

06-08-2001

LAWYERS



101742239

Davis Wright Tremaine LLP

ANCHORAGE BELLEVUE CHARLOTTE HONOLULU LOS ANGELES NEW YORK
PORTLAND SAN FRANCISCO SEATTLE WASHINGTON, D.C. SHANGHAI

NEW YORK OFFICE
VICTOR A. KOVNER
LAURA R. HANDMAN
ELIZABETH A. MCNAMARA
ROBERT D. BALIN
SHARON L. SCHNEIDER
EDWARD J. DAVIS
ALEXANDRA NICHOLSON
KEVIN E. SAHR

C
5-31-01
2-8-01

1740 BROADWAY
NEW YORK, NY 10019

TEL (212) 489-8230
FAX (212) 489-8340
www.dwt.com

OF COUNSEL
JOHN C. LANKENAU

CAROLYN K. FOLEY
GREGORY A. WELCH
JEFFREY H. BIUM
DEIRDRE DAVIS
MATTHEW A. LEISH
PETER KARANTIA

May 31, 2001

MAY 31 2001

RECORDATION FORM COVER SHEET - TRADEMARKS

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

Re: Correction of Recorded Assignment Information
Assignor: US Magazine Company, L.P.
Assignee: US Magazine LLC

Sir:

Please record the attached original document(s) or copy(ies) thereof:

1. Conveying party:
US Magazine Company, L.P.
a New York limited partnership
1290 Avenue of the Americas
New York, NY 10104
2. Receiving party:
US Magazine LLC
a Delaware limited liability company
1290 Avenue of the Americas
New York, NY 10104
3. Nature of Conveyance: Corrective Document (re Nunc Pro Tunc Assignment from "US Magazine Company, L.P." to "US Magazine LLC", executed February 2, 2000, and effective as of December 31, 1999.)

06/07/2001 TDIAZ1 00000069 040258 2009674

01 FC:481 40.00 CH

75963

TRADEMARK
REEL: 002311 FRAME: 0033

May 31, 2001

Page 2 of 2



Re: Correction of Recorded Assignment Information
From: US Magazine Company, L.P.
To: US Magazine LLC

3. (continued)

Reel/Frame 2237/0573

Recordation Date: February 8, 2001

**This is a Resubmission to correct the name of the Assignee.
The correct name of the Assignee is "US Magazine LLC".**

4. Trademark Reg. Nos.: 2,009,674, 1,679,326 and 1,399,365

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): 3

7. Total Fee: \$90

Authorized to be charged to deposit account.

8. Please charge our deposit account No. 040258 the sum of \$90.00 to cover the fee for Recordal of Assignment of three (3) trademarks. 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 653 492 878 US

Signature:

Phyllis Schoenberg

02-20-2001



101614801

RECEIVED

FEB - 3 2001

2-8-01

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
 - Merger
 - Change of Name
 - Other
- Effective Date
Month Day Year

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)

City

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.)

FOR OFFICE USE ONLY

Public burden reporting for this collection of information is estimated to average approximately 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and gathering the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Information Officer, Washington, D.C. 20231 and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction Project (0651-0027), Washington, D.C. 20503. See OMB Information Collection Budget Package 0651-0027, Patent and Trademark Assignment Practice. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS ADDRESS.

Mail documents to be recorded with required cover sheet(s) information to:
Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20231

TRADEMARK
REEL: 002311 FRAME: 0035

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.)

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.

Deirdre Davis, Esq.
Name of Person Signing


Signature

February 8, 2001
Date Signed

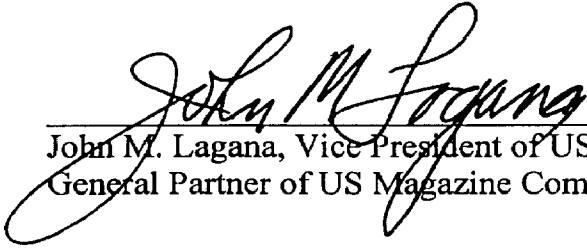
NUNC PRO TUNC TRADEMARK ASSIGNMENT

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