

04-30-1999

04-30-1999



101024869

COVER SHEET ONLY

U.S. DEPARTMENT OF COMMERCE Patent and Trademark Office

To the Honorable Commission

Send the attached original documents or copy thereof.

1. Name of conveying party(ies):

Club Development International, Inc.

- Individual(s) Association
General Partnership Limited Partnership
X Corporation-State-Massachusetts
Other

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

3. Nature of conveyance:

- X Assignment Merger
Security Agreement Change of Name
Other

Execution Date: April 1, 1999

4. Application number(s) or registration number(s):

A. Trademark Application No.(s)

75/081243

2. Name and address of receiving party(ies):

Name: Times Mirror Magazines, Inc.

Internal Address:

Street Address: Two Park Avenue

City: New York State: NY ZIP: 10016

- Individual(s) citizenship
Association
General Partnership
Limited Partnership
X Corporation-State New York
Other

If assignee is not domiciled in the United States, a domestic representative designation attached: N/A Yes No

Additional name(s) & address(es) attached? N/A Yes No

B. Trademark registration No.(s)

2,195,728; 2,100,323; 2,161,072

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: Avis Frazier-Thomas, Esq.

Internal Address: Legal Department C-5

Street Address: 220 West First Street

City: Los Angeles State: CA ZIP: 90012

6. Total number of applications and registrations involved:

4

7. Total fee (37 CFR 3.41): \$ 115.00

- Enclosed
X Authorized to be charged to deposit account

8. Deposit account number:

20-1115

(Attach duplicate copy of this page if paying by deposit account)

04/27/1999 DNGUYEN 00000279 201115 2195728

DO NOT USE THIS SPACE

01 FC:481
02 FC:482

40.00 CH
75.00 CH

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.

Avis Frazier-Thomas, Esq.

Name of Person Signing

Signature: Avis Frazier-Thomas Date: 4-14-99

Total number of pages comprising cover sheet: 4

EXHIBIT A

Registrations

<u>Mark</u>	<u>Registration No.</u>	<u>Registration Date</u>
ACONA	2,195,728	October 13, 1998
ACONA OUTDOOR ADVENTURE	2,100,323	September 23, 1997
ADVENTURE CLUB OF NORTH AMERICA	2,161,072	May 26, 1996

Applications

<u>Mark</u>	<u>Application No.</u>	<u>Application Date</u>
ADVENTURE CLUB OF NORTH AMERICA logo	75/081,243	March 29, 1996

ASSIGNMENT OF TRADEMARKS AND TRADEMARK APPLICATIONS

This Assignment of Registration of Trademarks, Service Marks and Other Intellectual Property Rights is made pursuant to that certain Asset Purchase Agreement, dated ~~March~~ ^{April} 15th 1999, by and among Club Development International, Inc., a Massachusetts corporation ("Seller"), and Times Mirror Magazines, Inc., a New York corporation (the "Buyer") (the "Agreement").

Pursuant to the Agreement and for the consideration set forth in the Agreement and for other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Seller hereby sells, transfers, assigns and conveys to Buyer all of the Seller's, title and interest, as of the Closing Date (as defined in of the Agreement), in and to all rights in trademarks, and all registrations, applications or the like with respect to such rights, owned by, licensed to or otherwise controlled by the Seller, including, but not limited to the trademark registrations and trademark registration applications listed on Exhibit A hereto, together with the goodwill associated with such trademarks.

This assignment shall be governed by and construed in accordance with the laws of the Commonwealth of Massachusetts.

IN WITNESS WHEREOF, the Company has caused this assignment to be executed and delivered this 1st day of ~~March~~ ^{April}, 199~~8~~⁹

CLUB DEVELOPMENT INTERNATIONAL, INC.

By  _____
Bruce E. Rogoff
Vice Chairman

COMMONWEALTH OF MASSACHUSETTS)
)
COUNTY OF SUFFOLK)

On this 15 day of April, 1999, before me personally appeared Bruce E. Rogoff, known to me to be the Vice Chairman of Club Development International, Inc. and the person who executed the foregoing instrument on behalf of Club Development International, Inc., and he acknowledged to me that he executed the same for the uses and purposes therein set forth.

[Handwritten Signature]
Notary Public
My Commission Expires: *July 3, 2003*