole shareholder.
- 5. A publication of "Notice of Change of Corporate Name" will be published pursuant to O.C.G.A. 14-2-1006.1(b).

IN WITNESS WHEREOF, the undersigned as executed this Amendment to the Articles of Incorporation this 23<sup>rd</sup> day of June, 2005.

Charles Schug (

Secretary of the Corporation

#PROGRAMS PROMISE

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# Secretary of State

**Corporations Division** 315 West Tower #2 Martin Luther King, Jr. Dr. Atlanta, Georgia 30334-1530

RUDENE REMBERT C T CORPORATION SYSTEM 1201 PEACHTREE STREET, NE ATLANTA GA 30361

DOCKET NUMBER : 053550462 CONTROL NUMBER : K900356 EFFECTIVE DATE : 12/21/2005

REFERENCE : 0091 PRINT DATE : 12/21/2005 FORM NUMBER : 411

### CERTIFICATE OF MERGER

I, Cathy Cox, the Secretary of State of the Georgia, do hereby issue this certificate pursuant to Title 14 of the Official Code of Georgia annotated certifying that articles or a certificate of merger and fees have been filed regarding the merger of the below entities, effective as of the date shown above. Attached is a true and correct copy of the said filing.

Surviving Entity:

HH FUTURE CORPORATION, A CALIFORNIA CORPORATION

Nonsurviving Entity/Entities:

FUTURE PUBLISHING GEORGIA, INC., A GEORGIA CORPORATION

SECRETARY OF STATE

# CERTIFICATE OF MERGER REGARDING THE MERGER OF FUTURE PUBLISHING GEORGIA, INC. INTO HH FUTURE CORPORATION

THIS CERTIFICATE OF MERGER is filed by HH Future Corporation, a California corporation, with respect to its merger with Future Publishing Georgia, Inc., a Georgia corporation.

- 1. The names and states of incorporation of each corporation that is merging are HH Future Corporation, a California corporation, and Future Publishing Georgia, Inc., a Georgia corporation. Future Publishing Georgia, Inc. will merge into HH Future Corporation. The name of the surviving corporation is HH Future Corporation.
- No amendments are made to the articles of incorporation of the surviving corporation.
- 3. The executed plan of merger is on file in the principal place of business of the surviving corporation, the address of which is:

HH Future Corporation 4000 Shoreline Court, Suite 400 South San Francisco, CA 94080

- 4. A copy of the plan of merger will be furnished by the surviving corporation on request and without cost to any shareholder of any corporation that is a party to the merger.
- 5. Approvals of the shareholders of both corporations party to the merger were required. The merger was duly approved by the shareholders of each corporation party to the merger.
- 6. The surviving corporation, HH Future Corporation, certifies that a Notice of Merger and a publishing Fee of \$40 have been mailed or delivered to an authorized newspaper, as required by law.

By:

Date: December **20**, 2005

HH FUTURE CORPORATION.

a California corporation

Charles Schug, Fresiden and Secretary

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# State of California Secretary of State



I, BRUCE McPHERSON, Secretary of State of the State of California, hereby certify:

That the attached transcript of \_\_\_\_\_ 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

JAN - 4 2006

BRUCE McPHERSON

Secretary of State

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ENDORSED - FILED In the office of the Secretary of State of the State of California

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# AGREEMENT OF MERGER

THIS AGREEMENT OF MERGER (this "Agreement of Merger") is made and entered into as of December 29, 2005, by and between HH Future Corporation, a California corporation ("Surviving Corporation"), and Future Publishing Georgia, Inc., a Georgia corporation ("Merging Corporation").

- Merging Corporation shall merge into Surviving Corporation.
- 2. The outstanding shares of Merging Corporation, all of which are currently owned by Surviving Corporation, shall be cancelled, and no shares of Surviving Corporation shall be issued in exchange therefor.
- 3. The outstanding shares of Surviving Corporation shall remain outstanding and are not affected by the merger.
- 4. Merging Corporation shall from time to time, as and when requested by Surviving Corporation, execute and deliver all such documents and instruments and take all such action necessary or desirable to evidence or carry out this merger.
- 5. The effect of the merger and the effective date of the merger are as prescribed by law.

IN WITNESS WHEREOF, Surviving Corporation and Merging Corporation have each caused this Agreement of Merger to be signed by their respective officers thereunto duly authorized as of the date first written above.

HH FUTURE CORPORATION, a California corporation

By:

Charles Schug, President and Secretary

FUTURE PUBLISHING GEORGIA, INC., a Georgia corporation

By:

Jonathan Simpson-Bint, President

By:

Charles Schug Secretary

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# OFFICERS' CERTIFICATE

# Charles Schug certifies that:

- 1. He is the President and the Secretary of HH Future Corporation, a corporation organized under the laws of the State of California ("HHFC").
- 2. The agreement of merger in the form attached hereto was approved by the board of directors and shareholders of HHFC.
- The shareholder approval was by the holder of 100% of the outstanding shares of HHFC.
- 4. HHFC has only one class of shares, and the total number of shares outstanding is 56,733.

The undersigned declare under penalty of perjury that the statements made in this certificate are true of his own knowledge. This certificate was signed by the undersigned on December 20, 2005, in South San Francisco, California.

Charles Schug, Prosident and Secretary

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OFFICERS' CERTIFICATE

Jonathan Simpson-Bint and Charles Schug certify that:

- 1. They are the President and the Secretary, respectively, of Future Publishing Georgia, Inc., a corporation organized under the laws of the State of Georgia ("FPG").
- 2. The agreement of merger in the form attached hereto was approved by the board of directors and shareholders of FPG.
- 3. The shareholder approval was by the holder of 100% of the outstanding shares of FPG.
- 4. FPG has only one class of shares, and the total number of shares outstanding is 1,000.

The undersigned declare under penalty of perjury that the matters set forth in this certificate are true and correct of their own knowledge. This certificate was signed by the undersigned on December 26, 2005, in South San Francisco, California.

Jonathan Simpson-Bint, President

Charles Schug, Secretary



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I, BRUCE McPHERSON, Secretary of State of the State of California, hereby certify:

That the attached transcript of \_\_\_\_\_ 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

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BRUCE McPHERSON Secretary of State

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CT CORPORATION

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ENDORSED - FILED in the office of the Secretary of State of Celifornia

CERTIFICATE OF OWNERSHIP
OF
HH FUTURE CORPORATION

JAN - 9 2006

# Charles Schug certifies that:

- 1. He is the president and the secretary of HH Future Corporation, a California corporation.
- 2. This corporation owns one hundred percent (100%) of the outstanding shares of Future US, Inc., a corporation organized under the laws of the State of California ("Subsidiary").
- 3. The board of directors of this corporation has approved the Plan of Merger attached hereto as Exhibit "A" ("Plan of Merger"). Exhibit A is incorporated by reference into this certificate as if fully set forth herein.
  - 4. The board of directors of Subsidiary has approved the Plan of Merger.
- 5. The shareholders vote referenced in Corporations Code Section 1110(c) is not required.

I further declare under penalty of perjury under the laws of the State of California that I executed this certificate in South San Francisco, California, on December 20, 2005, and the matters set forth in this certificate are true and correct of my own knowledge.

Charles Schug President and Secretary

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## Exhibit A

### PLAN OF MERGER

The following corporations are parties to this Plan of Merger: HH Future Corporation, a California corporation ("HHFC"), and Future US, Inc., a California corporation ("Future").

- I. HHFC has acquired and now owns one hundred percent (100%) of the outstanding shares of Future.
- 2. HHFC shall be merged into Future, and Future shall assume all of the obligations of HHFC, pursuant to Section 1110 of the California Corporations Code.
- 3. Each outstanding share of Future owned by HHFC immediately prior to the merger shall be canceled.
- 4. Upon the merger, each outstanding common share of HHFC shall be converted into that fraction of a share of the Common Stock of Future as is determined by dividing 100 by 56,733.



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**RECORDED: 07/13/2006** 

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