

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

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 North America Limited		06/22/2011	incorporated and registered in England and Wales: UNITED KINGDOM

RECEIVING PARTY DATA

Name:	Odyssey Magazine Publishing Group LLC
Street Address:	1000 American Media Way
Internal Address:	Legal Department
City:	Boca Raton
State/Country:	FLORIDA
Postal Code:	33464-1000
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE

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: (561)989-1224
 Phone: 561-989-1229
 Email: mwallis@noss.amilink.com

Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.

Correspondent Name: Lo-Mae Lai
 Address Line 1: 1000 American Media Way

CH \$140.00 1901212

Address Line 2: Legal Department
Address Line 4: Boca Raton, FLORIDA 33464-1000

ATTORNEY DOCKET NUMBER:	OK! TRADEMARK ASSIGNMENTS
NAME OF SUBMITTER:	Lo-Mae Lai
Signature:	/lo-mae lai/
Date:	01/31/2012

Total Attachments: 5
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source=OK Marks Assignment#page5.tif

TRADEMARK AND DOMAIN NAME ASSIGNMENT

This TRADEMARK AND DOMAIN NAME ASSIGNMENT ("*Assignment*") is effective as of this 22nd day of June, 2011 by and between Northern & Shell North America Limited, incorporated and registered in England and Wales with a registered address of Number 10 Lower Thames Street, London EC3R 6 EN ("*Assignor*") and Odyssey Magazine Publishing Group LLC, a Delaware limited liability company with an address of c/o American Media, Inc., 4 New York Plaza, New York, NY ("*Assignee*").

WHEREAS, pursuant to a certain Asset Purchase Agreement dated June 22, 2011 ("*Agreement*"), Assignee acquired from Assignor certain Transferred Intellectual Property (as defined in the Agreement), including all right, title and interest in and to certain trademarks and service marks, trade dress, domain names, and the applications and registrations therefor, and all goodwill associated therewith, and all other intellectual property identified on Schedule A attached hereto (the "*Assigned Marks and Names*");

WHEREAS, Assignee is desirous of acquiring all right, title and interest in and to the Assigned Marks and Names;

WHEREAS, it is desired that the present Agreement may be made of record in the United States Patent and Trademark Office, the Canadian Trade Marks Office, and any other domestic or foreign authority as desired by Assignee.

NOW THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, and intending to be legally bound hereby, Assignor hereby transfers, conveys, sells, and assigns to Assignee, all right, title, and interest in and to the Assigned Marks and Names, including the goodwill associated therewith, and all other rights in and to the Assigned Marks and Names throughout the United States, its territories and possessions, and Canada with respect to the domain names, in perpetuity, and all rights to damages and profits, due or accrued, arising out of past infringements of said Assigned Marks and Names in such territories, and the right to sue for and recover the same.

Northern & Shell North America Limited
(Assignor)

By: _____

Name: ROB SANDERSON

Title: DIRECTOR

Date:

Odyssey Magazine Publishing Group LLC
(Assignee)

By: _____

Name:

Title:

Date:

EXECUTION VERSION

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WHEREAS, pursuant to a certain Asset Purchase Agreement dated June 22, 2011 ("Agreement"), Assignee acquired from Assignor certain Transferred Intellectual Property (as defined in the Agreement), including all right, title and interest in and to certain trademarks and service marks, trade dress, domain names, and the applications and registrations therefor, and all goodwill associated therewith, and all other intellectual property identified on Schedule A attached hereto (the "Assigned Marks and Names");

WHEREAS, Assignee is desirous of acquiring all right, title and interest in and to the Assigned Marks and Names;

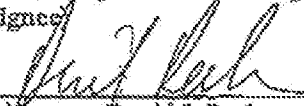
WHEREAS, it is desired that the present Agreement may be made of record in the United States Patent and Trademark Office, the Canadian Trade Marks Office, and any other domestic or foreign authority as desired by Assignee.

NOW THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, and intending to be legally bound hereby, Assignor hereby transfers, conveys, sells, and assigns to Assignee, all right, title, and interest in and to the Assigned Marks and Names, including the goodwill associated therewith, and all other rights in and to the Assigned Marks and Names throughout the United States, its territories and possessions, and Canada with respect to the domain names, in perpetuity, and all rights to damages and profits, due or accrued, arising out of past infringements of said Assigned Marks and Names in such territories, and the right to sue for and recover the same.

Northern & Shell North America Limited
(Assignor)

By: _____
Name:
Title:
Date:

Odyssey Magazine Publishing Group LLC
(Assignee)


By:  _____
Name: David J. Pecker
Title: Manager
Date:


SCHEDULE A

1) Domain Names

Okmagazine.com
Ok-magazine.com

2) US Trademarks

TM Records	Trademark/SM/RN	Status/Key Dates	Full Goods/Services
US Federal	OK! and Design  SN: 74-378223 RN: 1,901,212	Renewed June 20, 2005 Int'l Class: 16 First Use: July 9, 1993 Filed: April 12, 1993 Published: April 26, 1994 Registered: June 20, 1995	(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>US Federal</p>	<p>OKI 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 User: February 9, 2006</p> <p>Filed: March 7, 2009 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>
<p>US Federal</p>	<p>OKI</p> <p>SN:78-860879 RN:3,244,356</p>	<p>Registered May 22, 2007</p> <p>Int'l Class: 16 First User: July 9, 1993</p> <p>Filed: April 13, 2006 Published:</p> <p>March 9, 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>OKI</p> <p>SN:78-861030 RN:3,815,852</p>	<p>Registered July 6, 2010</p> <p>Int'l Class: 9, 41 First User: August 5, 2005</p> <p>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</p> <p>(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</p>

<p>US Federal</p>	 <p>OKI USA and Design SN 85-219533</p>	<p>Pending - Publication Review Complete June 28, 2011</p> <p>Int'l Class: 9, 16, 41 First Use: November 10, 2010 Filed: January 18, 2011 Published: 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 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</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>(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</p>
			<p>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>

TRADEMARK