

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER		
EFFECTIVE DATE:	12/15/2005		
CONVEYING PARTY DATA			
	Name	Formerly	Execution Date
	United Parenting Publications, Inc.		12/15/2005
			Entity Type
			CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	United Advertising Publications, Inc.		
Street Address:	150 Granby Street		
City:	Norfolk		
State/Country:	VIRGINIA		
Postal Code:	23510		
Entity Type:	CORPORATION: WASHINGTON		
PROPERTY NUMBERS Total: 5			
	Property Type	Number	Word Mark
	Registration Number:	2851450	B.A.B.Y. THE BEST ADVICE FOR BABY & YOU
	Registration Number:	1972407	FAMILY FORUM
	Registration Number:	2005579	FAMILY MARKETING NETWORK
	Registration Number:	1804409	OUR KIDS
	Registration Number:	2894415	TOOLS FOR PARENTS
CORRESPONDENCE DATA			
Fax Number:	(404)541-4753		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Email:	miskowitz@kilstock.com		
Correspondent Name:	Kilpatrick Stockton LLP		
Address Line 1:	1100 Peachtree Street, Suite 2800		
Address Line 4:	Atlanta, GEORGIA 30309		
ATTORNEY DOCKET NUMBER:	T2140-067630		

OP \$140.00 2851450

NAME OF SUBMITTER:	Mark Iskowitz
Signature:	/mji/
Date:	12/02/2009
Total Attachments: 3 source=UPP to UAP merger#page1.tif source=UPP to UAP merger#page2.tif source=UPP to UAP merger#page3.tif	

State of Delaware
 Secretary of State
 Division of Corporations
 Delivered 10:14 AM 12/20/2005
 FILED 10:14 AM 12/20/2005
 SRV 051040207 - 2800686 FILE

**CERTIFICATE OF MERGER
 OF
 UNITED PARENTING PUBLICATIONS, INC., A DELAWARE CORPORATION,
 WITH AND INTO
 UNITED ADVERTISING PUBLICATIONS, INC., A WASHINGTON CORPORATION**

Pursuant to Section 252 of the Delaware General Corporation Law, the undersigned corporations have executed the following Certificate of Merger:

FIRST: The name and state of incorporation of each of the constituent corporations involved in the merger are as follows:

<u>Name</u>	<u>State of Incorporation</u>
United Parenting Publications, Inc.	Delaware
United Advertising Publications, Inc.	Washington

SECOND: An Agreement and Plan of Merger (the "Agreement") dated as of December 15, 2005, setting forth the terms and conditions of the merger of United Parenting Publications, Inc. with and into United Advertising Publications, Inc. (the "Merger"), has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations in accordance with Section 252 of the Delaware General Corporation Law and Section 23B.11.030 of the Washington Business Corporation Act, respectively.

THIRD: The name of the surviving corporation is United Advertising Publications, Inc., a Washington corporation (the "Surviving Corporation").

FOURTH: The Articles of Incorporation of the Surviving Corporation immediately prior to the Merger shall remain in effect as the Articles of Incorporation of the Surviving Corporation.

FIFTH: The Merger shall be effective upon the filing of this Certificate of Merger.

SIXTH: An executed copy of the Agreement is on file at 100 West Plume Street, Norfolk, Virginia 23510, the principal place of business of the Surviving Corporation.

SEVENTH: A copy of the Agreement will be furnished by the Surviving Corporation, on request and without cost, to any stockholder of either of the constituent corporations involved in the Merger.

EIGHTH: The authorized capital stock of United Parenting Publications, Inc. consists of 1,000 shares of common stock, \$1.00 par value. The authorized capital stock of United Advertising Publications, Inc. consists of 50,000 shares of common stock, no par value.

NINTH: Pursuant to the Agreement, each share of the capital stock of United Parenting Publications, Inc. issued and outstanding immediately prior to the Merger shall, by virtue of the Merger, be surrendered for cancellation and cancelled, and no additional shares of stock of United Advertising Publications, Inc. shall be issued therefor.

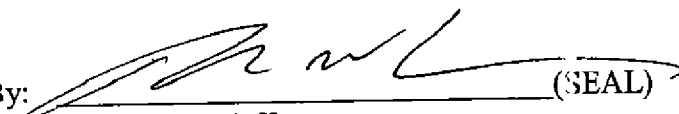
TENTH: United Advertising Publications, Inc. hereby irrevocably appoints the Secretary of State of Delaware as its agent to accept service of process in any action or proceeding to enforce any liability or obligation of United Parenting Publications, Inc. The address to which a copy of such process shall be mailed by the Secretary of State of Delaware to the Surviving Corporation is 100 West Plume Street, Norfolk, Virginia 23510.

* * * * *

IN WITNESS WHEREOF, the undersigned have each caused this Certificate of Merger to be executed by an authorized officer as of December 15, 2005.

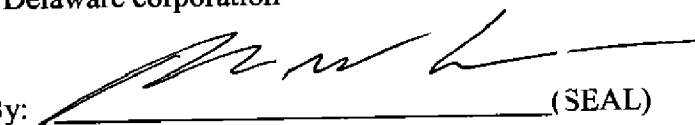
MERGING CORPORATION:

UNITED PARENTING PUBLICATIONS, INC.,
a Delaware corporation

By:  (SEAL)
Norman W. Hoffmann
Vice President

SURVIVING CORPORATION:

UNITED ADVERTISING PUBLICATIONS INC.,
a Delaware corporation

By:  (SEAL)
Norman W. Hoffmann
Vice President