

MRD 5-31-2001

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May 31, 2001

RECORDATION FORM COVER SHEET - TRADEMARKS

Hon. Commissioner of Patents and Trademarks
Box Assignments
Washington, D.C. 20231

Re: Recordal of Assignment - Expedited Basis
Assignor: US Magazine LLC
Assignee: Us Weekly LLC
Docket No.: 3850040/7

Sir:

Please record the attached original document(s) or copy(ies) thereof, on an expedited basis.

1. Conveying party:
US Magazine LLC
a Delaware limited liability company
1290 Avenue of the Americas
New York, NY 10104
2. Receiving party:
Us Weekly LLC
a Delaware limited liability company
1290 Avenue of the Americas
New York, NY 10104
3. Nature of Conveyance: Nunc Pro Tunc Assignment, executed May 25, 2001, and effective as of January 31, 2001.

76100



May 31, 2001

Page 2 of 2

Re: Recordal of Assignment – Expedited Basis


From: US Magazine LLC

To: Us Weekly LLC

4. a) Trademark Application Nos.:
76/089,276, 76/181,231
- b) Trademark Registration Nos.:
2,009,674, 1,679,326, 1,399,365, 2,410,772, 2,414,220
5. Correspondent Name and Address:
Alexandra Nicholson, Esq.
Davis Wright Tremaine L.L.P.
1740 Broadway, 25th Floor
New York, NY 10019
Tel.: 212 489-8230
6. Number of Properties (total): 7
7. Total Fee: \$310 (\$190.00 for Recordal of Assignment of seven (7) trademarks and \$120.00 for recordal on an expedited basis)

Authorized to be charged to deposit account.
8. Please charge our deposit account No. 040258 the sum of \$310.00 (\$190.00 to cover the fee for Recordal of Assignment of seven (7) trademarks and \$120.00 to cover the fee for recording the assignment on an expedited basis). Please charge any deficiency or credit any overcharge to said Deposit Account.
9. 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.

Sincerely,


Alexandra Nicholson
May 31, 2001

CERTIFICATE OF EXPRESS MAILING

I certify that this correspondence 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 below and is addressed to Commissioner of Patents & Trademarks, Box Assignments, Washington, D.C. 20231.

Mailing Date: May 31, 2001

Label No.: EL 853 492 878 US

Signature: 

Phyllis Schoenberg

76100

TRADEMARK
REEL: 002279 FRAME: 0822

NUNC PRO TUNC TRADEMARK ASSIGNMENT

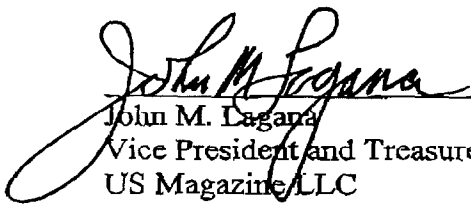
WHEREAS, US Magazine LLC, a Delaware limited liability company, with its principal place of business at 1290 Avenue of the Americas, New York, New York 10104 ("Assignor)," is the owner of all the right, title, and interest in and to the trademarks (the "Registered Marks") set forth on Schedule A attached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

WHEREAS, Assignor is the owner of all the right, title, and interest in and to the trademarks for which there are applications pending in the United States Patent and Trademark Office (the "Pending Marks") set forth in Schedule B attached hereto, the applications for them, and all associated goodwill; and

WHEREAS, Us Weekly 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 Registered Marks, the Pending Marks and the associated registrations and applications (collectively, the "Marks"), together with the goodwill of the business symbolized by and associated with the Marks, 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 January 31, 2001, all right, title and interest

in and to the Marks, together with the goodwill of the business symbolized by and associated with the Marks, 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 and Treasurer
US Magazine LLC

Signed and Sworn to before me this
25th day of May, ~~2000~~ 2001


Notary Public

EVELYN M. BERNAL
Notary Public, State of New York
No. 31-5049252
Qualified in New York County
Commission Expires Sept. 11, 200 1

Assignor: US Magazine LLC
Assignee: Us Weekly LLC

Schedule A

Mark	Registration Number	Registration Date
LOOSE TALK	Reg. No. 2,009,674	October 22, 1996
US	Reg. No. 1,679,326	March 17, 1992
US (Stylized)	Reg. No. 1,399,365	July 1, 1986
US WEEKLY	Reg. No. 2,410,772	December 5, 2000
US WEEKLY (Stylized)	Reg. No. 2,414,220	December 19, 2000

Assignor: US Magazine LLC
Assignee: Us Weekly LLC

Schedule B

Mark	Application Number	Filing Date
FASHION POLICE	76/089,276	July 14, 2000
US WEEKLY (Stylized)	76/181,231	December 11, 2000

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