

12-20-2001



COVER SHEET

ONLY

12.14.01

or copy thereof.

To the Honorable Commissioner of Patents and

101922168

1. Name of conveying party(ies):

EMAP USA, Inc.

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

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

2. Name and Address of receiving party(ies)

Name: PRIMEDIA Specialty Group Inc.
Attn: General Counsel
Address: 745 Fifth Ave.
New York, NY 10151

- Individual(s) citizenship
- Corporation - Delaware
- Association
- General Partnership
- Limited Partnership

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:

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

Execution Date: August 23, 2001

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

A. Trademark Application No.(s)

See attached schedule of applications

76169807

B. Trademark Registration No.(s)

Additional numbers attached? Yes No

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

Deborah K. Squiers, Esq.
Cowan, Liebowitz & Latman, P.C.
1133 Avenue of the Americas
New York, NY 10036-6799

6. Total number of applications and registrations involved:

2

7. Total fee (37 CFR 3.41)..... \$ 60

- Enclosed
- Any deficiency is authorized to be charged to Deposit Account No. 03-3415.

8. Deposit Account No. _____
(Attach duplicate copy of this page if paying by deposit account)

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.

Deborah K. Squiers
Name of Person Signing

Deborah K. Squiers
Signature

December 14, 2001
Date

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

"Express Mail" Mailing Label Number

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I hereby certify that this paper or fee is being deposited with the United States Postal Service "Express Mail Post Office to Addressee" service under 37 C.F.R. 1.10 on the date indicated above and is addressed to the U.S. Patent and Trademark Office, Office of Public Records, Crystal Gateway 4, Room 335, Washington, D.C. 20231 on

12-14-2001
(Date of Deposit)

Esther C. Seltzer
(Typed or printed name of person mailing paper or fee)

Esther C. Seltzer
(Signature)

12/19/2001 JJALLAHZ 00000029 033415 76169807

01 FC:481
02 FC:482

5.00 CH

40.00 OP
20.00 OP

SCHEDULE OF MARKS

<u>MARK</u>	<u>SERIAL NUMBER</u>	<u>GOODS</u>
1. GUNS & AMMO	Ser. No. 76/169807	Class 16
2. PHOTOGRAPHIC	Ser. No. 76/179019	Class 16

State of Delaware
Office of the Secretary of State PAGE 1

I, HARRIET SMITH WINDSOR, 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 "EMAP USA, INC.", CHANGING ITS NAME FROM "EMAP USA, INC." TO "PRIMEDIA SPECIALTY GROUP INC.", FILED IN THIS OFFICE ON THE TWENTY-THIRD DAY OF AUGUST, A.D. 2001, AT 9 O'CLOCK A.M.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

2653578 8100

AUTHENTICATION: 1333950

010445398

DATE: 09-07-01

TRADEMARK
REEL: 002409 FRAME: 0769

emap-usa

STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 09:00 AM 08/23/2001
010415765 - 2653578

CERTIFICATE OF AMENDMENT
OF
CERTIFICATE OF INCORPORATION
OF
EMAP USA, INC.

Pursuant to Section 242
of the Corporation Law of the
State of Delaware

EMAP USA, Inc. (the "Corporation"), organized and existing
under and by virtue of the General Corporation Law of the State
of Delaware, does hereby certify:

By vote of a majority of the Directors of the Corporation
and pursuant to Sections 141 and 242 of the General Corporation
Law of the State of Delaware, a resolution was duly adopted
setting forth an amendment to the Certificate of Incorporation of
the Corporation and declaring said amendment to be advisable.
The stockholders of the Corporation have duly approved said
amendment pursuant to written consent of a majority of the
stockholders, all in accordance with Sections 328 and 242 of the
General Corporation Law of the State of Delaware. The resolution
setting forth the amendment is as follows:

RESOLVED: That Article FIRST of the Certificate of
Incorporation of the Corporation, as amended, be
and hereby is deleted, and the following Article
FIRST is substituted therefor:

FIRST: "The name of the Corporation is PRIMEDIA
Specialty Group Inc."

IN WITNESS WHEREOF, the Corporation has caused this
Certificate of Amendment to be signed by its President and
attested by its Secretary this 23 day of August, 2001.

EMAP USA, Inc.

By: Tom Moloney
Tom Moloney
Its President

ATTEST: Keith Marriott
Keith Marriott
Secretary

:1322308-1



** TOTAL PAGE.03 **