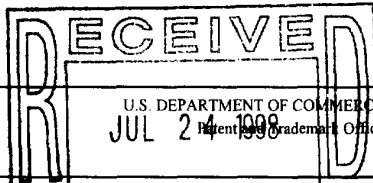


07-27-1998



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7/21/98

To the Honorable Commissioner of Patents and Trademarks. Please record the attached original document or copy thereof.

<p>1. Name of Party(ies) conveying an interest:</p> <p>Adams/Hunter Publishing, Inc. 68-860 Perez Road Cathedral City, California 92234</p> <p><input type="checkbox"/> Individual(s) <input type="checkbox"/> Association <input type="checkbox"/> General Partnership <input type="checkbox"/> Limited Partnership <input checked="" type="checkbox"/> Corporation <u>Delaware</u> <input type="checkbox"/> Other</p> <p>Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	<p>2. Name and Address of Party(ies) receiving an interest:</p> <p>Name: <u>First Union National Bank, As Agent</u> Street Address: <u>301 South College Street</u> Internal Address: <u>One First Union Center, 5th Floor</u> City: <u>Charlotte</u> State: <u>North Carolina</u> Zip: <u>28288</u></p> <p><input type="checkbox"/> Individual(s) citizenship _____ <input type="checkbox"/> Association _____ <input type="checkbox"/> General Partnership _____</p> <p><input type="checkbox"/> Limited Partnership _____ <input type="checkbox"/> Corporation _____ <input checked="" type="checkbox"/> Other <u>national banking association</u></p> <p>Additional name(s) & address(es) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>
<p>3. Nature of Conveyance:</p> <p><input type="checkbox"/> Assignment <input type="checkbox"/> Merger <input type="checkbox"/> Security Agreement <input type="checkbox"/> Change of Name <input checked="" type="checkbox"/> Other <u>Notice of Grant of Security Interest In Trademarks</u></p> <p>Effective Date: <u>January 31, 1997</u></p>	
<p>4. Application number(s) or registration number(s):</p> <p>A. Trademark Application No.(s): N/A</p> <p>Additional numbers attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	<p>B. Trademark Registration No.(s): <u>1,746,610</u> <u>1,182,907</u> <u>961,535</u> <u>794,477</u> <u>742,137</u> <u>715,099</u> <u>157,464</u></p>
<p>5. Name and address of party to whom correspondence concerning document should be mailed:</p> <p>Name: <u>Mark H. Webbink, Esq.</u> Internal Address: <u>Moore & Van Allen, PLLC</u> Street Address: <u>2200 West Main Street, Suite 800</u> City: <u>Durham</u> State: <u>NC</u> ZIP: <u>27705</u></p>	<p>6. Total number of applications and registrations involved: <u>7</u></p> <p>7. Total fee (37 CFR 3.4):\$ <u>190.00</u> <input checked="" type="checkbox"/> Enclosed <input checked="" type="checkbox"/> Authorized to be charged to deposit account (Any Deficiency)</p> <p>8. Deposit account number: <u>13-4365</u> (Attach duplicate copy of this form if paying by deposit account):</p>
DO NOT USE THIS SPACE	
<p>9. Statement and signature.</p> <p><i>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.</i></p> <p><u>Mark H. Webbink, Esq.</u> <u>[Signature]</u> <u>7/21/98</u> Name of Person Signing Signature Date</p> <p>Total number of pages including cover sheet, attachments and document: <u>7</u></p>	
<p>Mail documents to be recorded with required cover sheet information to:</p> <p>Commissioner of Patents and Trademarks Box Assignments Washington, D.C. 20231</p>	<p>CERTIFICATE OF MAILING</p> <p>I hereby certify that this paper is being deposited with the United States Postal Service as first class mail in an envelope addressed to the Commissioner Of Patent And Trademarks, Washington, DC 20231, BOX ASSIGNMENTS.</p> <p><u>Brian Steklloff</u> (Typed or printed name of person signing the certificate)</p> <p><u>[Signature]</u> (Signature of the person signing the certificate)</p> <p><u>7/21/98</u> (Date of Signature)</p>

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NOTICE
OF
GRANT OF SECURITY INTEREST
IN
TRADEMARKS

United States Patent and Trademark Office

Gentlemen:

Please be advised that pursuant to the Security Agreement dated as of January 31, 1997 (the "Security Agreement") by and among the Guarantors party thereto (each a "Guarantor" and collectively, the "Guarantors") and First Union National Bank, as Agent (the "Agent") for the lenders referenced therein (the "Lenders"), the undersigned Guarantors have granted a continuing security interest in and continuing lien upon, the trademarks and trademark applications shown below to the Agent for the ratable benefit of the Lenders:

REGISTERED TRADEMARKS

ADAMS/HUNTER PUBLISHING, INC.

<u>MARK</u>	<u>REGISTRATION NUMBER</u>	<u>REGISTRATION DATE</u>
SYSTEM 3X/400	1,746,610	1/12/93
NATIONAL PETROLEUM NEWS	1,182,907	12/22/81
EXPORT (and design)	961,535	6/19/73
SERVICE STATION MANAGEMENT	794,477	8/17/65
AUTOMOBILE INTERNATIONAL	742,137	12/11/62
INDUSTRIAL WORLD	715,099	5/9/61
MOTOR SERVICE (stylized letters)	157,464	8/8/22

ADAMS/LAUX COMPANY, INC.

<u>MARK</u>	<u>REGISTRATION NUMBER</u>	<u>REGISTRATION DATE</u>
ASSOCIATION MEETINGS	2,021,616	12/10/96
MEDICAL MEETINGS	2,021,615	12/10/96

HUEBCORE COMMUNICATIONS INC.

<u>MARK</u>	<u>REGISTRATION NUMBER</u>	<u>REGISTRATION DATE</u>
CORE/MFG LITERATURE REVIEW	1,742,270	12/22/92
DESIGNFAX	1,155,559	05/26/81
ENGINEER'S DIGEST	1,882,176	3/7/95
MANUFACTURING LITERATURE DIGEST	1,817,896	01/25/94
MEDICAL EQUIPMENT DESIGNER	1,485,758	04/19/88
METLFAX	1,484,252	04/12/88
MOTION CONTROL INNOVATIONS	1,754,659	02/23/93
OEM DESIGNER'S LITERATURE DIGEST	1,819,879	02/08/94
PURCHASING WORLD	1,148,893	03/24/81
QUALITY IN MANUFACTURING	1,845,562	07/19/94
TOOLING & PRODUCTION	1,494,184	06/28/88
SUPER MLD	1,791,600	09/07/93

PENDING TRADEMARKS

ADAMS/LAUX COMPANY, INC.

<u>MARK</u>	<u>SERIAL NUMBER</u>	<u>FILING DATE</u>
CORPORATE MEETINGS & INCENTIVES (and design)	74-712,186	8/7/95

<u>MARK</u>	<u>SERIAL NUMBER</u>	<u>FILING DATE</u>
CORPORATE MEETINGS & INCENTIVES	74-712,185	8/7/95
INSURANCE CONFERENCE PLANNER	74-566,346	8/26/94

ADAMS MEDIA, INC.
(formerly Adams/Jobson Publishing, Inc.)

<u>MARK</u>	<u>SERIAL NUMBER</u>	<u>FILING DATE</u>
BEER CONNOISSEUR	75-196,070	11/12/96

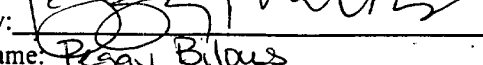
HUEBCORE COMMUNICATIONS INC.

<u>MARK</u>	<u>SERIAL NUMBER</u>	<u>FILING DATE</u>
BIRD-DOGGIN THE INTERNET	75/091,649	4/19/96
MED.NET	75/145,597	08/05/96
MRO.NET	75/073,935	03/18/96
OEM.NET	75/074,431	03/18/96

The Guarantors and the Agent, on behalf of the Lenders, hereby acknowledge and agree that the security interest in the foregoing trademarks and trademark applications (i) may only be terminated in accordance with the terms of the Security Agreement and (ii) is not to be construed as an assignment of any trademark.

Very truly yours,

ADAMS/HUNTER PUBLISHING, INC.

By: 
Name: Peggy Bilous
Title: Sr. VP Operations

ADAMS/LAUX COMPANY, INC.

By: Peggy Bilous

Name: Peggy Bilous

Title: Sr. VP Operations

ADAMS MEDIA, INC.

By: Peggy Bilous

Name: Peggy Bilous

Title: Sr. VP Operations

HUEBCORE COMMUNICATIONS INC.

By: Peggy Bilous

Name: Peggy Bilous

Title: Sr. VP Operations

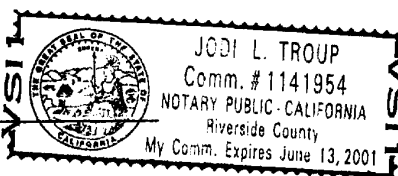
AS TO ADAMS/HUNTER PUBLISHING, INC.

Sworn to and subscribed before me
this 6 day of July, 1998.

Jodi L. Troup
Notary Public

My Commission Expires:

June 13, 2001



AS TO ADAMS/LAUX COMPANY, INC.

Sworn to and subscribed before me
this 6 day of July, 198.

Jodi L. Troup
Notary Public

My Commission Expires:

June 13, 2001



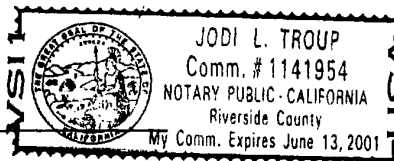
AS TO ADAMS MEDIA, INC.

Sworn to and subscribed before me
this 6 day of July, 1998.

Jodi L. Troup
Notary Public

My Commission Expires:

June 13, 2001



AS TO HUEBCORE COMMUNICATIONS, INC.

Sworn to and subscribed before me
this 6 day of July, 1998.

Jodi L. Troup
Notary Public

My Commission Expires:

June 13, 2001

