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U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

REC-17-2-98

Tab settings - - - -

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

1. Name of conveying party(ies):
 OK Magazines Limited

Individual(s) Association
 General Partnership Limited Partnership
 Corporation-State
 Other United Kingdom Company

Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies):
 Name Northern & Shell Titles Limited
 Internal Address: _____
 Street Address: Northern & Shell Building, Millharbo
 City: London E14 State: GB2 ZIP: England

Individual(s) citizenship
 Association
 General Partnership
 Limited Partnership
 Corporation-State
 Other United Kingdom Company

3. Nature of conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other _____

Execution Date: July 20, 1998

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
 (Designations must be a separate document from Assignment)
 Additional name(s) & address(es) attached? Yes No

4. Application number(s) or registration number(s):
 A. Trademark Application No. (s)
 B. Trademark registration No. (s)
1,901,212

Additional numbers attached? Yes No

6. Total number of applications and registrations involved: 1

5. Name and address of party to whom correspondence concerning document should be mailed:
 Name: Richard J. Parent
 Internal Address: _____
 Street Address: Irell & Manella
1800 Avenue of the Stars, Suite 900
 City: Los Angeles State: CA ZIP: 90067

7. Total fee (37 CFR 1.41):\$ 40.00
 Enclosed
 Authorized to be charged to deposit account

8. Deposit account number: _____
 (Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

9. 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.

Richard J. Parent Richard J. Parent 7/22/98
 Name of Person Signing Signature Date

Total number of pages including cover sheet, attachments, and document: 3

OMB No. 0651-0011 (exp. 4/99)

Do not detach this portion

Mail documents to be recorded with required cover sheet information to:

Commissioner of Patents and Trademarks
 Box Assignments
 Washington, D.C. 20231

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IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

In re Registration of:

Trademark: OK! & Design
Registration No. 1,901,212
Issue Date: June 20, 1995

Commissioner of Patents and Trademarks
Washington, D.C. 20231
Attention: Assignment Branch

Sir:

DESIGNATION OF DOMESTIC REPRESENTATIVE BY ASSIGNEE
(37 C.F.R. §3.61)

Northern & Shell Titles Limited is the assignee of the above-identified trademark registration by virtue of an assignment separately submitted for recordal herewith.

The assignee does not reside in the United States.

The assignee hereby designates Irell & Manella LLP and Richard J. Parent, attorneys at law, 1800 Avenue of the Stars, Suite 900, Los Angeles, California 90067, telephone (310) 277-1010, all of whom are members of the Bar of the State of California, as its domestic representative, on whom process or notice of proceedings affecting the registration may be served.

NORTHERN & SHELL TITLES LIMITED

Dated: 20/7/98


Name: MARC WATSON

Title: HEAD OF LEGAL AFFAIRS

TRADEMARK ASSIGNMENT

This TRADEMARK ASSIGNMENT (this "Assignment") is entered into by OK Magazines Limited, a United Kingdom Company with offices located at Northern & Shell Building, Millharbour, London E14, GB2 England ("Assignor"), as assignor, in favor of Northern & Shell Titles Limited, a United Kingdom Company with offices located at Northern & Shell Building, Millharbour, London E14, GB2 England ("Assignee"), as assignee, with reference to the following facts and circumstances:

Assignor is the proprietor of the following Trademark registration in the United States (the "Trademark"):

<u>Trademark:</u>	<u>Registration No.:</u>	<u>Issue Date:</u>
OK! & Design	1,901,212	June 20, 1995

WHEREAS, Assignee desires to acquire all right, title and interest in and to the Trademark and related rights

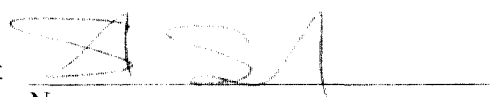
NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor does hereby assign and transfer unto Assignee all right, title and interest of Assignor in and to the Trademark, including without limitation the Trademark, registration identified above, together with the goodwill of the business symbolized by the mark, as well as its entire right, title and interest in and to all State registrations of the mark heretofore granted or applied for, any and all common law rights to the Trademark in the United States and any state thereof, and any and all claims and demands it may have either at law or in equity arising out of any past infringements.

Assignor does hereby expressly agree that procedures be taken with the United States Patent and Trademark Office singly by Assignee to record the transfer of the Trademark to Assignee.

In testimony whereof, Assignor has caused this Assignment to be executed by its officer(s) thereunto duly authorized

OK Magazines Limited

Dated: July 20, 1998

By: 
Name: Scott Smith
Title: COMPANY SECRETARY