

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	CHANGE OF NAME		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Primedia Business Magazines & Media, Inc.		01/12/2006	CORPORATION: DELAWARE
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Prism Business Media, Inc.		
<b>Street Address:</b>	249 W. 17th Street, 4th Floor		
<b>City:</b>	New York		
<b>State/Country:</b>	NEW YORK		
<b>Postal Code:</b>	10011		
<b>Entity Type:</b>	CORPORATION: DELAWARE		
<b>PROPERTY NUMBERS Total: 1</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
Registration Number:	3066007	MARKETMAXX	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	(215)279-9394		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
<b>Email:</b>	jordan.lavine@flastergreenberg.com		
<b>Correspondent Name:</b>	Jordan A. LaVine		
<b>Address Line 1:</b>	1628 John F. Kennedy Blvd., 15th Floor		
<b>Address Line 4:</b>	Philadelphia, PENNSYLVANIA 19103		
<b>ATTORNEY DOCKET NUMBER:</b>	P0522.5006		
<b>NAME OF SUBMITTER:</b>	Jordan A. LaVine		
<b>Signature:</b>	/Jordan A. LaVine/		
<b>Date:</b>	10/23/2006		

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Total Attachments: 4

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# 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 RESTATED CERTIFICATE OF "PRIMEDIA BUSINESS MAGAZINES & MEDIA INC.", CHANGING ITS NAME FROM "PRIMEDIA BUSINESS MAGAZINES & MEDIA INC." TO "PRISM BUSINESS MEDIA INC.", FILED IN THIS OFFICE ON THE TWENTIETH DAY OF JANUARY, A.D. 2006, AT 6:45 O'CLOCK P.M.

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



*Harriet Smith Windsor*  
Harriet Smith Windsor, Secretary of State

State of Delaware  
Secretary of State  
Division of Corporations  
Delivered 06:45 PM 01/20/2006  
FILED 06:45 PM 01/20/2006  
SRV 060060558 - 2198100 FILE

AMENDED AND RESTATED CERTIFICATE OF INCORPORATION  
OF

PRIMEDIA BUSINESS MAGAZINES & MEDIA INC.

(Pursuant to Sections 228, 242 and 245 of the General  
Corporation Law of the State of Delaware)

PRIMEDIA Business Magazines & Media Inc., a Delaware corporation (the  
"Corporation"), hereby certifies that:

FIRST: The name of the Corporation is "PRIMEDIA Business Magazines &  
Media Inc." The Corporation was originally incorporated under the name "Intertec  
Acquisition Corporation." The date of filing its original Certificate of Incorporation with  
the Secretary of State was June 2, 1989.

SECOND: This Amended and Restated Certificate of Incorporation (this  
"Certificate") amends and restates in its entirety the Certificate of Incorporation of the  
Corporation. This Certificate has been approved by the directors of the Corporation and  
duly adopted by the stockholders in the manner and by the vote prescribed by Sections  
228, 242 and 245 of the General Corporation Law of the State of Delaware.

THIRD: This Certificate will become effective immediately upon its filing with the  
Secretary of State of the State of Delaware.

FOURTH: Upon the filing with the Secretary of State of the State of Delaware of  
this Certificate, the Certificate of Incorporation of the Corporation will be amended and  
restated in its entirety to read as follows:

\* \* \* \* \*

NY1-2238754v5

AMENDED AND RESTATED  
CERTIFICATE OF INCORPORATION

OF

PRISM BUSINESS MEDIA INC.

FIRST: The name of the Corporation is Prism Business Media Inc.

SECOND: The address of the registered office of the corporation in the state of Delaware and the county of Kent is 615 South Dupont Highway, Dover, Delaware 19901 and the name of the registered agent at that address is Capitol Services, Inc.

THIRD: The purpose of the Corporation is to engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of Delaware.

FOURTH: The total number of shares of all classes of capital stock which the Corporation shall have authority to issue is 51,000 shares, consisting of 1,000 shares of Common Stock, par value \$.01 per share, and 50,000 shares of Preferred Stock, par value of \$.01 per share.

The board of directors is authorized, subject to any limitations prescribed by law, to provide for the issuance of the shares of Preferred Stock in series, and by filing a certificate pursuant to the applicable law of the state of Delaware, to establish from time to time the number of shares to be included in each such series, and to fix the designation, powers, preferences and rights of the shares of each such series and any qualifications, limitations or restrictions thereof. The number of authorized shares of Preferred Stock may be increased or decreased (but not below the number of shares thereof then outstanding) by the affirmative vote of the holders of a majority of the Common Stock without a vote of the holders of the Preferred Stock, or of any series thereof, unless a vote of any such holders is required pursuant to the certificate or certificates establishing the series of Preferred Stock. --

FIFTH: The Board of Directors of the Corporation, acting by majority vote, may alter, amend or repeal the By-Laws of the Corporation.

SIXTH: Except as otherwise provided by the Delaware General Corporation Law as the same exists or may hereafter be amended, no director of the Corporation shall be personally liable to the Corporation or its stockholders for monetary damages for breach of fiduciary duty as a director. Any repeal or modification of this Article SIXTH by the stockholders of the Corporation shall not adversely affect any right or protection of a director of the Corporation existing at the time of such repeal or modification.

[Remainder of page left intentionally blank]

FROM :

FAX NO. :

Apr. 17 2006 10:29AM P5

Dated on this 20th day of January, 2006.

/s/ ANUP BAGARIA  
Anup Bagaria  
President

NY1-2238758v5

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