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FORM COVER SHEET
05-04-1999

UV-7

To the Honorable Commission of P



Attached original documents or copy thereof.

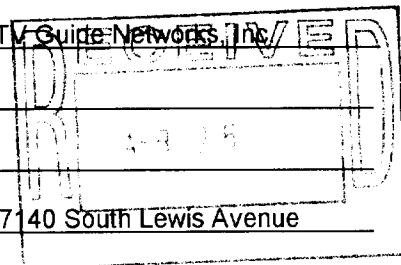
1. Name of conveying party(ies):

101029273

Internal address of receiving party(ies)

Prevue Networks, Inc.

Name: TV Guide Networks, Inc.



Internal Address:

Additional name(s) of conveying party(ies) attached? Yes No

Street Address: 7140 South Lewis Avenue

City: Tulsa State: OK ZIP: 74136

Additional name(s) & address(es) attached? Yes No

3. Nature of conveyance:

- Assignment Merger
- Security Agreement Change of Name
- Other _____

Execution Date: March 1, 1999

4. Application number(s) or patent number(s):

If this document is being filed together with a new application, the execution date of the application is: _____

A. Patent Application No.(s)

B. Patent No.(s)

08/779,713

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: G. Victor Treyz

Internal Address: _____

6. Total number of applications and patents involved: 1

7. Total fee (37 CFR 3.41).....\$ 40.00

Enclosed

Authorized to be charged to deposit account

8. Deposit account number:

06-1075

(Attach duplicate copy of this page if paying by deposit account)

05/03/1999 DMGUYEH 00000260 08779223

01 FC:581

40.00 DP

Street Address: FISH & NEAVE

1251 Avenue of the Americas

City: New York State: NY ZIP: 10020

DO NOT USE THIS SPACE

9. Statement and signature.

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

G. Victor Treyz

Name of Person Signing

Signature

4/21/99

Date

Reg. No. 36,294

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

3

4-26-99

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "PREVUE NETWORKS, INC.", CHANGING ITS NAME FROM "PREVUE NETWORKS, INC." TO "TV GUIDE NETWORKS, INC.", FILED IN THIS OFFICE ON THE FIRST DAY OF MARCH, A.D. 1999, AT 2 O'CLOCK P.M.

2155534 8100

991097500

9625428

03-12-99

PATENT
REEL: 9920 FRAME: 0031

3-1-99

**CERTIFICATE OF AMENDMENT OF
CERTIFICATE OF INCORPORATION OF
PREVUE NETWORKS, INC.**

PREVUE NETWORKS, INC., a Delaware corporation (the "Corporation"), hereby certifies that:

1. The amendment set forth herein was duly adopted in accordance with Section 242 of the General Corporation Law of Delaware.

2. Article First is hereby amended to read in its entirety, as follows:

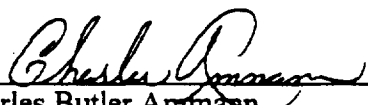
"FIRST. The name of the Corporation is:

TV Guide Networks, Inc."

3. All other remaining provisions of the Certificate of Incorporation not amended hereby shall remain unchanged and in full force and effect.

IN WITNESS WHEREOF, the Corporation has caused this Certificate to be signed by its Senior Vice President on this 27th day of February, 1999.

PREVUE NETWORKS, INC.

By: 
Charles Butler Ammann
Senior Vice President

[SEAL]