

MUD
7.22.98

FORM PTO-1618A
Expires 06/30/99
OMB 0651-0027

07-24-1998

U.S. Department of Commerce
Patent and Trademark Office
TRADEMARK



100774065

RECORDATION FORM COVER SHEET
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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
Effective Date
Month Day Year
- Merger
- Change of Name
- Other

Conveying Party

Mark if additional names of conveying parties attached

Execution Date
Month Day Year

Name McMurry Publishing, Inc.

6-26-98

Formerly

- Individual General Partnership Limited Partnership Corporation Association

Other

Citizenship/State of Incorporation/Organization Arizona

Receiving Party

Mark if additional names of receiving parties attached

Name STATE STREET BANK AND TRUST COMPANY

DBA/AKA/TA

Composed of

Address (line 1) 225 FRANKLIN STREET

Address (line 2) ATTN PUBLISHING

Address (line 3) BOSTON

MA

02110

City

State/Country

Zip Code

- Individual General Partnership Limited Partnership

- Corporation Association

Other Massachusetts Trust Company

Citizenship/State of Incorporation/Organization Massachusetts

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

07/22/1998 JSHABAZZ 00000132 75331376

01 FC:481
02 FC:482

40.00 OP
75.00 OP

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Mail documents to be recorded with required cover sheet(s) information to:
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TRADEMARK

REEL: 1758 FRAME: 0285

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" value="75/331376"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="2,125,823"/>	<input type="text" value="2,127,446"/>	<input type="text" value="1,821,238"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<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.

DEBRA M FEINS ESQ

Name of Person Signing

Debra M. Feins

Signature

7/6/98

Date Signed

NOTICE OF GRANT OF SECURITY INTEREST IN TRADEMARKS

U.S. Patent and Trademark Office
Office of Public Records
Attn: Customer Services Counter
1213 Jefferson Davis Highway, Third Floor
Arlington, Virginia 22202

Ladies and Gentlemen:

Pursuant to a Conditional Assignment of Trademarks dated June 26, 1998 between MCMURRY PUBLISHING, INC., an Arizona corporation, having a principal place of business at 1010 E. Missouri Avenue, Phoenix, Arizona 85014 ("McMurry") and STATE STREET BANK AND TRUST COMPANY, a Massachusetts trust company, having a principal place of business at 225 Franklin Street, Boston, Massachusetts 02110 (the "Bank") (as amended, restated or otherwise modified from time to time), McMurry has granted to the Bank, a continuing security interest in and conditional assignment of its now owned or hereafter acquired registered trademarks and service marks and trademarks and service marks for which applications to register have been filed and are pending or are hereafter filed with the U.S. Patent and Trademark Office (the "PTO") or any other governmental authority, including but not limited to, those registered trademarks and service marks and trademark and service mark applications listed on Exhibit A attached hereto (as the same may be amended pursuant hereto from time to time), all renewals thereof, all proceeds of infringement suits, the sole right to sue for past, present, future and threatened infringements of and all rights corresponding thereto throughout the world, and any royalties, licenses, fees, proceeds, improvements and subsequent trademarks or service marks obtained in connection therewith (all of the foregoing being hereinafter collectively referred to as the "Trademarks"), together with a continuing security interest in and a conditional assignment of all its right, title and interest in and to the goodwill of the business to which each of the Trademarks relates. The security interests granted herein are granted in conjunction with the security interests granted by McMurry to the Bank in the Collateral defined and described under a Security Agreement of even date herewith which, among other things, relate to the products sold under the Trademarks.

IN WITNESS WHEREOF, the parties hereto have caused their duly authorized officers to duly execute this Notice of Security Interest in Trademarks as of this 26th day of June, 1998.

MCMURRY PUBLISHING, INC.

STATE STREET BANK AND TRUST COMPANY

By: [Signature]
Preston V. McMurry, Jr.
President and Chief
Executive Officer

By: [Signature]
Eileen K. Orscheln
Vice President

THE COMMONWEALTH OF MASSACHUSETTS
SUFFOLK COUNTY

As ~~On~~ this 26th day of June, 1998, before me personally appeared Eileen K. Orscheln, a Vice President of STATE STREET BANK AND TRUST COMPANY, personally known to me (or proved to me on the basis of satisfactory evidence) to be the person that executed this instrument, on behalf of said Massachusetts trust company, and acknowledged said instrument so executed to be her free act and deed in said capacity and the free act and deed of said Massachusetts trust company.

Notary Public: [Signature]

My commission expires: 8/2/2002

STATE OF ARIZONA
COUNTY OF MARICOPA

On this 26th day of June, 1998, before me personally appeared Preston V. McMurry, Jr., the President and Chief Executive Officer of MCMURRY PUBLISHING, INC., personally known to me (or proved to me on the basis of satisfactory evidence) to be the person that executed this instrument, on behalf of said corporation, and acknowledged said instrument so executed to be his free act and the free act and deed of said corporation.

Notary Public: [Signature]

My commission expires: 3/12/2002



EXHIBIT A

A. Registered Trademarks of McMurry Publishing, Inc.

REGISTRATION NO.	MARK	REGISTRATION DATE
2,125,823	AVANCES	12/30/97
2,127,446	SALUD Y VIGOR	1/6/98
1,821,238	VIM & VIGOR	2/15/94

B. Pending Trademark Applications:

SERIAL NO.	MARK	FILING DATE
75/331376	EHEALTH	7/27/98