

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

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|------------------------------------|--|--|-------------------------|
| SUBMISSION TYPE: | | NEW ASSIGNMENT | |
| NATURE OF CONVEYANCE: | | ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL | |
| CONVEYING PARTY DATA | | | |
| Name | Formerly | Execution Date | Entity Type |
| Northern & Shell Worldwide Limited | | 06/21/2011 | COMPANY: UNITED KINGDOM |
| RECEIVING PARTY DATA | | | |
| Name: | Northern & Shell North America Limited | | |
| Street Address: | Number 10 Lower Thames Street | | |
| City: | London | | |
| State/Country: | UNITED KINGDOM | | |
| Postal Code: | EC3R 6EN | | |
| Entity Type: | COMPANY: UNITED KINGDOM | | |
| PROPERTY NUMBERS Total: 5 | | | |
| Property Type | Number | Word Mark | |
| Registration Number: | 1901212 | OK! | |
| Registration Number: | 3241733 | OK! WEEKLY | |
| Registration Number: | 3244356 | OK! | |
| Registration Number: | 3815852 | OK! | |
| Serial Number: | 85219533 | OK! USA | |
| CORRESPONDENCE DATA | | | |
| Fax Number: | (212)593-9175 | | |
| | <i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i> | | |
| Phone: | 212-980-0120 | | |
| Email: | pto@fkks.com | | |
| Correspondent Name: | Frankfurt Kurnit Klein & Selz PC | | |
| Address Line 1: | 488 Madison Avenue | | |
| Address Line 2: | Attn.: Trademark Department | | |
| Address Line 4: | New York, NEW YORK 10022 | | |
| ATTORNEY DOCKET NUMBER: | 020464.0200 | | |

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DOMESTIC REPRESENTATIVE

Name:

Address Line 1:

Address Line 2:

Address Line 3:

Address Line 4:

| | |
|--------------------|----------------|
| NAME OF SUBMITTER: | Matthew Bart |
| Signature: | /Matthew Bart/ |
| Date: | 06/22/2011 |

Total Attachments: 4

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IN THE UNITED STATES PATENT AND TRADEMARK OFFICE
ASSIGNMENT OF TRADEMARK REGISTRATIONS

WHEREAS, **Northern & Shell Worldwide Limited**, a company incorporated in England and Wales (Company number: 06395556) acting through its branch office at 55, Avenue de la Gare, L-1611 Luxembourg ("Assignor"), is the owner of the U.S. Trademark registrations (the "Marks"), listed in Schedule A attached hereto.

WHEREAS, Assignor wishes to transfer all right, title and interest in and to the Marks, including the registrations thereof, together with the goodwill symbolized by the Marks to **Northern & Shell North America Limited**, a company incorporated in England and Wales (Company number: 05320973) with its registered office at Number 10 Lower Thames Street, London EC3R 6EN ("Assignee"); and


WHEREAS, Assignee wishes to acquire all right, title and interest in and to the said Marks, including the registration thereof, together with the goodwill symbolized by the Marks;

NOW THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Assignor does hereby sell, assign, transfer and set over to the Assignee, Assignor's entire right, title and interest in and to the Marks, including the registrations thereof, together with the goodwill symbolized by the Marks.

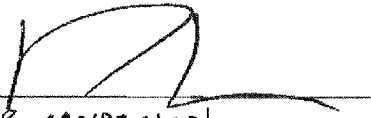
The Assistant Commissioner for Trademarks is requested to record this Assignment of Trademarks and Registrations in the files of the Marks.

Northern & Shell Worldwide Limited



Dated: 21 JUNE 2011

By: 
Name: M. S. ELLICE.
Title: DIRECTOR

Northern & Shell North America Limited

By: 
Name: R. SANDERSON
Title: DIRECTOR

SCHEDULE A

| TM Records | Trademark/SN/RN | Status/Key Dates | Full Goods/Services |
|--------------------------|---|---|---|
| <p>US Federal</p> | <p>OK! and Design</p>  <p>SN:74-378223 RN:1,901,212</p> | <p>Renewed June 20, 2005</p> <p>Int'l Class: 16 First Use: July 6, 1993 Filed: April 12, 1993 Published: April 26, 1994 Registered: June 20, 1995</p> | <p>(Int'l Class: 16) Publications, namely, magazines featuring news of celebrity lifestyle, fashion and clothing, cultural and political events, the performing arts, travel and astrology</p> |
| <p>US Federal</p> | <p>OK! WEEKLY and Design</p>  <p>SN:78-831087 RN:3,241,733</p> | <p>Registered May 15, 2007</p> <p>Int'l Class: 16 First Use: February 9, 2006 Filed: March 7, 2006 Published: February 27, 2007</p> | <p>(Int'l Class: 16) Printed publications, namely magazines featuring news of celebrity lifestyle, fashion and clothing, cultural and political events, the performing arts, travel and astrology</p> |

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|--------------------------|--|--|---|
| <p>US Federal</p> | <p>OK! OK! SN:78-860879 RN:3,244,356</p> | <p>Registered May 22, 2007 Int'l Class: 16 First Use: July 6, 1993 Filed: April 13, 2006 Published: March 6, 2007</p> | <p>(Int'l Class: 16) Printed publications, namely magazines featuring news of celebrity lifestyle, fashion and clothing, cultural and political events, the performing arts, travel and astrology</p> |
| <p>US Federal</p> | <p>OK! OK! SN:78-861030 RN:3,815,852</p> | <p>Registered July 6, 2010 Int'l Class: 9, 41 First Use: August 5, 2005 Filed: April 13, 2006 Published: March 6, 2007 Allowed: May 29, 2007</p> | <p>(Int'l Class: 9) Downloadable electronic publications in the nature of online magazines, all featuring news in the field of celebrity lifestyle, fashion and clothing, cultural and political events, the performing arts, travel and astrology (Int'l Class: 41) Entertainment services in the nature of producing on-going television programs featuring news of celebrity lifestyle, fashion and clothing, cultural and political events, the performing arts, travel and astrology, which are distributed by means of broadcast television, cable television, satellite networks, and over the internet; computer services, namely, providing online publications in the nature of online magazines in the field of celebrity lifestyle, fashion and clothing, cultural and political events, the performing arts, travel and astrology</p> |
| <p>US Federal</p> | <p>OK! USA and Design</p> | <p>Pending - Publication Review Complete June 28, 2011</p> | <p>(Int'l Class: 9) Pre-recorded cd's, dvd's, audio tapes, audio cassettes, electronic media, phonograph records, and optical disks featuring games and puzzles, all relating to</p> |

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SN:85-219533

Int'l Class: 9, 16, 41
First Use:
November 10, 2010
Filed:
January 18, 2011
Published:
June 28, 2011

celebrities and celebrity lifestyles; downloadable electronic publications in the nature of online magazines, all featuring news in the field of celebrity lifestyle, fashion and clothing, cultural and political events, the performing arts, travel and astrology

(Int'l Class: 16) Printed publications, namely, magazines featuring news of celebrity lifestyle, fashion and clothing, cultural and political events, the performing arts, travel and astrology

(Int'l Class: 28) Games, namely, hand-held games with lcd displays; toys, namely, electronic learning toys; board games; electronic games other than those adapted for use with television receivers; hand-held units for playing electronic games other than those adapted for use with an external display screen or monitor, all relating to celebrities and celebrity lifestyles

(Int'l Class: 41) Entertainment services in the nature of producing on-going television programs featuring news of celebrity lifestyle, fashion and clothing, cultural and political events, the performing arts, travel and astrology, which are distributed by means of broadcast television, cable television, satellite networks, and over the internet; computer services, namely, providing online publications in the nature of online magazines in the field of celebrity lifestyle, fashion and clothing, cultural and political events, the performing arts, travel and astrology

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