

08-29-2002

Form PTO-1594 (Rev. 03-01) OMB No. 0651-0027 (exp. 5/31/2002)



102204408

Attorney Docket No. U.S. DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office

Tab settings >>>

To the Honorable Commissioner of Patents and Trademarks. Please record the attached original documents or copy thereof.

1. Name of conveying party(ies): Softbook Press, Inc. 8-26-02
Individual(s) Association
General Partnership Limited Partnership
X Corporation-State California
Other
Additional name(s) of conveying parties attached? Yes No

2. Name and address of receiving party(ies)
Name: Gemstar eBook Group Limited
Internal Address:
Street Address: 135 North Los Robles Avenue, Suite 800
City: Pasadena State: CA ZIP: 91101
Individual(s) citizenship
Association
General Partnership
Limited Partnership
X Corporation-State: California
Other
If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
(Designation must be a separate document from assignment)
Additional name(s) & address(es) attached? Yes No

3. Nature of conveyance:
Assignment Merger
Security Agreement X Change of Name
Other
Execution Date: December 28, 2001

4. Application Number(s) or Registration Number(s)
A. Trademark Application No(s): 75/487683
Additional numbers attached? X Yes No See attached

B. Trademark Registration No(s): 2390474

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: Johanna F. SisteK
TOWNSEND AND TOWNSEND AND CREW LLP
Two Embarcadero Center, 8th Floor
San Francisco, California 94111-3834
(415) 576-0200
08/28/2002 LMUELLER 00000181 201430 75487683
01 FC:481 40.00 CH
02 FC:482 175.00 CH

6. Total number of applications and registrations involved 8
7. Total fee (37 CFR 3.41): \$210.00
Enclosed
X Authorized to be charged to deposit account
8. Deposit account number: 20-1430
(Attach duplicate copy of this page if paying by deposit account)

FINANCE SECTION
2002 AUG 26 AM 11:24

DO NOT USE THIS SPACE

9. Statement and signature. To the best of my knowledge and belief, the foregoing is true and correct and any attached copy is a true copy of the original document.
Johanna F. SisteK
Name of Person Signing
Signature
Date 8/20/02

Total number of pages including cover sheet, attachments and document:

Mail documents to be recorded with required cover sheet information to: Commissioner of Patents & Trademarks, Box Assignments Washington, D.C. 20231

TRADEMARK REEL: 002571 FRAME: 0398

1. Additional name(s) of conveying party(ies):
(Continued from Page 1)

2. Additional name(s) and address(es) of receiving party(ies):
(Continued from Page 1)

3. Additional application number(s) or registration number(s):
(Continued from Page 1)

TRADEMARK	APPL. NO FILING DATE	REG NO. ISSUE DATE
Miscellaneous Design		2517946 12/11/01
Miscellaneous Design		2525626 01/01/02
Miscellaneous Design		2462427 06/19/01
SOFTBOOK		2243017 05/04/99
SOFTBOOK READER		2559587 04/09/02
SOFTBOOKS		2527835 01/08/02

SF 165907 v1
SF 1377688 v1

**CERTIFICATE OF AMENDMENT
OF
ARTICLES OF INCORPORATION**

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

JAN 03 2002

BILL JONES, Secretary of State

The undersigned certifies that:

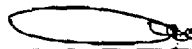
1. She is the President, Chief Financial Officer and Secretary of SOFTBOOK PRESS, INC., a California corporation.
2. ARTICLE I of the Articles of Incorporation of this corporation is amended to read as follows:

**"THE NAME OF THIS CORPORATION IS
GEMSTAR eBook GROUP LIMITED"**

3. The foregoing amendment of Articles of Incorporation has been duly approved by the sole director of this corporation.
4. The foregoing amendment of Articles of Incorporation has been duly approved by the required vote of shareholders in accordance with Section 902, California Corporations Code. The total number of outstanding shares of the corporation is one hundred (100). The number of shares voting in favor of the amendment equaled or exceeded the vote required. The percentage vote required was more than 50%.

I further declare under penalty of perjury under the laws of the State of California that the matters set forth in this certificate are true and correct of my own knowledge.

DATED: 12/28/01



Elsie Ma Leung, President, Chief
Financial Officer and Secretary



A0576947



SECRETARY OF STATE

I, *BILL JONES*, Secretary of State of the State of California, hereby certify:

That the attached transcript of 1 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 .



FEB 19 2002

Bill Jones

Secretary of State