

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT																										
NATURE OF CONVEYANCE:	MERGER																										
EFFECTIVE DATE:	07/29/2013																										
CONVEYING PARTY DATA																											
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CORRESPONDENCE DATA																											
Fax Number:	9142447809																										
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>																											
Phone:	914-244-5206																										
Email:	rdapto@rd.com																										
Correspondent Name:	Mark Sirota																										
Address Line 1:	44 South Broadway																										
Address Line 4:	White Plains, NEW YORK 10601																										

CH \$140.00 2924740

NAME OF SUBMITTER:	Paul Gillow
Signature:	/Paul Gillow/
Date:	11/11/2013
Total Attachments: 4 source=RD Publications into RDA Inc. Certificate of Merger#page1.tif source=RD Publications into RDA Inc. Certificate of Merger#page2.tif source=RD Publications into RDA Inc. Certificate of Merger#page3.tif source=RD Publications into RDA Inc. Certificate of Merger#page4.tif	

Delaware

PAGE 1

The First State

I, JEFFREY W. BULLOCK, 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:

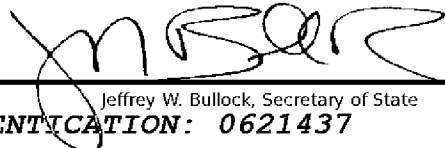
"RD PUBLICATIONS, INC.", A DELAWARE CORPORATION,
WITH AND INTO "THE READER'S DIGEST ASSOCIATION, INC." UNDER THE NAME OF "THE READER'S DIGEST ASSOCIATION, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-NINTH DAY OF JULY, A.D. 2013, AT 11:28 O'CLOCK A.M.

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

0452405 8100M

130927815




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 0621437

DATE: 07-29-13

You may verify this certificate online
at corp.delaware.gov/authver.shtml

TRADEMARK
REEL: 005151 FRAME: 0828

**CERTIFICATE OF MERGER
OF
RD PUBLICATIONS, INC.
WITH AND INTO
THE READER'S DIGEST ASSOCIATION, INC.**

Under Sections 251 and 303 of the General Corporation Law
of the State of Delaware

July 29, 2013

Pursuant to Section 251(c) of the General Corporation Law of the State of Delaware (the "**DGCL**"), The Reader's Digest Association, Inc., a Delaware corporation (the "**Company**"), in connection with the merger of RD Publications, Inc., a Delaware corporation (the "**Subsidiary**"), with and into the Company (the "**Merger**"), hereby certifies as follows:

FIRST: The names and states of incorporation of the constituent corporations to the Merger (the "**Constituent Corporations**") are:

<u>Name</u>	<u>State of Incorporation</u>
The Reader's Digest Association, Inc.	Delaware
RD Publications, Inc.	Delaware

SECOND: The Subsidiary is a wholly owned subsidiary of the Company.

THIRD: On February 17, 2013, and continuing immediately thereafter, the Company together with certain of its affiliates and subsidiaries each filed voluntary petitions for relief under chapter 11 of title 11 of the United States Code, as amended with the United States Bankruptcy Court of the Southern District of New York (the "**Court**"), which were jointly administered under the lead chapter 11 case styled *In re RDA Holding Co.*, Ch 11 Case No. 13-22233 (RDD), and this Certificate of Merger is being filed pursuant to the Modified Second Amended Joint Plan of Reorganization of Certain Debtors Under Chapter 11 of the Bankruptcy Code confirmed by the Court on June 28, 2013 (the "**Confirmation Order**"), and the authority granted to the Company under Section 303 of the DGCL and the Confirmation Order, without further action by the board of directors or shareholders of either of the Company or the Subsidiary.

FOURTH: The Company shall be the surviving corporation of the Merger. The name of the surviving corporation is "The Reader's Digest Association, Inc." (the "**Surviving Corporation**").

FIFTH: The Certificate of Incorporation of the Surviving Corporation as in effect immediately prior to the Merger shall be the certificate of incorporation of the Surviving Corporation.

SIXTH: The Merger shall become effective immediately upon the filing of this Certificate of Merger with the Secretary of State of the State of Delaware.

SEVENTH: An executed copy of the Merger Agreement is on file at the office of the Surviving Corporation located at 750 Third Avenue, New York, NY 10017. A copy of the

Merger Agreement will be furnished by the Surviving Corporation, on request and without cost, to any shareholder of either of the Constituent Corporations.

[The remainder of this page is intentionally left blank.]

IN WITNESS WHEREOF, this Certificate of Merger has been executed as of the date first written above.

RD PUBLICATIONS, INC.

By: William H Magill
Name: William Magill
Title: Vice President and Treasurer

THE READER'S DIGEST ASSOCIATION, INC.

By: William H Magill
Name: William Magill
Title: Vice President and Treasurer

[SIGNATURE PAGE TO CERTIFICATE OF MERGER]