

05-25-1999

IN FORM COVER SHEET
EMARKS ONLY

U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office



MAY 10

To the Hc 101044877

Remarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

PREVUE NETWORKS, INC.

MTP
5-10-99

- Individual(s)
- General Partnership
- Corporation-State
- Other

- Association
- Limited Partnership

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

2. Name and address of receiving party(ies)

Name: TV GUIDE NETWORKS, INC.

Internal Address:

Street Address: 7140 South Lewis Avenue

City: Tulsa State: Oklahoma ZIP: 74136-5422

- 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:

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

Execution Date: February 27, 1999

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

A. Trademark Application No.(s)

75/464,749 75/622,166
 75/463,258 75/464,545
 75/464,750 75/464,550

B. Trademark Registration No.(s)

1,964,420 1,261,961
 1,882,459 1,966,843
 2,109,789 1,915,869
 1,926,672

Additional numbers attached? Yes No

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

Name: FISH & NEAVE

Internal Address: Lindsey F. Jones, Esq.

Street Address: 1251 Avenue of the Americas

City: New York State: NY ZIP: 10020

6. Total number of applications and registrations involved: 13

7. Total fee (37 CFR 3.41).....\$ 340.00

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)

05/24/1999 DNGUYEN 00000222 1964420

DO NOT USE THIS SPACE

01 EC:481 40.00 OP
 02 EC:482 300.00 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.

Lindsey F. Jones

Name of Person Signing

Lindsey F. Jones
Signature

5-3-99

Date

Total number of pages including cover sheet, attachments, and document: 3

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 "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

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A handwritten signature in cursive script, reading "Edward J. Freel", is written over a horizontal line.

Edward J. Freel, Secretary of State

AUTHENTICATION: 9634435

DATE: 03-17-99

TRADEMARK
REEL: 001901 FRAME: 0127

**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
Charles Butler Ammann
Senior Vice President

[SEAL]

STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 02:00 PM 03/01/1999
991078475 - 2155534

RECORDED: 05/10/1999

TRADEMARK
REEL: 001901 FRAME: 0128