

ASSIGNMENT OF TRADEMARKS

This Assignment is made effective the 30th day of April, 1999, between American Show Management, Inc., an Oregon corporation ("Assignor"), and American Show Management, Inc., a Delaware corporation ("Assignee").

WHEREAS, Assignor has adopted, used and is using in its business and applied and/or registered with the United States Patent and Trademark Office and the trademark offices of the indicated countries listed on Exhibit A hereto, the marks described on Exhibit A (collectively the "Marks") and wishes to assign the Marks and the goodwill associated therewith to Assignee; and

WHEREAS, Assignee is desirous of acquiring all Assignor's right, title and interest in and to the marks and applications, and the goodwill associated therewith.

NOW THEREFORE, in consideration of the mutual conditions and agreements set forth in that certain Asset Purchase and Sale Agreement, dated as of April 9, 1999, by and among Assignor and certain affiliates of Assignee, including Warburg, Pincus Equity Partners, L.P., among others, and for other good and valuable consideration, the sufficiency and receipt of which is hereby acknowledged, Assignor does hereby assign, sell and transfer to Assignee all its right, title and interest in and to the Marks and the goodwill associated therewith, together with all rights to bring suit for past infringements thereof.

IN WITNESS WHEREOF, the undersigned has executed this Assignment as of the date hereof.

ASSIGNOR:

AMERICAN SHOW MANAGEMENT, INC.
an Oregon corporation

By: 

Name: Patrick J. Kearney
Title: President

ACKNOWLEDGED AND ACCEPTED AS OF
THE DATE SET FORTH ABOVE

ASSIGNEE:

AMERICAN SHOW MANAGEMENT, INC.
a Delaware corporation

By: 

Name: David Korse
Title: President CEO

STATE OF OREGON)
)
COUNTY OF MULTNOMAH)

On this 29th day of April, 1999, personally appeared before me Patrick J. Kearney, known to me to be President of American Show Management, Inc., an Oregon corporation, who acknowledged that he signed this instrument as a free act on behalf of American Show Management, Inc.



S M Kuehn
Notary Public for Oregon
My commission expires: 7/30/2000

STATE OF NEW YORK)
)
COUNTY OF NEW YORK)

On this ____ day of April, 1999, personally appeared before me _____, known to me to be _____ of American Show Management, Inc., a Delaware corporation, who acknowledged that he/she signed this instrument as a free act on behalf of American Show Management, Inc.

Notary Public of New York
My commission expires: _____

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EXHIBIT A

<u>Mark</u>	<u>Registration Serial Number</u>
Where Technology Rules	2,160,268 (US Patent and Trademark Office)
FC First Contact and Design	75/312,561 (US Patent and Trademark Office)
Information Technology Expositions & Conferences and Design	75/534041 (US Patent and Trademark Office)
ITEC Information Technology Expositions & Conferences and Design	75/566147 (US Patent and Trademark Office)
ITEC Information Technology Expositions & Conferences and Design	001044833 (European Union Trademark Office)
ITEC Information Technology Expositions & Conferences and Design	11-9131 (Japanese Trademark Office)
ITEC Information Technology Expositions & Conferences and Design	No number assigned (Mexican Trademark Office)