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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):

Mecklermedia Corporation

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

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

3. Nature of conveyance:

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

Execution Date: November 23, 1998

2. Name and address of receiving party(ies)

Name: Internet World Media, Inc.

Internal Address:

Street Address: 20 Ketchum Street

City: Westport State: CT ZIP: 06880

- 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

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

A. Trademark Application No.(s)

See attached Schedule

B. Trademark Registration No.(s)

See attached Schedule

Additional numbers attached? Yes No

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

Name: William M. Ried, Esq.

Internal Address: Willkie Farr & Gallagher

Street Address: 787 Seventh Avenue

City: New York State: NY ZIP: 10019

6. Total number of applications and registrations involved: 110

7. Total fee (37 CFR 3.41).....\$ 2,765.00

Enclosed

Authorized to be charged to deposit account

8. Deposit account number:

23-2405

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

12/28/1998 SSMITH 00000022 232A05 75461954

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01 FC:481 40.00 CH
02 FC:482 2725.00 CH

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.

William M. Ried, Esq.
Name of Person Signing

William M. Ried
Signature

12/21/98
Date

Total number of pages including cover sheet, attachments, and document: 13

10336	INTERNET STOCK REPORT	42	Mecklermedia Corporation	75/239,721	2/6/97	2,170,555	6/30/98	Registered
8709	INTERNET WORLD	16, 25, 35	Mecklermedia Corporation	74/681,194	5/24/95			Suspended
10330	INTERNET WORLD	41	Mecklermedia Corporation	75/237,487	2/6/97			Suspended
3564	INTERNET WORLD	42	Mecklermedia Corporation	75/073,281	3/15/96			Suspended
4983	INTERNET WORLD	42	Mecklermedia Corporation	75/012,252	10/30/95			Suspended
10682	INTERNET WORLD	9	Mecklermedia Corporation	75/274,653	4/10/97			Suspended
10822	INTERNET WORLD and 9, 16, 35, 41, 42 Design		Mecklermedia Corporation	75/295,882	5/21/97			Suspended
10888	INTERNET.COM	16	Mecklermedia Corporation	75/403,807	12/11/97			Pending
10858	INTERNET.COM	25	Mecklermedia Corporation	75/307,983	6/12/97			Published
10857	INTERNET.COM	35	Mecklermedia Corporation	75/307,982	6/12/97			Suspended
10856	INTERNET.COM	41	Mecklermedia Corporation	75/307,981	6/12/97			Suspended
10855	INTERNET.COM	42	Mecklermedia Corporation	75/307,980	6/12/97			Suspended
10859	INTERNET.COM	9	Mecklermedia Corporation	75/307,599	6/12/97			Suspended
10337	INTERNETNEWS	42	Mecklermedia Corporation	75/237,497	2/6/97			Pending
10709	INTERNETNEWS.COM	42	Mecklermedia Corporation	75/274,748	4/15/97			Pending
13158	INTERNET DESIGN MAGAZINE	42	Mecklermedia Corporation	75/586,544	11/10/98			Pending
10970	INTRANET WORLD	16, 42	Mecklermedia Corporation	75/976,336	2/20/96			Suspended
3563	INTRANET WORLD	35	Mecklermedia Corporation	75/061,902	2/20/96			Suspended
12886	IPOWATCH	16	Mecklermedia Corporation	75/539,543	8/20/98			Pending
12889	IPOWATCH	42	Mecklermedia Corporation	75/539,542	8/20/98			Pending
9727	ISDEX	16, 42	Mecklermedia Corporation	75/139,945	7/25/96	2,069,857	6/10/97	Registered
10152	ISP WORLD	16	Mecklermedia Corporation	75/202,252	11/22/96			Published and opposed
10150	ISP WORLD	35	Mecklermedia Corporation	75/202,251	11/22/96			Published and opposed
10149	ISP WORLD	41	Mecklermedia Corporation	75/202,253	11/22/96			Published and opposed
10151	ISP WORLD	42	Mecklermedia Corporation	75/202,254	11/22/96			Published and opposed
12884	ISPCON	16	Mecklermedia Corporation	75/524,931	7/24/98			Pending
12825	ISPCON	35, 41, 42	Mecklermedia Corporation	75/520,225	7/16/98			Pending
1512	IWLABS	16, 42	Mecklermedia Corporation	75/091,594	4/19/96	2,029,051	1/7/97	Registered
10335	IWORLD	38	Mecklermedia Corporation	75/237,493	2/6/97			Suspended
2508	IWORLD	42	Mecklermedia Corporation	75/073,279	3/15/96			Suspended
13162	JAVA BOUTIQUE	42	Mecklermedia Corporation	75/586,165	11/10/98			Pending
13187	JAVA BOUTIQUE & Design	42	Mecklermedia Corporation	75/591,719	11/19/98			Pending
13190	JUMBO	16	Mecklermedia Corporation	75/591,720	11/19/98			Pending
13189	JUMBO	42	Mecklermedia Corporation	75/591,721	11/19/98			Pending

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13191	JUMBO.COM	16	Mecklermedia Corporation	75/591,722	11/19/98			Pending
6416	MECKLER	16	Mecklermedia Corporation	73/825,166	9/14/89	1,617,587	10/16/90	Registered
304	MECKLERMEDIA	16, 35, 41	Mecklermedia Corporation	74/557,792	8/5/94	2,000,605	9/17/96	Registered
4054	MECKLERMEDIA	35, 42	Mecklermedia Corporation	75/073,278	3/15/96	2,029,022	1/7/97	Registered
11738	NETSEARCHER	16	Mecklermedia Corporation	75/461,955	4/3/98			Pending
11735	NETSEARCHER	42	Mecklermedia Corporation	75/461,960	4/3/98			Pending
12906	PCWEBOPAEEDIA	16	Mecklermedia Corporation	75/546,071	9/1/98			Pending
12887	PCWEBOPAEEDIA	42	Mecklermedia Corporation	75/539,687	8/20/98			Pending
10412	PUSHWORLD	16	Mecklermedia Corporation	75/247,168	2/24/97			Published and opposed
10413	PUSHWORLD	35	Mecklermedia Corporation	75/247,167	2/24/97			Published and opposed
10414	PUSHWORLD	41	Mecklermedia Corporation	75/247,166	2/24/97			Published and opposed
10415	PUSHWORLD	42	Mecklermedia Corporation	75/247,172	2/24/97			Published and opposed
11429	SEARCHENGINEWATC	42	Mecklermedia Corporation	75/417,525	1/13/98			Published
	H							
12828	SERVERWATCH	42	Mecklermedia Corporation	75/520,292	7/16/98			Pending
11736	STATSWATCH.COM	42	Mecklermedia Corporation	75/461,961	4/3/98			Pending
10345	STROUDS	16	Mecklermedia Corporation	75/237,496	2/6/97			Notice of Allowance
	CONSUMMATE							
	WINSOCK							
	APPLICATIONS							
10340	STROUDS	42	Mecklermedia Corporation	75/237,482	2/6/97	2,149,102	4/7/98	Registered
	CONSUMMATE							
	WINSOCK							
	APPLICATIONS							
13161	THE ELECTRONIC	42	Mecklermedia Corporation	75/586,162	11/10/98			Pending
	COMMERCE GUIDE							
10347	THE INTERNET MEDIA	16	Mecklermedia Corporation	75/236,014	2/4/97	2,188,909	9/15/98	Registered
	COMPANY							
10348	THE INTERNET MEDIA	35	Mecklermedia Corporation	75/236,016	2/4/97			Published
	COMPANY							
10349	THE INTERNET MEDIA	41	Mecklermedia Corporation	75/236,017	2/4/97			Published
	COMPANY							
10350	THE INTERNET MEDIA	42	Mecklermedia Corporation	75/243,093	2/18/97			Published
	COMPANY							
10338	THE INTERNET	42	Mecklermedia Corporation	75/237,483	2/6/97			Pending
	PRODUCT SITE							
11049	THE INTERNET STOCK	16	Mecklermedia Corporation	75/520,290	7/16/98			Pending
	INDEX							
13157	THE JAVA SCRIPT	42	Mecklermedia Corporation	75/586,542	11/10/98			Pending
	SOURCE							
4053	THE LIST	42	Mecklermedia Corporation	75/061,901	2/20/96	2,100,493	9/23/97	Registered

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10680	THE TOTAL SOLUTION 35 SHOW	Mecklermedia Corporation	75/268,123	4/2/97		Published
10681	THE TOTAL SOLUTION 41 SHOW	Mecklermedia Corporation	75/268,122	4/2/97		Published
11734	THE VOICE OF E-BUSINESS AND INTERNET TECHNOLOGY	Mecklermedia Corporation	75/461,959	4/3/98		Pending
12824	THE XML FILES 42	Mecklermedia Corporation	75/520,289	7/16/98		Pending
6243	VIRTUAL REALITY 16, 25, 35 WORLD	Mecklermedia Corporation	74/681,193	5/24/95	2/11/97	Registered
1850	VR WORLD 16, 25, 35	Mecklermedia Corporation	74/716,141	7/18/95	2/4/97	Registered
13163	WDVL 42	Mecklermedia Corporation	75/586,164	11/10/98		Pending
13160	WEB DESIGN LIST 42	Mecklermedia Corporation	75/586,543	11/10/98		Pending
302	WEB DEVELOPER 16, 25, 35	Mecklermedia Corporation	75/013,985	11/2/95	7/8/97	Registered
4436	WEB DEVELOPER 42	Mecklermedia Corporation	75/013,986	11/2/95	7/15/97	Registered
6549	WEB INTERACTIVE 35	Mecklermedia Corporation	75/122,906	6/20/96	10/21/97	Registered
13159	WEB SERVER 42	Mecklermedia Corporation	75/586,601	11/10/98		Pending
2518	COMPARE WEB WEEK 16, 25	Mecklermedia Corporation	74/703,005	7/18/95	11/18/97	Registered
10333	WEB WEEK 38	Mecklermedia Corporation	75/237,486	2/6/97		Notice of Allowance
10575	WEB WEEK 42	Mecklermedia Corporation	75/263,461	3/25/97	2,204,997	Registered
11222	WEBDEVELOPER.COM 16	Mecklermedia Corporation	75/391,637	11/17/97		Notice of Allowance
11223	WEBDEVELOPER.COM 42	Mecklermedia Corporation	75/391,638	11/17/97		Pending
12905	WEBOPAEEDIA 16	Mecklermedia Corporation	75/546,070	9/1/98		Pending
12888	WEBOPAEEDIA 42	Mecklermedia Corporation	75/539,686	8/20/98		Pending
11428	WEBREFERENCE.COM 42	Mecklermedia Corporation	75/417,526	1/13/98		Pending
12885	WEVE GOT IT 16	Mecklermedia Corporation	75/539,541	8/20/98		Pending
12826	COVERED WEVE GOT IT 35, 41, 42	Mecklermedia Corporation	75/520,291	7/16/98		Pending
325	COVERED WHERE THE INTERNET COMES 35	Mecklermedia Corporation	75/091,591	4/19/96	2,151,707	Registered
326	ALIVE WHERE THE INTERNET MEANS 35	Mecklermedia Corporation	75/091,595	4/19/96	2,168,840	Registered
10806	BUSINESS WHERE WALL STREET 16	Mecklermedia Corporation	75/302,317	6/3/97	2,144,783	Registered
10807	MEETS THE WEB WHERE WALL STREET 42 MEETS THE WEB	Mecklermedia Corporation	75/302,319	6/3/97	2,146,516	Registered

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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 OWNERSHIP, WHICH MERGES:

"INTERNET WORLD MEDIA, INC.", A DELAWARE CORPORATION, WITH AND INTO "MECKLERMEDIA CORPORATION" UNDER THE NAME OF "INTERNET WORLD MEDIA, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-FOURTH DAY OF NOVEMBER, A.D. 1998, AT 12 O'CLOCK P.M.



Edward J. Freel

Edward J. Freel, Secretary of State

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AUTHENTICATION: 9471265

DATE: 12-17-98

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11-24-98

CERTIFICATE OF OWNERSHIP AND MERGER
OF
INTERNET WORLD MEDIA, INC.
INTO
MECKLERMEDIA CORPORATION

Pursuant to Section 253 of the General Corporation Law of the State of Delaware (the "DGCL"), the undersigned corporation DOES HEREBY CERTIFY:

FIRST: That the names and states of incorporation of the constituent corporations are as follows:

<u>Name</u>	<u>State of Incorporation</u>
Internet World Media, Inc. (the "Corporation")	Delaware
Mecklermedia Corporation ("Mecklermedia")	Delaware

SECOND: That the Corporation, as the owner of over 90% of all of the outstanding shares of the stock of Mecklermedia, hereby merges itself into Mecklermedia.

THIRD: That the Corporation, by the resolutions of its Board of Directors duly adopted by written consent in lieu of a meeting, dated November 24, 1998, determined to merge the Corporation with and into Mecklermedia (the "Surviving Corporation") upon the terms set forth in such resolutions. A true copy of said resolutions is attached hereto as Exhibit A. Such resolutions have not been modified or rescinded and are in full force and effect on the date hereof.

FOURTH: That the Certificate of Incorporation of the Surviving Corporation shall be that of Mecklermedia Corporation as amended to read in its entirety as set forth in Exhibit B and attached hereto, and shall continue in full force and effect until amended and changed in the manner prescribed by the provisions of the DGCL.

FIFTH: That the Merger has been approved by Penton Media, Inc., the sole stockholder of the Corporation, in accordance with the provisions of Section 228 of the General Corporation Law of the State of Delaware.

IN WITNESS WHEREOF, the undersigned corporation has caused this Certificate of Ownership and Merger to be executed as of the 23rd day of November, 1998.

INTERNET WORLD MEDIA, INC.


By: 
Preston L. Vice
Secretary

EXHIBIT A

RESOLVED, that the Board of Directors of the Corporation has determined that the merger (the "Merger") of the Corporation with and into Mecklermedia Corporation, a Delaware corporation ("Mecklermedia"), is in the best interests of the Corporation and its sole stockholder, Penton Media, Inc. ("Penton"); and

RESOLVED FURTHER, that the Corporation be merged into Mecklermedia pursuant to the laws of the State of Delaware as hereinafter provided, so that the separate existence of the Corporation shall cease as soon as the Merger shall become effective, and thereupon the Corporation and Mecklermedia will become a single corporation (the "Surviving Corporation"), which shall continue to exist under, and be governed by, the laws of the State of Delaware; and

RESOLVED FURTHER, that the terms and conditions of the proposed Merger are as follows:

(a) From and after the effective time of the Merger (the "Effective Time"), all of the estate, property, rights, privileges, powers and franchises of the Corporation and Mecklermedia shall become vested in and be held by the Surviving Corporation as fully and entirely and without change or diminution as the same were before held and enjoyed by the Corporation and Mecklermedia, and the Surviving Corporation shall assume all of the obligations and liabilities of the Corporation and Mecklermedia.

(b) Each share of common stock, \$.01 par value, of Mecklermedia (the "Shares") issued and outstanding immediately before the Effective Time (other than Shares held in the treasury of Mecklermedia and Shares owned by Penton or any direct or indirect wholly owned subsidiary of Penton or any Shares held by a holder who has demanded and perfected his demand for appraisal of his Shares and as of the Effective Time has neither effectively withdrawn nor lost his right to such appraisal) shall be canceled and extinguished and be converted into the right to receive \$29.00 per Share in cash payable to the holder thereof, without interest, upon surrender of the certificate formerly representing such Share.

(c) Each Share held in the treasury of Mecklermedia and each Share owned by Penton or any direct or indirect wholly owned subsidiary of Penton immediately before the Effective Time shall be canceled and extinguished and no payment or other consideration shall be made with respect thereto.

(d) Each share of common stock, par value \$.01 per share, of the Corporation issued and outstanding immediately before the Effective Time shall thereafter represent one validly issued, fully

paid and nonassessable share of common stock, par value \$.01 per share, of the Surviving Corporation.

(e) From and after the Effective Time, the name of the Surviving Corporation shall be Internet World Media, Inc.

RESOLVED FURTHER, that the effective time of the Certificate of Ownership and Merger setting forth a copy of these resolutions shall be the time of filing of such certificate.

EXHIBIT B
CERTIFICATE OF INCORPORATION
OF
INTERNET WORLD MEDIA, INC.

ARTICLE I: The name of the Corporation is Internet World Media, Inc.

ARTICLE II: The Corporation's registered office in the State of Delaware is at Corporation Trust Center, 1209 Orange Street in the City of Wilmington, County of New Castle. The name of its registered agent at such address is The Corporation Trust Company.

ARTICLE III: The nature of the business of the Corporation and its purpose is to engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of the State of Delaware.

ARTICLE IV: The total number of shares of stock which the Corporation shall have authority to issue is 1,000 shares of Common Stock, par value \$.01 per share.

ARTICLE V: The following provisions are inserted for the management of the business and for the conduct of the affairs of the Corporation and for the purpose of creating, defining, limiting and regulating the powers of the Corporation and its directors and stockholders:

(a) The number of directors of the Corporation shall be fixed and may be altered from time to time in the manner provided in the By-Laws, and vacancies in the Board of Directors and newly created directorships resulting from any increase in the authorized number of directors may be filled, and directors may be removed, as provided in the By-Laws.

(b) The election of directors may be conducted in any manner approved by the stockholders at the time when the election is held and need not be by ballot.

(c) All corporate powers and authority of the Corporation (except as at the time otherwise provided by law, by this Certificate of Incorporation or by the By-Laws) shall be vested in and exercised by the Board of Directors.

(d) The Board of Directors shall have the power without the assent or vote of the stockholders to adopt, amend, alter or repeal the By-Laws of the Corporation, except to the extent that the By-Laws or this Certificate of Incorporation otherwise provide.

(e) No director of the Corporation shall be liable to the Corporation or its stockholders for monetary damages for breach of his or her fiduciary duty as a director, provided that nothing contained in this Certificate of Incorporation shall eliminate or limit the liability of a director (i) for any breach of the director's duty of loyalty to the Corporation or its stockholders, (ii) for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of the law, (iii) under Section 174 of the General Corporation Law of the State of Delaware or (iv) for any transaction from which the director derived an improper personal benefit.

(f) The Corporation shall, to the fullest extent permitted by law, indemnify any person who was or is a party or is threatened to be made a party to any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative (including without limitation any action by or in the right of the corporation) by reason of the fact that he is or was a director or officer of the Corporation or in either such capacity, is or was serving at the request of the Corporation as a director or officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise, against expenses (including attorney's fees), judgments, fines and amounts paid in settlement, actually and reasonably incurred by him in connection with such action, suit or proceeding. The right to indemnification conferred in this Article V shall be a contract right and shall include the right to be paid by the Corporation the expenses incurred in defending any such proceeding in advance of its final disposition in accordance with the General Corporation Law of the State of Delaware. Except as otherwise limited by law, no person indemnified by the Corporation under this Article shall be obligated to repay to the Corporation any amounts advanced by the Corporation hereunder.

ARTICLE VI: The name and mailing address of the incorporator is:

Name: Wayne A. Martino, Esq.
Address: c/o Brenner, Saltzman, Wallman & Goldman
217 Whitney Avenue
New Haven, Connecticut 06511

ARTICLE VII: The Corporation reserves the right to amend or repeal any provision contained in this Certificate of Incorporation in the manner now or hereafter prescribed by the laws of the State of Delaware, and all rights herein conferred upon stockholders or directors are granted subject to this reservation.