

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM425538

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT
<b>NATURE OF CONVEYANCE:</b>	NOTICE OF GRANT OF SECURITY INTEREST IN TRADEMARKS

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
American Media, Inc.		04/25/2017	Corporation: DELAWARE
AMI Parent Holdings LLC		04/25/2017	Limited Liability Company: DELAWARE
AMI Digital, Inc.		04/25/2017	Corporation: DELAWARE
In Store Services Inc.		04/25/2017	Corporation: DELAWARE
AMI Celebrity Publications, LLC		04/25/2017	Limited Liability Company: DELAWARE
Weider Publications, LLC		04/25/2017	Limited Liability Company: DELAWARE
Platinum Advisory Services LLC		04/25/2017	Limited Liability Company: DELAWARE

**RECEIVING PARTY DATA**

<b>Name:</b>	HPS Investment Partners, LLC, as collateral agent
<b>Street Address:</b>	40 West 57th Street
<b>Internal Address:</b>	33rd Floor
<b>City:</b>	New York
<b>State/Country:</b>	NEW YORK
<b>Postal Code:</b>	10019
<b>Entity Type:</b>	Limited Liability Company: DELAWARE

**PROPERTY NUMBERS Total: 24**

Property Type	Number	Word Mark
<b>Registration Number:</b>	3701682	BABY LOVE
<b>Registration Number:</b>	2481062	FASHION POLICE
<b>Registration Number:</b>	2914765	FASHION POLICE
<b>Registration Number:</b>	2684913	HOT STUFF
<b>Registration Number:</b>	3140185	HOT STUFF
<b>Registration Number:</b>	2940447	LOOSE TALK
<b>Registration Number:</b>	2936059	LOVE LIVES
<b>Registration Number:</b>	3081941	LOVE LIVES
<b>Registration Number:</b>	3849125	RECESSIONISTA
<b>Registration Number:</b>	3848967	RECESSIONISTA

TRADEMARK

Property Type	Number	Word Mark
Registration Number:	2853974	SPLURGE VS. SAVE
Registration Number:	2853976	STARS - THEY'RE JUST LIKE US
Registration Number:	2626958	THE RECORD
Registration Number:	2853973	THE SHOP-A-THON
Registration Number:	2865176	THE US BUZZZZZ-O-METER
Registration Number:	2868162	THIS MINUTE YOU WANT TO KNOW ABOUT...
Registration Number:	1679326	US
Registration Number:	2614948	US
Registration Number:	4084218	US STYLE
Registration Number:	3176865	US WEEKLY
Registration Number:	2410772	US WEEKLY
Registration Number:	2527250	US WEEKLY
Registration Number:	4425800	USTV
Registration Number:	2853977	WHEN BAD CLOTHES HAPPEN TO GOOD PEOPLE

**CORRESPONDENCE DATA**

**Fax Number:** 2125935955  
*Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.*

**Phone:** 212-756-2132  
**Email:** scott.kareff@srz.com  
**Correspondent Name:** S. Kareff c/o Schulte Roth & Zabel LLP  
**Address Line 1:** 919 Third Avenue  
**Address Line 2:** 19th Floor  
**Address Line 4:** New York, NEW YORK 10022

<b>ATTORNEY DOCKET NUMBER:</b>	041598-0059
<b>NAME OF SUBMITTER:</b>	Scott Kareff (041598-0059)
<b>SIGNATURE:</b>	/kc for sk/
<b>DATE SIGNED:</b>	04/28/2017

**Total Attachments: 8**  
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NOTICE OF GRANT OF SECURITY INTEREST IN TRADEMARKS

This Notice of Grant of Security Interest in Trademarks (this "Trademark Notice of Grant") is made as of April 25, 2017, by American Media, Inc., AMI Parent Holdings LLC, AMI Digital, Inc., In Store Services Inc., AMI Celebrity Publications, LLC , Weider Publications, LLC and Platinum Advisory Services LLC (individually, a "Grantor" and collectively, the "Grantors"), in favor of HPS Investment Partners, LLC, in its capacity as collateral agent for itself and the other Secured Parties (together with its successors and assigns in such capacity, "Grantee").

WHEREAS, the Grantors hold the right, title and interest in and to, the trademarks and service marks listed on the attached Schedule A, which trademarks and service marks are registered or applied for in the United States Patent and Trademark Office (the "Trademarks");

WHEREAS, the Grantors have entered into a Pledge and Security Agreement, dated August 24, 2016 (as amended, restated, supplemented, modified or otherwise changed from time to time, the "Security Agreement"), in favor of Grantee; and

WHEREAS, pursuant to the Security Agreement, each Grantor has granted to the Grantee for the benefit of the Secured Parties (as defined in the Security Agreement), a continuing security interest in all right, title and interest of such Grantor in, to and under the Trademarks, together with, among other things, the goodwill of the business symbolized by the Trademarks and the applications and registrations thereof, and all proceeds thereof, including, without limitation, any and all causes of action which may exist by reason of infringement thereof and any and all damages arising from past, present and future violations thereof (the "Collateral"), to secure the payment, performance and observance of the Secured Obligations (as defined in the Security Agreement).

NOW, THEREFORE, as collateral security for the payment, performance and observance of all of the Secured Obligations, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Grantors do hereby grant to the Grantee and grant to the Grantee for the benefit of the Secured Parties, a continuing security interest in the Collateral to secure the prompt payment, performance and observance of the Secured Obligations.

All capitalized terms used but not otherwise defined herein have the meanings given to them in the Security Agreement.

The Grantors do hereby further acknowledge and affirm that the rights and remedies of the Grantee with respect to the Collateral are more fully set forth in the Security Agreement, the terms and provisions of which are hereby incorporated herein by reference as if fully set forth herein.


*[Remainder of page intentionally left blank]*

This Trademark Notice of Grant may be executed in any number of counterparts and by different parties in separate counterparts, each of which when so executed shall be deemed to be an original and all of which taken together shall constitute one and the same agreement. Delivery of an executed counterpart by facsimile or electronic mail shall be equally effective as delivery of an original executed counterpart.

*[Remainder of page intentionally left blank; signature pages follow]*

IN WITNESS WHEREOF, each Grantor has caused this Trademark Notice of Grant to be duly executed by its officer thereunto duly authorized as of the date first set forth above.


AMERICAN MEDIA, INC.

By:  \_\_\_\_\_

Name: Chris Polimeni

Title: Executive Vice President, Chief Financial Officer  
and Chief Operating Officer


AMI PARENT HOLDINGS LLC

By:  \_\_\_\_\_

Name: Chris Polimeni

Title: Executive Vice President, Chief Financial Officer  
and Chief Operating Officer


AMI DIGITAL, INC.

By:  \_\_\_\_\_

Name: Chris Polimeni

Title: Executive Vice President, Chief Financial Officer  
and Chief Operating Officer

IN STORE SERVICES INC.

By:  \_\_\_\_\_

Name: Chris Polimeni


Title: Executive Vice President, Chief Financial Officer  
and Chief Operating Officer

*[Signatures continued on next page]*

{Signature Page to Trademark Notice of Grant of Security Interest}

**TRADEMARK**  
**REEL: 006045 FRAME: 0215**


AMI CELEBRITY PUBLICATIONS, LLC

By:  \_\_\_\_\_

Name: Chris Polimeni

Title: Executive Vice President, Chief Financial Officer  
and Chief Operating Officer

WEIDER PUBLICATIONS, LLC


By:  \_\_\_\_\_

Name: Chris Polimeni

Title: Executive Vice President, Chief Financial Officer  
and Chief Operating Officer

PLATINUM ADVISORY SERVICES, LLC








By: AMERICAN MEDIA, INC., its sole member






By:  \_\_\_\_\_

Name: Chris Polimeni


Title: Executive Vice President, Chief Financial Officer  
and Chief Operating Officer



SCHEDULE A

No.	Mark	Jurisdiction	Reg. No.	Reg. Date	App. No.	App. Date	Owner	Status
1.	MEN'S FITNESS 	Guatemala	N/A	N/A	2016-12143	7-Dec-16	Weider Publications, LLC	Pending
2.	MEN'S FITNESS 	Guatemala	N/A	N/A	2016-12144	7-Dec-16	Weider Publications, LLC	Pending
3.	MEN'S FITNESS 	Guatemala	N/A	N/A	2016-12145	7-Dec-16	Weider Publications, LLC	Pending
4.	US WEEKLY (New Logo) 	AUSTRALIA	873948	04/27/2001	873948	04/27/2001	American Media, Inc.	REGISTERED
5.	US WEEKLY (New Logo) 	BRAZIL	823924025	06/12/2007	823924025	05/16/2001	American Media, Inc.	REGISTERED
6.	US 	CANADA	234425	07/20/1979	410861	05/18/1977	American Media, Inc.	REGISTERED
7.	US WEEKLY (New Logo) 	CANADA	588,836	09/04/2003	1,102,377	05/07/2001	American Media, Inc.	REGISTERED

No.	Mark	Jurisdiction	Reg. No.	Reg. Date	App. No.	App. Date	Owner	Status
8.	US WEEKLY (New Logo) 	CHINA	1925197	10/21/2005	2001096219	06/07/2001	American Media, Inc.	REGISTERED
9.	US WEEKLY (New Logo) 	EUROPEAN UNION (EUTM)	2195121	04/27/2001	2195121	04/27/2001	American Media, Inc.	REGISTERED
10.	US WEEKLY (2002 Logo) 	JAPAN	5573713	04/12/2013	2012-092885	11/15/2012	American Media, Inc.	REGISTERED
11.	US WEEKLY (New Logo) 	JAPAN	4619716	11/15/2002	2001-47250	05/25/2001	American Media, Inc.	REGISTERED
12.	US WEEKLY (New Logo) 	MEXICO	736154	06/11/2001	489885	06/11/2001	American Media, Inc.	REGISTERED



No.	Mark	Jurisdiction	Reg. No.	Reg. Date	App. No.	App. Date	Owner	Status
13.	US WEEKLY (New Logo)	NEW ZEALAND	B636950	12/11/2000	636950	04/27/2001	American Media, Inc.	REGISTERED
								
14.	BABY LOVE	USA	3701682	10/27/2009	771713735	04/14/2009	American Media, Inc.	REGISTERED
15.	FASHION POLICE	USA	2481062	08/21/2001	76089276	07/14/2000	American Media, Inc.	REGISTERED
16.	FASHION POLICE	USA	2914765	12/28/2004	76250472	05/03/2001	American Media, Inc.	REGISTERED
17.	HOT STUFF	USA	2684913	02/04/2003	76298127	08/11/2001	American Media, Inc.	REGISTERED
18.	HOT STUFF	USA	3140185	09/05/2006	78500637	10/15/2004	American Media, Inc.	REGISTERED
19.	LOOSE TALK	USA	2940447	04/12/2005	76388771	03/27/2002	American Media, Inc.	REGISTERED
20.	LOVE LIVES	USA	2936059	03/29/2005	78276588	07/21/2003	American Media, Inc.	REGISTERED
21.	LOVE LIVES	USA	3081941	04/18/2006	78500619	10/15/2004	American Media, Inc.	REGISTERED
22.	RECESSIONISTA	USA	3849125	09/14/2010	77979366	06/11/2008	American Media, Inc.	REGISTERED
23.	RECESSIONISTA	USA	3848967	09/14/2010	77979112	06/11/2008	American Media, Inc.	REGISTERED
24.	SPLURGE VS. SAVE	USA	2853974	06/15/2004	78276108	07/18/2003	American Media, Inc.	REGISTERED
25.	STARS - THEY'RE JUST LIKE US	USA	2853976	06/15/2004	78276195	07/18/2003	American Media, Inc.	REGISTERED
26.	THE RECORD	USA	2626958	09/24/2002	76298128	08/11/2001	American Media, Inc.	REGISTERED
27.	THE SHOP-A-TTHON	USA	2853973	06/15/2004	78276053	07/18/2003	American Media, Inc.	REGISTERED
28.	THE US BUZZZZZ-O-METER	USA	2865176	07/20/2004	78275984	07/18/2003	American Media, Inc.	REGISTERED

No.	Mark	Jurisdiction	Reg. No.	Reg. Date	App. No.	App. Date	Owner	Status
29.	THIS MINUTE YOU WANT TO KNOW ABOUT...	USA	2868162	07/27/2004	78276140	07/18/2003	American Media, Inc.	REGISTERED
30.	US (Block)	USA	1679326	03/17/1992	74015704	01/02/1990	American Media, Inc.	REGISTERED
31.	US (Block)	USA	2614948	09/03/2002	76288469	07/20/2001	American Media, Inc.	REGISTERED
32.	Us Style	USA	4084218	01/10/2012	77567111	09/10/2008	American Media, Inc.	REGISTERED
33.	US WEEKLY (2002 Logo) 	USA	3176865	11/28/2006	78784,600	01/04/2006	American Media, Inc.	REGISTERED
34.	US WEEKLY (Block)	USA	2410772	12/05/2000	75898974	01/19/2000	American Media, Inc.	REGISTERED
35.	US WEEKLY (New Logo) 	USA	2527250	01/08/2002	76181231	12/11/2000	American Media, Inc.	REGISTERED
36.	USTV	USA	4425800	10/29/2013	77783797	07/17/2009	American Media, Inc.	REGISTERED
37.	WHEN BAD CLOTHES HAPPEN TO GOOD PEOPLE	USA	2853977	06/15/2004	78276217	07/18/2003	American Media, Inc.	REGISTERED