

1. Name of conveying party(ies):  
 News America FSI, Inc.

Individual(s)                       Association  
 General Partnership               Limited Partnership  
 Corporation-State  
 Other \_\_\_\_\_

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

2. Name and address of receiving party(ies)  
 Name: News America Marketing FSI, Inc.  
 Internal Address: \_\_\_\_\_  
 Street Address: 1211 Avenue of the Americas  
 City: New York State: NY ZIP: 10036

Individual(s) citizenship \_\_\_\_\_  
 Association \_\_\_\_\_  
 General Partnership \_\_\_\_\_  
 Limited Partnership \_\_\_\_\_  
 Corporation-State Delaware  
 Other \_\_\_\_\_

If assignee is not domiciled in the United States, a domestic representative designation is attached:  Yes  No  
 (Designations must be a separate document from assignment)  
 Additional name(s) & address(es) attached?  Yes  No

3. Nature of conveyance: MRD 8-31-98

Assignment                               Merger  
 Security Agreement                       Change of Name  
 Other \_\_\_\_\_

Execution Date: June 30, 1998

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

A. Trademark Application No.(s)  
See Attached List

B. Trademark Registration No.(s)  
See Attached List

Additional numbers attached?  Yes  No

5. Name and address of party to whom correspondence concerning document should be mailed:  
 Name: Lisa B. Martin  
 Internal Address: \_\_\_\_\_  
 \_\_\_\_\_  
 \_\_\_\_\_  
 Street Address: News America Incorporated  
1211 Avenue of the Americas  
 City: New York State: NY ZIP: 10036

6. Total number of applications and registrations involved: 16

7. Total fee (37 CFR 3.41).....\$ 415.00

Enclosed  
 Authorized to be charged to deposit account

8. Deposit account number:  
Acc#14-0789  
 (Attach duplicate copy of this page if paying by deposit account)

01 FC:481 40.00 OP DO NOT USE THIS SPACE  
 02 FC:482 375.00 OP

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.

Lisa B. Martin                              Lisa B. Martin                              Aug 25, 1998  
 Name of Person Signing                              Signature                              Date

Total number of pages including cover sheet, attachments, and document: 5

**Registered Marks**

<u>Mark</u>	<u>Registration No.:</u>
DIRECT CATALOGS AMERICA	2,026,177
DIRECT SAVINGS AMERICA	1,943,642
PRICE FEATURE PLUS	2,023,543
QUIKTIME PRINTING	2,107,964
STOCKUPDATE (STYLIZED)	2,081,649
SUPERSPREAD	2,137,502
TIE-IN AMERICA	1,939,778

**Pending Marks**

<u>Mark</u>	<u>Serial No.:</u>
BRANDSMART	75/376,093
NEW YEAR, NEW YOU	75/322,010
RETAIL BENCHMARK	75/409,736
RETAIL RANKING	75/409,747
RETAIL SATURATION	75/410,154
SMART SOURCE	75/228,463
SMART SOURCE	75/520,109
WHERE BRANDS REALLY SELL	75/381,133
WORKING TOGETHER TO BUILD BRANDS	75/394,987

State of Delaware  
Office of the Secretary of State PAGE 1

---

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 "NEWS AMERICA FSI, INC.", CHANGING ITS NAME FROM "NEWS AMERICA FSI, INC." TO "NEWS AMERICA MARKETING FSI, INC.", FILED IN THIS OFFICE ON THE THIRTIETH DAY OF JUNE, A.D. 1998, AT 9 O'CLOCK A.M.



*Edward J. Freel*

Edward J. Freel, Secretary of State

2193338 8100

981306419

AUTHENTICATION: 9237054

DATE: 08-05-98

TRADEMARK <sup>182</sup> 4/5  
REEL: 1787 FRAME: 0986

CERTIFICATE OF AMENDMENT OF CERTIFICATE OF INCORPORATION  
OF  
NEWS AMERICA FSI, INC.

It is hereby certified that:

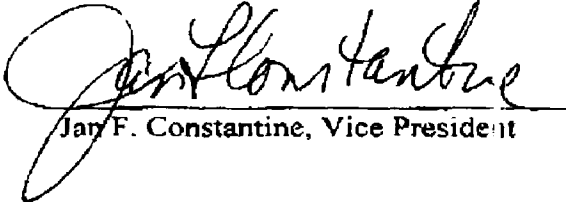
1. The name of the corporation (hereinafter called the "Corporation") is  
NEWS AMERICA FSI, INC.

2. The certificate of incorporation of the Corporation is hereby amended by striking out Article FIRST thereof and by substituting in lieu of the said Article the following new Article:

"FIRST: The name of the corporation is News America Marketing FSI, Inc."

3. The amendment of the certificate of incorporation herein certified has been duly adopted and written consent has been given in accordance with the provisions of sections 228 and 242 of the General Corporation Law of the State of Delaware.

Signed on the 30th day of June, 1998

  
Jan F. Constantine, Vice President

NO. 7902 P. 2/3

CSO MAR 2 11 11:27AM 1998

RECORDED: 08/31/1998

TRADEMARK <sup>page</sup> 5/5  
REEL: 1787 FRAME: 0987