

02-20-2001



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RECORDATION FORM COVER SHEET
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
Effective Date
Month Day Year
- Merger
- Change of Name
- Other

Conveying Party

Mark if additional names of conveying parties attached

Execution Date
Month Day Year

Name

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)

State/Country

Zip Code

- Individual
- General Partnership
- Limited Partnership
- 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.)

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TRADEMARK
REEL: 002237 FRAME: 0573

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"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="2,009,674"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="1,679,326"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="1,399,365"/>	<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.) #

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.

Deirdre Davis, Esq.
Name of Person Signing

Deirdre Davis
Signature

February 8, 2001
Date Signed



101283087

02-04-2000

RECORDATION FORM COVER SHEET TRADEMARKS ONLY

S. Patent & TMO/TM Mail Rpt Dt. #30

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03/07/2000 BCDATES 00000235 2009674

01 FC:481
02 FC:482

(40.00 OP
50.00 OP)

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Fee Amount

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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.

Alexandra Nicholson
Name of Person Signing



Signature

February 9, 2000
Date Signed

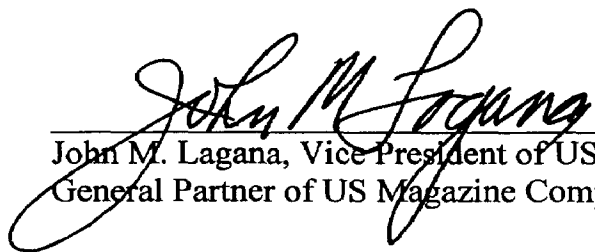
NUNC PRO TUNC TRADEMARK ASSIGNMENT

WHEREAS, US Magazine Company, L.P., a Delaware limited partnership, with its principal place of business at 1290 Avenue of the Americas, New York, New York 10104 (“Assignor”), is the owner of all the right, title, and interest in and to the trademarks (the “Marks”) set forth on Schedule A attached hereto, the registrations for them, and all associated good will; and

WHEREAS, US Magazine LLC, a Delaware limited liability company, with its principal place of business at 1290 Avenue of the Americas, New York, New York 10104 (“Assignee”), is desirous of acquiring all, right, title and interest in and to the Marks and the registrations associated with them, together with the goodwill of the business symbolized by and associated with the Marks and their respective registrations and the right to sue for and recover damages for past infringements of the Marks and to stand in the place of Assignor in all matters related thereto;

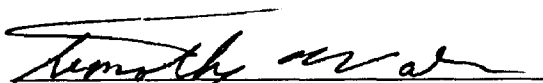
NOW, THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, Assignor does hereby transfer and assign to Assignee, its successors and assignees, *nunc pro tunc* as of December 31, 1999, all right, title, and interest in and to the Marks and the registrations associated with them, together with the goodwill of the business symbolized by and associated with the Marks and their

respective registrations and the right to sue for and recover damages for past
infringements of the Marks and to stand in the place of Assignor in all matters related
thereto.



John M. Lagana, Vice President of US Magazine Corporation,
General Partner of US Magazine Company, L.P.

Sworn to before me this
2 day of February, 2000


Notary Public

TIMOTHY M. WALSH
Notary Public, State of New York
No. 4987425
Qualified in New York County
Certificate Filed in New York County
Commission Expires Oct. 15, 2002

Schedule A

<u>Mark</u>	<u>Registration Number</u>
LOOSE TALK	Reg. No. 2,009,674
US	Reg. No. 1,679,326
US (Stylized)	Reg. No. 1,399,365

#65697