

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	CHANGE OF NAME
EFFECTIVE DATE:	03/26/2001

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
Miller Freeman Holdings, Inc.		03/26/2001	CORPORATION: DELAWARE

**RECEIVING PARTY DATA**

Name:	United Business Media Holdings, Inc.
Street Address:	600 Community Drive
City:	Manhasset
State/Country:	NEW YORK
Postal Code:	11030
Entity Type:	CORPORATION: DELAWARE

**PROPERTY NUMBERS Total: 1**

Property Type	Number	Word Mark
Registration Number:	2019061	FIREX

**CORRESPONDENCE DATA**

Fax Number: (516)562-7123  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
 Phone: 5165625705  
 Email: mheddell@cmp.com  
 Correspondent Name: Melissa Heddell  
 Address Line 1: 600 Community Drive  
 Address Line 4: Manhasset, NEW YORK 11030

NAME OF SUBMITTER:	Annmarie Fowler
Signature:	/annmarie fowler/
Date:	11/14/2006

CH \$40.00 2019061

**Total Attachments: 11**

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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 ARE TRUE AND CORRECT COPIES OF ALL DOCUMENTS ON FILE OF "UNITED BUSINESS MEDIA HOLDINGS, INC." AS RECEIVED AND FILED IN THIS OFFICE.

THE FOLLOWING DOCUMENTS HAVE BEEN CERTIFIED:

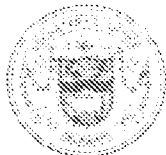
CERTIFICATE OF INCORPORATION, FILED THE SEVENTEENTH DAY OF DECEMBER, A.D. 1997, AT 4:30 O'CLOCK P.M.

CERTIFICATE OF AGREEMENT OF MERGER, FILED THE TWENTY-NINTH DAY OF DECEMBER, A.D. 1997, AT 9:01 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF AGREEMENT OF MERGER IS THE THIRTY-FIRST DAY OF DECEMBER, A.D. 1997.

CERTIFICATE OF AMENDMENT, CHANGING ITS NAME FROM "MILLER FREEMAN HOLDINGS, INC." TO "UNITED BUSINESS MEDIA HOLDINGS, INC.", FILED THE TWENTY-SIXTH DAY OF MARCH, A.D. 2001, AT 9 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID CERTIFICATES ARE THE ONLY CERTIFICATES ON RECORD OF THE AFORESAID CORPORATION.



*Harriet Smith Windsor*  
Harriet Smith Windsor, Secretary of State

2834715 8100H

AUTHENTICATION: 1147855

010245238

DATE: 05-23-01  
TRADEMARK

REEL: 003427 FRAME: 0675

**CERTIFICATE OF INCORPORATION**  
**OF**  
**MILLER FREEMAN HOLDINGS, INC.**

The undersigned, for the purpose of organizing a corporation under the General Corporation Law of the State of Delaware, certifies:

FIRST: The name of the corporation is Miller Freeman Holdings, Inc.

SECOND: The address of the corporation's registered office in the State of Delaware is the Corporation Trust Center, 1209 Orange Street, Wilmington, Delaware 19801, County of New Castle. The name of its registered agent at such address is The Corporation Trust Company.

THIRD: The purpose of the corporation 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.

FOURTH: The total number of shares of stock which the corporation shall have authority to issue is One Thousand (1,000) shares of common stock, of the per value of One dollar (\$1.00) each.

FIFTH: The name and mailing address of the incorporator is Anne W. Gurnsey, Two World Trade Center, Suite 5550, New York, New York 10048.

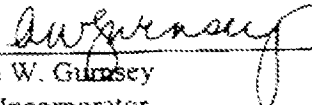
SIXTH: A director of the corporation shall not be personally liable to the corporation or its stockholders for monetary damages for breach of fiduciary duty as a director, except for liability (i) for any breach of the director's duty of loyalty to the corporation or its stockholders, (ii) for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law (iii) under Section 174 of the Delaware General Corporation Law, or (iv) for any transaction from which the director derived any improper personal benefit. If the

Delaware General Corporation Law is amended after the date of the filing of this Certificate to authorized corporate action further eliminating or limiting the personal liability of directors, then the liability of a director of the corporation shall be eliminated or limited to the fullest extent permitted by the Delaware General Corporation Law, as so amended. No repeal or modification of this Article SIXTH shall apply to or have any effect on the liability or alleged liability of any director of the corporation for or with respect to any acts or omissions of such director occurring prior to such repeal or modification.

SEVENTH: The directors shall have power to make, alter or repeal by-laws, except as may otherwise be provided in the by-laws.

EIGHTH: Elections of directors need not be by written ballot, except as may otherwise be provided in the by-laws.

WITNESS my signature this 17<sup>th</sup> day of December, 1997.

  
\_\_\_\_\_  
Anne W. Gurnsey  
Sole Incorporator

AGREEMENT OF MERGER

THIS MERGER AGREEMENT is made and entered into as of December 24, 1997, by and between Miller Freeman Holdings, Inc., a Delaware corporation ("MFHI") and Miller Freeman Group USA, Inc., a Delaware corporation ("Group USA").

WITNESSETH

WHEREAS, MFHI is a corporation duly organized and existing under the laws of the State of Delaware, having an authorized capital stock of 1,000 shares of common stock, of which 830 are presently issued and outstanding and are owned by United California Holdings Corporation, a Delaware corporation ("Calico") and 170 are presently issued and outstanding and are owned by Ludgate (USA), Inc., a Delaware corporation ("LUSA"); and

WHEREAS, Group USA is a corporation duly organized and existing under the laws of the State of Delaware, having an authorized capital stock of 10,000 shares of common stock, of which 2,000 are presently issued and outstanding and are owned by LUSA; and

WHEREAS, the respective Boards of Directors of MFHI and Group USA have determined that the merger of the corporations described below will produce significant benefits through the consolidation of corporate activities and increased efficiencies; and

WHEREAS, each of the respective Boards of Directors of MFHI and Group USA has determined that it is in the best interests of each such corporation and its stockholders that Group USA be merged with and into MFHI, such merger to be effected in accordance with the laws of the State of Delaware in the manner and on the terms and conditions set forth herein; and

WHEREAS, the respective Boards of Directors of MFHI and Group USA desire to adopt this agreement as a plan of reorganization and to consummate the merger in accordance with the provisions of Sections 368(a)(1)(A) and 368(a)(1)(D) of the Internal Revenue Code of 1986, as amended, and the Treasury Regulations promulgated thereunder.

NOW, THEREFORE, in consideration of the mutual agreements and covenants set forth herein, the parties hereby agree as follows:

ARTICLE I  
THE PLAN OF MERGER

1.1 The Merger. At the Effective Time of the Merger (as hereinafter defined) and pursuant to the General Corporation Law of the State of Delaware ("DGCL") the following shall occur:

(a) The Surviving Corporation. Group USA shall be merged with and into MFHI, and MFHI shall be the surviving corporation (the "Surviving Corporation"). The separate existence and corporate organization of Group USA shall cease, and thereupon Group USA and MFHI shall be a single corporation. MFHI, as the Surviving Corporation, shall succeed, insofar as permitted by law, to all rights, assets, liabilities, debts and obligations of Group USA, in accordance with and as set forth more fully in Section 259 of the DGCL.

(b) Certificate of Incorporation. The Certificate of Incorporation of MFHI shall be and remain the Certificate of Incorporation of the Surviving Corporation until amended as provided by law.

(c) By-Laws. The By-Laws of MFHI shall be and remain the by-laws of the Surviving Corporation until amended as provided by law.

(d) Directors. Until their respective successors shall be duly elected and qualified, the Board of Directors of the Surviving Corporation shall consist of each of the existing members of the Board of Directors of MFHI.

(e) Officers. Until their respective successors shall be duly elected and qualified, the officers of the Surviving Corporation shall consist of each of the existing officers of MFHI.

The Merger shall become effective on December 31, 1997, at 11:00 p.m. Eastern Standard time (the "Effective Time of the Merger").

1.2 Conversion of Shares. The manner of converting the shares of the constituent corporations at the Effective Time of the Merger shall be as follows:

(a) MFHI Shares. Each share of capital stock of MFHI which shall be outstanding at the Effective Time of the Merger shall remain

outstanding and shall constitute the entire outstanding capital stock of the Surviving Corporation.

(b) Other Shares. Each share of capital stock of Group USA outstanding at the Effective Time of the Merger shall, by virtue of the merger and without any action on the part of the holder thereof, be cancelled and retired at the Effective Time of the Merger. No cash, securities or other consideration shall be paid or delivered in exchange for the cancellation and retirement of any such shares.

(c) Records. The stock transfer books of Group USA shall be closed as of the Effective Time of the Merger, and no transfer of record of any shares of capital stock of such corporations shall take place thereafter.

(d) Surrender of Corporation Stock Certificates. Immediately after the Effective Time of the Merger, each holder of an outstanding certificate or certificates which prior thereto represented shares of capital stock of Group USA shall surrender the same to the Corporate Secretary of the Surviving Corporation for cancellation and retirement.

(e) Stock Options. At the Effective Time of the Merger, any and all options to acquire shares of capital stock of Group USA which are outstanding and unexercised immediately prior to the Effective Time of the Merger shall be cancelled.

1.3 Further Assurances. Each party to this Merger Agreement agrees that if, at any time after the Effective Time of the Merger, the Surviving Corporation determines or is advised that any further deeds, assignments, instruments or assurances are necessary or desirable to vest, perfect or confirm in the Surviving Corporation title to any property or rights of Group USA, then the officers and directors of the Surviving Corporation may execute and deliver all such proper deeds, assignments, instruments and assurances and do all other things necessary or desirable to vest, perfect or confirm title to such property or rights in the Surviving Corporation and otherwise to carry out the purpose of this Merger Agreement.

1.4 Address of Principal Office. The address of the principal office of MFHI is:

600 Harrison Street  
San Francisco, CA 94107



1.5 Counterparts. In order to facilitate the filing and recording of this Merger Agreement, the same may be executed in any number of counterparts, each of which shall be deemed to be an original and the same agreement, and shall become a binding agreement when one or more counterparts have been signed by each party and delivered to the other parties.


IN WITNESS WHEREOF, this Merger Agreement, having first been duly approved by the unanimous written consent of the respective Boards of Directors of Group USA and MFHI and the sole stockholder of Group USA, is hereby executed on behalf of each of said corporations by their respective officers thereunto duly authorized.


**MILLER FREEMAN HOLDINGS  
INC., a Delaware corporation**

By:   
Donald A. Fatur  
President

By:   
Warren A. Ambrose  
Secretary

**MILLER FREEMAN GROUP  
USA, INC., a Delaware  
corporation**

By:   
Marshall W. Freeman  
President

By:   
Warren A. Ambrose  
Secretary


OFFICERS' CERTIFICATE  
OF  
MILLER FREEMAN HOLDINGS, INC.

Donald A. Pazour and Warren A. Ambrose hereby certify that:

1. They are the President and Secretary, respectively, of Miller Freeman Holdings, Inc., a California corporation ("MFHI").
2. The total number of outstanding shares of each class of MFHI entitled to vote on the merger described in the Merger Agreement to which this certificate is attached is 100 common shares.
3. The principal terms of the Merger Agreement in the form attached to this certificate were approved by the shareholders of MFHI by the vote of 100% of the outstanding shares of MFHI, which equalled (or exceeded) the vote required.
4. The percentage vote required was a majority of the common shares of Properties.

We further declare under penalty of perjury under the laws of the State of Delaware that the matters set forth in this certificate are true and correct of our own knowledge.

Dated: December 29, 1997

  
Donald A. Pazour, President

  
Warren A. Ambrose, Secretary

OFFICERS' CERTIFICATE

OF

MILLER FREEMAN GROUP USA, INC.

Marshall W. Freeman and Warren A. Ambrose hereby certify that:

1. They are the President and Secretary, respectively, of Miller Freeman Group USA, Inc., a Delaware corporation ("Group USA").

2. The merger described in the Merger Agreement to which this certificate is attached was entitled to be and was approved by only the unanimous written consent of the Board of Directors of Group USA under the provisions of Section 251(f) of the General Corporation Law of the State of Delaware.

We further declare under penalty of perjury under the laws of the State of Delaware that the matters set forth in this certificate are true and correct of our own knowledge.

Dated: December 29, 1997

Marshall W. Freeman  
Marshall W. Freeman, President

Warren A. Ambrose  
Warren A. Ambrose, Secretary

CERTIFICATE OF AMENDMENT OF CERTIFICATE OF INCORPORATION  
OF  
MILLER FREEMAN HOLDINGS, INC.

It is hereby certified that:

1. The name of the corporation is Miller Freeman Holdings, Inc.
2. The certificate of incorporation of the corporation is hereby amended by striking out Article 1 thereof and by substituting in lieu of said Article 1 the following new Article 1:

"Article 1: The name of the corporation is United Business Media Holdings, 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 February 5, 2001.

/s/ Anne W. Gurnsey

By: Anne W. Gurnsey

Title: Senior Vice President and Secretary

S /// STATE OF DELAWARE ///  
T /// SECRETARY OF STATE ///  
A DIVISION OF CORPORATIONS ///  
M FILED 09/08/04/03/26/2001 ///  
D /// 010164929 - 2834715 ///  
BY April Wright

TRADEMARK

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

Applicant: United Business Media Holdings Inc.  
Mark:  
International Class:  
Docket No.:

Commissioner for Trademarks  
P.O. Box 1451  
Alexandria, VA 22313-1451

Annmarie Fowler declares that she is an officer of Applicant corporation and is authorized to make this declaration on behalf of said corporation; that she believes said corporation to be the owner of the mark sought to be registered; to the best of her knowledge and belief, no other person, firm, partnership, company or association has the right to use said mark in commerce, either in the identical form or in such near resemblance thereto as may be likely, when applied to the goods/services of such other person, to cause confusion, or to cause mistake, or to deceive; that all statements made herein of her own knowledge are true and that all statements made on information and belief are believed to be true; and further that willful false statements and the like so made are punishable by fine or imprisonment or both, under Section 1001 of Title 18 of the United States Code and that such willful false statements may jeopardize the validity of the application or any registration resulting therefrom.

UNITED BUSINESS MEDIA HOLDINGS, INC.

Date: 11/14/06

By: Annmarie Fowler

Title: Vice President and Secretary