

03-08-2000



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OPR/FINANCE

TRADEMARKS ONLY

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type

New

Resubmission (Non-Recordation)
Document ID #

Correction of PTO Error
Reel # Frame #

Corrective Document
Reel # Frame #

Conveyance Type

Assignment License

Security Agreement Nunc Pro Tunc Assignment

Merger
Effective Date
Month Day Year

Change of Name

Other

Conveying Party

Mark if additional names of conveying parties attached

Name Execution Date
Month Day Year

Formerly

Individual General Partnership Limited Partnership Corporation Association

Other

Citizenship/State of Incorporation/Organization

Receiving Party

Mark if additional names of receiving parties attached

Name

DBA/AKA/TA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)
City State/Country Zip Code

Individual General Partnership Limited Partnership Association

Corporation Association

Other

Citizenship/State of Incorporation/Organization

If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)

FOR OFFICE USE ONLY

03/08/2000 DNGUYEN 00000082 75821125

01 FC:481 40.00 OP

02 FC:482 225.00 OP

Public burden reporting for this collection of information is estimated to average approximately 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and gathering the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Information Officer, Washington, D.C. 20231 and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction Project (0651-0027), Washington, D.C. 20503. See OMB Information Collection Budget Package 0651-0027, Patent and Trademark Assignment Practice. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS ADDRESS.

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

Domestic Representative Name and Address

Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Correspondent Name and Address

Area Code and Telephone Number

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Pages

Enter the total number of pages of the attached conveyance document including any attachments.

#

Trademark Application Number(s) or Registration Number(s)

Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)

Registration Number(s)

<input type="text" value="75/821125"/>	<input type="text" value="75/877325"/>	<input type="text" value="75/748223"/>
<input type="text" value="75/594975"/>	<input type="text" value="75/881556"/>	<input type="text" value="75/748222"/>
<input type="text" value="75/877326"/>	<input type="text" value="75/748224"/>	<input type="text" value="75/778447"/>

<input type="text" value="2,308,103"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>

Number of Properties

Enter the total number of properties involved.

#

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41):

\$

Method of Payment:

Enclosed

Deposit Account

Deposit Account

(Enter for payment by deposit account or if additional fees can be charged to the account.)

Deposit Account Number:

#

Authorization to charge additional fees:

Yes

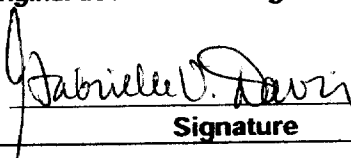
No

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. Charges to deposit account are authorized, as indicated herein.

Gabrielle V. Davis

Name of Person Signing



Signature

February 7, 2000

Date Signed

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 MERGER, WHICH MERGES:

"NEWSUB SERVICES, INC.", A CONNECTICUT CORPORATION,
WITH AND INTO "SYNAPSE GROUP, INC." UNDER THE NAME OF
"SYNAPSE GROUP, INC.", A CORPORATION ORGANIZED AND EXISTING
UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED
IN THIS OFFICE THE TWENTY-SECOND DAY OF DECEMBER, A.D. 1999, AT
5 O'CLOCK P.M.



3147816 8100M

001055362

A handwritten signature in cursive script, reading "Edward J. Freel".

Edward J. Freel, Secretary of State

0236996

AUTHENTICATION:

02-03-00

DATE:

TRADEMARK
REEL: 002031 FRAME: 0697

(DEL)

CERTIFICATE OF MERGER

OF

NEWSUB SERVICES, INC.
(a Connecticut corporation)

INTO

SYNAPSE GROUP, INC.
(a Delaware corporation)

Synapse Group, Inc., a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware ("Synapse"), does hereby certify:

FIRST: That the name and state of incorporation of each of the constituent corporations of the merger is as follows:

<u>Name</u>	<u>State of Incorporation</u>
Synapse Group, Inc.	Delaware
NewSub Services, Inc.	Connecticut

SECOND: That an Agreement and Plan of Merger (the "Merger Agreement") between the parties to the merger has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations in accordance with the requirements of Section 252(c) of the General Corporation Law of the State of Delaware and Section 33-819 of the General Statutes of Connecticut.

THIRD: That the name of the surviving corporation of the merger is "Synapse Group, Inc."

FOURTH: That the Certificate of Incorporation of Synapse which will survive the merger, shall be the Certificate of Incorporation of the surviving corporation.

FIFTH: That the executed Merger Agreement is on file at the principal place of business of the surviving corporation. The address of said principal place of business is 4 High Ridge Park, Stamford, CT 06905.

SIXTH: That a copy of the Merger Agreement will be furnished by the surviving corporation upon request and without cost to any stockholder of any constituent corporation.

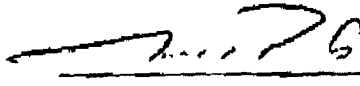
SEVENTH: That the authorized capital stock of NewSub Services, Inc., a Connecticut corporation, is (i) fifteen thousand (15,000) shares of common stock having no par value, divided into seven thousand five hundred (7,500) shares of Class A Common Stock having no par value, and (ii) seven thousand five hundred (7,500) shares of Class B Common Stock having no par value and seven hundred and sixty (760) shares of Series A Preferred Stock, par value \$.01 per share.

EIGHTH: That this Certificate of Merger shall be effective on December 22, 1999.

IN WITNESS WHEREOF, Synapse has caused this Certificate to be executed by its President and attested by its Secretary this 22 day of December, 1999.

SYNAPSE GROUP, INC.

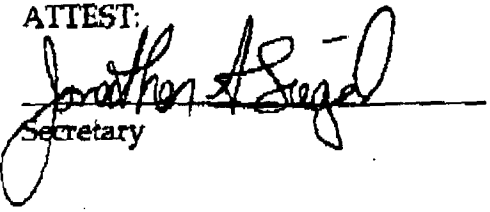
(a Delaware corporation)



Michael Loeb
President

Dated: December 22, 1999

ATTEST:


Secretary