

MAR 01 99 13:42 FR ARBITRON LAW DEPT. 410 312 8613 TO 912127893650-991 P.02

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE
TRADEMARK ASSIGNMENT BRANCHCONFIRMATORY TRADEMARK ASSIGNMENT

WHEREAS, Arbitron Corp., formerly a Maryland corporation ("Arbitron") having offices at 142 West 57th Street, New York, New York 10019, is the owner or joint owner of the trademarks identified in Exhibit 'A' (the "Trademarks") attached hereto and incorporated herein by this reference; and

WHEREAS, Arbitron has merged with Ceridian Corporation, ("Ceridian"), a Delaware corporation, having offices at 8100 34th Avenue South, Minneapolis, Minnesota 55425, so that the trademarks identified in Exhibit 'A' and the good will of the business symbolized thereby, have been transferred from Arbitron to Ceridian under that agreement; and

WHEREAS, the above parties wish to confirm that Ceridian has acquired the entire right, title and interest in and to the Trademarks and the goodwill of the business symbolized by the Trademarks;

NOW, THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, Arbitron hereby confirms that it has transferred to Ceridian its entire right, title and interest in and to the Trademarks, as well as the Applications and Registrations and the goodwill of the business symbolized by the Trademarks, and all rights of recovery for past infringement thereof, to have and to hold for its own use and enjoyment, as well as that of its successors and assigns, as fully and as completely as the same would have been held by Arbitron had the transfer confirmed herein not have been made.

THE ARBITRON COMPANY

By: David LapovskyDavid Lapovsky
Vice PresidentDate: 3-1-99

CERIDIAN CORPORATION

By: Marshall L. SnyderMarshall L. Snyder
Executive Vice PresidentDate: 3-1-99

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Exhibit "A"

Registration Number

Mark

1,692,174

Media Watch

1,850,017

Competitive Media Reporting