



Department of State.

**CERTIFICATE OF AUTHORITY
OF**

DOUBLEDAY & COMPANY, INC.

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of DOUBLEDAY & COMPANY, INC.

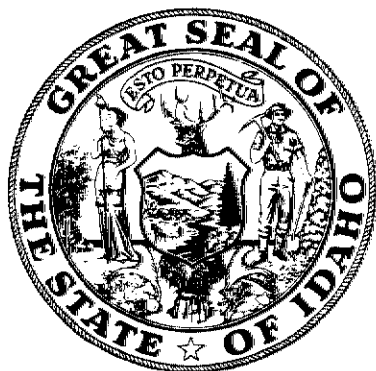
_____ for a Certificate of Authority to transact business in this State, duly signed and verified pursuant to the provisions of the Idaho Business Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Authority to DOUBLEDAY & COMPANY, INC.

to transact business in this State under the name DOUBLEDAY & COMPANY, INC.

_____ and attach hereto a duplicate original of the Application for such Certificate.

Dated March 12, 1987



Pete T. Cenarrusa

SECRETARY OF STATE

[Signature]
Corporation Clerk

APPLICATION FOR CERTIFICATE OF AUTHORITY

(Profit Corporation)

To the Secretary of State of Idaho

Pursuant to Section 30-1-110, Idaho Code, the undersigned Corporation hereby applies for a Certificate of Authority to transact business in your State, and for that purpose submits the following statement:

1. The name of the corporation is Doubleday & Company, Inc.

2. The name which it shall use in Idaho is _____

n/a

(To be used only when required to avoid a conflict with a name already on file. Must be accompanied by a Board of Directors resolution adopting assumed name in Idaho.)

3. It is incorporated under the laws of New York

4. The date of its incorporation is September 24, 1986 and the period of its duration is perpetual

5. The address of its principal office in the state or country under the laws of which it is incorporated is 501 Franklin Avenue, Garden City, New York 11530

6. The address to which correspondence should be addressed, if different from that in item 5. same as above

7. The street address of its proposed registered office in Idaho is The Prentice Hall Corporation System, Inc., One Capital Center, 999 Main Street, Boise, Idaho 83702, and the name of its proposed

registered agent in Idaho at that address is The Prentice-Hall Corporation System, Inc.

8. The purpose or purposes which it proposes to pursue in the transaction of business in Idaho are: See Rider

9. The names and respective addresses of its directors and officers are:

Name

Office

Address

See Rider

(continued on reverse)

Name

Office

Address

SEE RIDER

10. The corporation accepts and shall comply with the provisions of the Constitution and the laws of the State of Idaho.

11. This Application is accompanied by a certificate of Corporate Status or Existence, duly authenticated by the proper officer of the state or country under the laws of which it is incorporated.

Dated: March 9, 1987

Doubleday & Company, Inc.
(Corporation Name)

By Walter E. Freese
Walter E. Freese its President/Vice President (please specify)

✓ and Gerard H. Toner
Gerard H. Toner its Secretary/Assistant Secretary (please specify)

STATE OF New York)
) ss:
COUNTY OF New York)

I, Beverly Cano, a notary public, do hereby certify that on
this 9th day of March, 19 87, personally appeared before
✓ me Walter E. Freese, who being by me first duly sworn, declared that (s)he
is the Vice President of Doubleday & Company, Inc.

that (s)he signed the foregoing document as Vice President of the corporation and that
the statements therein contained are true.

BEVERLY CANO
Notary Public, State of New York
No. 41-4091584
Qualified in Queens County
Certificate filed in New York County
Commission Expires March 30, 1989
Sept 87

Gerard H. Toner
Notary Public

**RIDER TO
APPLICATION FOR CERTIFICATE OF AUTHORITY OF
DOUBLEDAY & COMPANY, INC.
TO THE SECRETARY OF STATE OF IDAHO**

8. The purpose or purposes which it proposes to pursue in the transaction of business in Idaho are:

"1. Printing, publishing, marketing and wholesale and retail distribution and sale of books, publications and other printed materials.

2. Manufacture, marketing and wholesale and retail distribution and sale of tapes, videos and other communications media.

3. Any and all lawful acts and activities permitted under the laws of the State of Idaho."

9. The names and respective addresses of its directors and officers are:

<u>Name</u>	<u>Office</u>	<u>Address</u>
Dr. Ulrich Wechsler	Director, President and CEO	Doubleday & Company, Inc., 245 Park Avenue New York, New York 10167
Dr. Walter Gerstgrasser	Director	Bertelsmann A.G., Postfach 5555 D-4830 Guetersloh, Federal Republic of Germany
Dr. Juergen Kramer	Director and Vice President/ Chief Financial Officer	Bertelsmann, Inc., 666 Fifth Avenue New York, New York 10103
Rainer Hampp	Director	Doubleday & Company, Inc., 245 Park Avenue New York, New York 10167
Alberto Vitale	Director	Bertelsmann, Inc., 666 Fifth Avenue New York, New York 10103
Gerard H. Toner	Vice President and Secretary	Doubleday & Company, Inc., 245 Park Avenue New York, New York 10167
Richard S. Gearhart	Treasurer and Assistant Secretary	Doubleday & Company, Inc., 245 Park Avenue New York, New York 10167
Henry S. Conston	Assistant Secretary	90 Park Avenue New York, New York 10016
Walter E. Freese	Vice President	Doubleday & Company, Inc., 245 Park Avenue, New York, New York 10167

State of New York }
Department of State } SS:

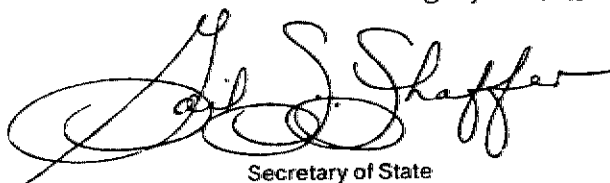
I Hereby Certify, *that I have made diligent examination of the index of corporation papers filed in this Department for a certificate, order or record of a dissolution of*

DOUBLEDAY & COMPANY, INC.

the certificate of incorporation of which corporation was filed September 24, 1986, under the name of
BDC MERGERCO, INC., with perpetual duration, and certificate changing name of which
was filed on December 17, 1986.

and that upon such examination, I find no such certificate, order or record, and that so far as indicated by the records of this Department, such corporation is a subsisting corporation.

Witness *my hand and the official seal of the
Department of State at the City of
Albany, this 21st day
of January one thousand
nine hundred and Eighty-Seven*


Secretary of State