

08-05-1999



101109123

MAD  
8-3-99

UNITED STATES PATENT AND TRADEMARK OFFICE

RECORDATION FORM COVER SHEET

TRADEMARKS ONLY

8-3-99

To the Honorable Commissioner of Patents and Trademarks:

Please record the attached original document or copy thereof.

1. Name and address of conveying parties:

**IDG Books Worldwide, Inc.**

919 E. Hillside Boulevard  
Suite 400  
Foster City, California 94404

A Delaware corporation

**Cliff's Notes, Inc.**

c/o IDG Books Worldwide, Inc.  
919 E. Hillside Boulevard  
Suite 400  
Foster City, California 94404

A Nebraska corporation

**Macmillan General Reference USA Inc.**

c/o IDG Books Worldwide, Inc.  
919 E. Hillside Boulevard  
Suite 400  
Foster City, California 94404

A Delaware corporation

2. Name and address of receiving party:

**BankBoston, N.A., as Collateral Agent**

100 Federal Street  
Boston, MA 02110

A national banking association

3. Nature of conveyance: **Trademark Security Agreement**

Execution date: **August 2, 1999**

08/04/1999 DMEUYEN 00000425 1759040

01 FC:461  
02 FC:462  
03 FC:996

40.00 DP  
6450.00 DP  
10.00 DP

RECEIVED  
AUG 11 1999  
COMMERCIAL & INDUSTRIAL  
PROPERTY SECTION

4. Application numbers and registration numbers:

A. Trademark numbers:

See Schedule A attached hereto.

B. Trademark application numbers:

See Schedule A attached hereto.

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

**Kathleen M. Phelps, Esq.**

Bingham Dana LLP

150 Federal Street

Boston, Massachusetts 02110

6. Total number of applications and trademarks involved: 258

7. Total fee enclosed: \$6,465.00 \*

\* Check enclosed in the amount of \$6,500.00.

8. Deposit account number: **Not applicable**

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.



**Kathleen M. Phelps, Esq.**

August 2, 1999

Total number of pages submitted (including cover sheet and any attached Schedules, and conveyance document and any attached Schedules): 23

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

U.S. Patent and Trademark Office

Office of Public Records

Attn: Customer Service Counter

1213 Jefferson Davis Highway

3<sup>rd</sup> Floor

Arlington, VA 22202

SCHEDULE A

IDGB Worldwide, Inc. and Cliffs Notes, Inc. Trademark Listing			
Mark	Reg/Serial #	Filing Date	Reg Date
<b>IDGB Trademarks - Registered</b>			
DOS FOR DUMMIES	1,759,840	06/11/92	03/23/93
MIS:PRESS	1,760,823	02/21/92	03/23/93
TEACH YOURSELF	1,765,827	02/21/92	04/20/93
MIS:PRESS	1,775,168	02/21/92	06/08/93
...SECRETS	1,788,874	06/11/92	08/17/93
DESIGN ONLY	1,790,326	05/15/92	08/31/93
A QUICK REFERENCE FOR THE REST OF US!	1,826,333	05/06/93	03/15/94
PCS FOR DUMMIES	1,831,298	12/11/92	04/19/94
...FOR DUMMIES	1,832,735	06/17/93	04/26/94
FOR DUMMIES	1,837,859	01/29/93	05/31/94
DOS FOR DUMMIES	1,845,646	06/17/93	07/19/94
...FOR DUMMIES	1,847,744	06/17/93	08/02/94
A REFERENCE FOR THE REST OF US!	1,850,672	01/29/93	08/23/94
MACS FOR DUMMIES	1,852,364	12/11/92	09/06/94
---- FOR DUMMIES	1,857,666	10/06/93	10/11/94
WORLD OF COMPUTER KNOWLEDGE	1,866,975	12/07/93	12/13/94
ILLUSTRATED COMPUTER DICTIONARY FOR DUMMIES	1,878,631	01/04/94	02/14/95
PROGRAMMERS PRESS	1,881,695	12/21/93	02/28/95
WHAT TO DO WHEN BAD THINGS HAPPEN	1,884,949	04/08/94	03/21/95
YOUR FIRST AID KIT	1,884,950	04/08/94	03/21/95
...FOR DUMMIES	1,887,907	05/18/93	04/04/95
TYPE AND LEARN	1,891,724	10/06/93	04/25/95
FUN, FAST & CHEAP!	1,892,143	06/01/94	05/02/95
A DICTIONARY FOR THE REST OF US!	1,896,171	01/04/94	05/30/95
REFERENCES FOR THE REST OF US	1,913,257	12/21/93	08/22/95
SECRETS	1,917,872	01/07/94	09/12/95
A SURVIVAL GUIDE FOR THE REST OF US!	1,918,828	12/06/93	09/12/95
COMPUTER KNOW-HOW NOW!	1,921,918	03/14/94	09/26/95
---- SECRETS	1,923,589	03/22/94	10/03/95
TAXES FOR DUMMIES	1,925,417	08/03/94	10/10/95
UNAUTHORIZED ----	1,927,182	03/14/94	10/17/95
VCRs AND CAMCORDERS FOR DUMMIES	1,927,641	08/03/94	10/17/95
---- SECRETS	1,936,623	06/02/94	11/21/95
A REFERENCE FOR THE REST OF US!	1,936,733	08/03/94	11/21/95
PERSONAL FINANCE FOR DUMMIES	1,939,363	06/07/94	12/05/95
...FOR DUMMIES	1,946,124	05/18/93	01/02/96
DESKTOP PUBLISHING AND DESIGN FOR DUMMIES	1,946,472	08/04/94	01/09/96
HEAVY METAL	1,946,485	08/10/94	01/09/96
---- GIZMOS	1,952,519	08/03/94	01/30/96
MUTUAL FUNDS FOR DUMMIES	1,959,742	08/03/94	03/05/96
LEADING THE KNOWLEDGE REVOLUTION	1,960,511	05/25/95	03/05/96
---- FOR DUMMIES	1,961,324	01/07/94	03/12/96
SOFTWARE FOR THE REST OF US	1,963,481	05/19/95	03/19/96
---- FOR DUMMIES	1,963,774	07/19/94	03/26/96
---- PROGRAMMING FOR DUMMIES	1,963,802	08/15/94	03/26/96
---- GIZMOS	1,972,274	08/03/94	05/07/96
CLIENT/SERVER STRATEGIES	1,974,579	08/03/94	05/21/96
---- STRATEGIES	1,989,495	08/03/94	07/30/96
DUMMIESWARE	1,994,837	03/22/95	08/20/96
MORE ANSWERS, LESS READING	2,008,837	10/06/93	10/15/96

IDGB Worldwide, Inc. and Cliffs Notes, Inc. Trademark Listing			
Mark	Reg/Serial #	Filing Date	Reg Date
PROGRAMMERS PRESS	2,015,013	05/31/95	11/12/96
PROGRAMMERS PRESS	2,015,096	07/06/95	11/12/96
A SURVIVAL GUIDE FOR THE REST OF US!	2,031,081	05/19/95	01/14/97
---- FOR DUMMIES	2,031,260	07/19/94	01/14/97
---- SIMPLIFIED	2,031,288	02/09/95	01/14/97
...FOR DUMMIES	2,034,592	05/18/93	01/28/97
SEX FOR DUMMIES	2,034,828	02/09/95	02/04/97
HEAVY METAL	2,035,003	07/24/95	02/04/97
DUMMIES 101	2,036,169	05/19/95	02/04/97
AUTO ROADSIDE SURVIVAL GUIDE	2,044,371	11/15/94	03/22/97
SOFTWARE FOR THE REST OF US	2,049,374	10/06/93	04/01/97
FUN AND EASY WAY	2,062,531	05/05/95	05/20/97
3-D VISUAL	2,062,544	05/25/95	05/20/97
TCP/IP FOR DUMMIES	2,063,670	08/03/94	05/20/97
A TUTORIAL FOR THE REST OF US!	2,064,696	01/16/96	05/27/97
YOUR FINGERTIP COMPANION	2,080,108	11/15/95	07/15/97
...FOR DUMMIES	2,081,821	06/25/93	07/22/97
DUMMIES 101	2,087,002	01/16/96	08/12/97
---- FOR TEACHERS	2,110,066	05/02/95	10/28/97
FOR TEACHERS THE A+ REFERENCE FOR TEACHERS!	2,110,268	08/14/95	11/04/97
DUMMIES MAN	2,111,950	06/02/95	11/11/97
---- FOR DUMMIES	2,120,234	05/25/95	12/09/97
3-D VISUAL	2,120,746	05/25/95	12/16/97
---- FOR DUMMIES	2,124,132	05/25/95	12/23/97
FOR DUMMIES	2,128,088	12/29/95	01/13/98
ULTIMATE ---- PROGRAMMING	2,129,224	08/10/94	01/13/98
CLASSICS FOR DUMMIES	2,140,212	08/20/96	03/03/98
CREATING COOL ----	2,143,881	12/19/95	03/17/98
FOUNDATIONS OF	2,144,822	03/14/94	03/17/98
FACE OUT	2,149,435	04/18/97	04/07/98
---- FOR TEACHERS	2,149,818	05/02/95	04/07/98
---- VISUAL POCKETGUIDE	2,157,807	02/09/95	05/12/98
DUMMIES GUIDE TO FAMILY COMPUTING	2,160,058	10/28/96	05/26/98
---- FOR DUMMIES	2,162,920	07/19/94	06/02/98
---- FOR DUMMIES	2,162,922	07/19/94	06/02/98
---- FOR DUMMIES	2,162,923	07/19/94	06/02/98
---- FOR DUMMIES	2,164,229	07/19/94	06/09/98
A+ REFERENCE FOR TEACHERS	2,164,993	01/17/96	06/16/98
BUY THAT COMPUTER!	2,173,271	02/09/95	07/14/98
BUY THAT COMPUTER!	2,174,184	03/13/96	07/21/98
---- FOR DUMMIES	2,177,631	04/04/95	07/28/98
DUMMIES PRESS	2,177,639	03/14/94	07/28/98
DIRECT CONNECT KIT	2,179,689	08/10/94	08/04/98
A COOL REFERENCE FOR THE WHOLE FAMILY!	2,186,918	10/28/96	09/01/98
---- FOR DUMMIES	2,192,914	07/19/94	09/29/98
DUMMIESWEAR	2,194,495	05/24/95	10/13/98
DUMMIES RULE!	2,205,499	09/18/97	11/24/98
WEBVENTURE	2,210,063	10/30/96	12/15/98
DUMMIES SEARCH TOOLS	2,212,345	04/23/97	12/22/98
DUMMIES DISCUSSION GROUPS	2,225,065	04/23/97	02/23/99
INTERNET DIRECT CONNECT KIT	2,226,817	02/09/95	02/23/99

IDGB Worldwide, Inc. and Cliffs Notes, Inc. Trademark Listing

Mark	Reg/Serial #	Filing Date	Reg Date
PUZZLES FOR THE REST OF US!	2,232,118	02/13/98	03/16/99
FOR KIDS & PARENTS	2,236,278	09/26/97	03/30/99
FOR TEENS & PARENTS	2,236,279	09/26/97	03/30/99
<b>IDGB Trademarks - Pending</b>			
KIDSMART	74/046,104	1/19/96	
PERSONAL FINANCE FOR DUMMIES	74/510,251	4/5/94	
FUN AND EASY WAY TO LEARN	74/531991	6/1/94	
---- FOR DUMMIES	74/551,065	7/19/94	
---- FOR DUMMIES	74/551,069	7/19/94	
---- FOR DUMMIES	74/553,601	7/19/94	
---- FOR DUMMIES	74/553,602	7/19/94	
---- FOR DUMMIES	74/553,628	7/19/94	
---- FOR DUMMIES	74/553603	7/19/94	
---- FOR DUMMIES	74/553604	7/19/94	
---- FOR DUMMIES	74/553627	7/19/94	
DESKTOP PUBLISHING AND DESIGN FOR DUMMIES	74/557466	8/4/94	
---- FOR DUMMIES	74/605,549	11/25/94	
---- FOR DUMMIES	74/631,968	2/9/95	
---- SECRETS	74/631,970	2/9/95	
---- FOR DUMMIES	74/631,978	2/9/95	
DESTINATION ----	74/631972	2/9/95	
---- FOR DUMMIES HELP DESK	74/631973	2/9/95	
OPTIMIZING ----	74/631979	2/9/95	
---- FOR DUMMIES STARTER KIT	74/631998	2/9/95	
WEBMEDIA	74/650282	3/22/95	
---- FOR DUMMIES	74/655,203	4/4/95	
---- FOR DUMMIES	74/655,204	4/4/95	
---- FOR DUMMIES	74/655,699	4/4/95	
---- FOR DUMMIES	74/655,788	4/4/95	
BESTSELLERS FOR THE REST OF US!	74/655124	4/24/95	
DUMMIESWORLD	74/679,684	5/25/95	
---- FOR DUMMIES	74/679,688	5/25/95	
DUMMIESWORLD	74/679,689	5/25/95	
DUMMIESWORLD	74/679,690	5/25/95	
DUMMIESWORLD	74/679,691	5/25/95	
DUMMIESWORLD	74/679,693	5/25/95	
DUMMIESWORLD	74/679,695	5/25/95	
DUMMIESWORLD	74/679,698	5/25/95	
DUMMIESWORLD	74/679694	5/25/95	
COMPUTERS FOR DUMMIES	74/682,552	5/31/95	
A NEWSLETTER FOR THE REST OF US!	74/694,663	6/28/95	
A TRADE SHOW FOR THE REST OF US!	74/694,666	6/28/95	
A SEMINAR FOR THE REST OF US!	74/694,667	6/28/95	
A COURSE FOR THE REST OF US!	74/694,668	6/28/95	
A SELF-PACED LEARNING TOOL FOR THE REST OF US!	75/022,114	11/20/95	
A SELF-PACED LEARNING TOOL FOR THE REST OF US!	75/022,115	11/20/95	
---- VISUAL GUIDE	75/022111	11/20/95	
CREATING COOL ----	75/034754	12/19/95	
CREATING COOL ----	75/034763	12/19/95	

IDGB Worldwide, Inc. and Cliffs Notes, Inc. Trademark Listing

Mark	Reg/Serial #	Filing Date	Reg Date
THREE-DIMENSIONAL	75/052,582	2/2/96	
---- HATERS HANDBOOK	75/071425	3/12/96	
DUMMIES ONLINE UNIVERSITY	75/107,704	5/22/96	
---- FOR DUMMIES	75/149,110	8/12/96	
---- FOR DUMMIES	75/149,140	8/12/96	
---- FOR DUMMIES	75/149,141	8/12/96	
GIVE THE GIFT OF KNOWLEDGE	75/151747	8/16/96	
CLASSICS FOR DUMMIES	75/154,069	8/20/96	
A CLASSIC FOR THE REST OF US!	75/154,148	8/20/96	
---- FOR DUMMIES	75/154,150	8/20/96	
---- FOR DUMMIES	75/154,151	8/20/96	
CLASSICS FOR THE REST OF US!	75/154147	8/20/96	
DUMMIES FAMILY SERIES	75/160,681	9/4/96	
DUMMIES FAMILY SERIES	75/160,682	9/4/96	
DUMMIESCHAT.COM	75/185,731	10/22/96	
DUMMIESCONTEST.COM	75/185,733	10/22/96	
DUMMIESWARE.COM	75/185,751	10/22/96	
DUMMIESWEAR.COM	75/185,752	10/22/96	
---- FOR DUMMIES	75/190,893	10/23/96	
A COOL REFERENCE FOR THE WHOLE FAMILY!	75/193,105	10/28/96	
---- FOR DUMMIES	75/214,364	12/17/96	
---- FOR DUMMIES	75/215,678	12/19/96	
---- FOR DUMMIES	75/243,179	2/12/97	
LIFE FOR DUMMIES	75/252,178	3/5/97	
LITTLE DUMMIES BOOK OF ----	75/257,693	3/14/97	
BIG DUMMIES BOOK OF ----	75/257,694	3/13/97	
DUMMIES DIRECTORY TO ----	75/257743	3/13/97	
WEBMEDIA MAGIC	75/257773	3/14/97	
DUMMIES PACK	75/270,889	4/3/97	
DUMMIES PACK	75/270,890	4/3/97	
DUMMIES 101: A TUTORIAL FOR THE REST OF US!	75/272633	4/10/97	
DUMMIES.COM	75/274,157	4/11/97	
ONLINE SHOPPING FOR DUMMIES	75/280,116	4/23/97	
...FOR DUMMIES	75/280,117	4/23/97	
DUMMIES BOOKS	75/280,120	4/23/97	
MAKE ME SMART	75/287,510	5/6/97	
BESTSELLERS FOR THE REST OF US!	75/305,857	6/9/97	
---- FOR DUMMIES	75/312,694	6/23/97	
DUMMIES MAN	75/324,418	7/14/97	
DUMMIES MAN	75/325,211	7/16/97	
DUMMIES MAN	75/325430	7/16/97	
DUMMIES MAN	75/326,321	7/16/97	
DUMMIES MAN	75/326,322	7/16/97	
ENTERTAINMENT COMPANION	75/332,441	7/29/97	
HAPPY HOUR COMPANION	75/332,442	7/29/97	
TEACH YOURSELF NETWORKING VISUALLY	75/356,521	9/15/97	
---- FOR DUMMIES	75/356,624	9/15/97	
DUMMIES DAILY THE ONLINE RESOURCE FOR THE REST OF US ..	75/359,320	9/18/97	
ONLINE RESOURCE FOR THE REST OF US	75/359,321	9/18/97	
DUMMIES DAILY	75/359,405	9/18/97	
DUMMIES RULE!	75/359,471	9/18/97	

IDGB Worldwide, Inc. and Cliffs Notes, Inc. Trademark Listing

Mark	Reg/Serial #	Filing Date	Reg Date
DUMMIES.COM	75/361062	9/22/97	
---- FOR KIDS & PARENTS	75/363,552	9/26/97	
---- FOR TEENS & PARENTS	75/363,554	9/26/97	
DUMMIES GUIDE TO FAMILY COMPUTING	75/363,555	9/26/97	
DUMMIESWARE	75/364,174	9/26/97	
DUMMIES RULE!	75/365836	9/18/97	
BROWSING AND BEYOND	75/377,010	10/21/97	
JOIN THE KNOWLEDGE REVOLUTION!	75/377,011	10/21/97	
GET SMART WITH DUMMIES!	75/377,012	10/21/97	
BEYOND BROWSING	75/380,578	10/28/97	
STUDIO SECRETS	75/388,751	11/12/97	
STUDIO SECRETS	75/388,752	11/12/97	
SMALL BUSINESS SOLUTIONS FOR THE REST OF US!	75/388,753	11/12/97	
MASTER ---- VISUALLY	75/388,787	11/12/97	
DUMMIES BOOKS	75/388,788	11/12/97	
MASTER ---- VISUALLY	75/388756	11/12/97	
DUMMIES VIDEOS	75/403,223	12/10/97	
TRIVIA FOR DUMMIES	75/408,150	12/19/97	
CHARADES FOR DUMMIES	75/408,151	12/19/97	
CROSSWORDS FOR DUMMIES	75/408,459	12/19/97	
DUMMIES ONLINE E-NNOUNCEMENT	75/424,454	1/27/98	
LEADING THE KNOWLEDGE REVOLUTION	75/424161	1/27/98	
DUMMIES TIPS	75/459,376	3/30/98	
ONE STEP AT A TIME	75/530536	8/4/98	
A GAME FOR THE REST OF US!	75/544,636	8/28/98	
DUMMIES PRESS	75/555419	9/18/98	
DUMMIES BOUTIQUE	75/607,233	12/17/98	
ART FOR DUMMIES	75/619,008	1/8/99	
HIGHLIGHTS FOR DUMMIES	75/619,009	1/8/99	
---- FOR DUMMIES	75/975,437	4/4/95	
CREATING COOL ----	75/975,880	12/19/95	
---- FAQs	75/975176	2/9/95	
---- FOR DUMMIES	75/976,086	7/19/94	
---- FOR DUMMIES	75/977,627	7/19/94	
---- FOR DUMMIES	75/977,680	4/4/95	
---- FOR DUMMIES	75/977,681	8/20/96	
---- FOR DUMMIES	75/977,690	8/12/96	
---- FOR DUMMIES	75/977,691	8/12/96	
DUMMIESWORLD	75/978,221	5/25/99	

**CLIFFS Trademarks - Registered**

CLIFF'S NOTES (mountain in rectangle)	0,794,824	12/09/64	08/24/65
CLIFFS NOTES, INC. (mountain only)	1,404,867	08/16/85	08/12/86
CLIFFS NOTES, INC. (mountain and stripes)	1,408,436	08/16/85	09/09/86
(Shakespeare and stripes)	1,404,864	08/02/85	08/12/86
(boy under tree and stripes)	1,404,865	08/02/85	08/12/86
(stripes and mountain design)	1,404,866	08/02/85	08/12/86
(six diagonal bars)	1,405,778	08/02/85	08/19/86
CENTENNIAL PRESS	1,593,495	07/12/89	04/24/90

IDGB Worldwide, Inc. and Cliffs Notes, Inc. Trademark Listing			
Mark	Reg/Serial #	Filing Date	Reg Date
STUDYWARE	1,607,257	05/30/89	07/24/90
TEACHME	1,881,327	08/05/93	02/28/95
QUICK REVIEW	1,901,360	09/21/92	06/20/95
(diag yellow and black stripes)	1,969,672	02/21/95	04/23/96
(Test Prep Guides cover design)	2,064,308	01/10/94	05/27/97
(Studyware cover design)	75/174,556	09/30/96	



## TRADEMARK SECURITY AGREEMENT

TRADEMARK SECURITY AGREEMENT, dated as of August 2, 1999, by and among (i) **IDG BOOKS WORLDWIDE INC.**, a Delaware corporation (hereinafter, together with its successors in title and assigns, called the "**Borrower**"), and the subsidiaries of the Borrower identified as such on Exhibit A hereto (such subsidiaries being hereinafter, together with their successors in title and assigns, sometimes called the "**Subsidiary Guarantors**") (the Borrower and each Subsidiary Guarantor from time to time party to or otherwise bound by this Agreement being hereinafter called, collectively, an "**Grantor**" and, collectively, the "**Grantors**") and (ii) **BANKBOSTON, N.A.**, as collateral agent for the benefit of the Secured Creditors (as defined below) (in such capacity, the "**Collateral Agent**"). Except as otherwise defined herein, terms used herein and defined in the Credit Agreement (as defined below) shall be used herein as so defined therein.

### RECITALS

A. The Borrower, the several financial institutions from time to time party to thereto (the "**Lenders**"), BankBoston, N.A., as Administrative Agent and Issuing Lender, BancBoston Robertson Stephens Inc., as Lead Arranger, Wells Fargo Bank, National Association, as Syndication Agent and The First National Bank of Chicago, as Documentation Agent, have entered into that certain Credit Agreement (as used herein, the term "**Credit Agreement**" means the Credit Agreement described above in this paragraph, as the same may be amended, modified, extended, renewed, replaced, restated or supplemented from time to time, and including any agreement extending the maturity of, restructuring all or any portion of the Indebtedness under such agreement or any successor agreements), dated as July 30, 1999, providing for the making of Loans and the issuance of, and participation in, Letters of Credit, as contemplated therein.

B. The Grantors have executed and delivered to the Collateral Agent, the Security Agreement, dated as of August 2, 1999 (as amended, supplemented, amended and restated or otherwise modified from time to time, the "**Security Agreement**"), between the Grantors and the Collateral Agent, pursuant to which the Grantors have granted to the Collateral Agent, for the benefit of the Secured Creditors (as defined in the Security Agreement), security interests in all tangible and intangible personal Property of the Grantors in order to secure the payment and performance of all of the Obligations of the Borrower, its Subsidiaries and any other Credit Party under the Credit Agreement and any other Loan Documents.

C. Pursuant to the Security Agreement, the Grantors are required to execute and deliver to the Collateral Agent a supplemental security agreement with respect to certain registered trademarks and service marks, certain trademark and service mark registration applications and certain related Property of the Grantors, and such supplemental security agreement is required to be in or substantially in the form hereof.

**NOW, THEREFORE**, in consideration of the benefits accruing to each Grantor, the receipt and sufficiency of which are hereby acknowledged, each Grantor hereby makes the following representations and warranties to the Collateral Agent for the benefit of the Secured Creditors and hereby covenants and agrees with the Collateral Agent for the benefit of the Secured Creditors as follows:

1. **Defined Terms.** The following terms, when used in this Agreement, including in the preamble and Recitals hereto, shall, except where the context otherwise requires, have the following meanings:

“**Agreement**” means this Trademark Security Agreement.

“**Borrower**” has the meaning specified in the introductory paragraph hereto.

“**Collateral Agent**” has the meaning specified in the preamble hereto.

“**Credit Agreement**” as the meaning specified in the Recitals hereto.

“**Marks**” has the meaning specified in the Security Agreement.

“**Secured Creditors**” has the meaning specified in the Security Agreement.

“**Security Agreement**” has the meaning specified in the Recitals hereto.

“**Trademark Collateral**” has the meaning specified in Section 2, hereof.

Unless otherwise defined herein or the context otherwise requires, terms used in this Agreement, including the preamble and Recitals hereto, shall have the meanings given to such terms in the Credit Agreement.

2. **Grant of Security Interest.** Each Grantor hereby pledges and assigns to the Collateral Agent and hereby grants to the Collateral Agent, for the benefit of the Lenders, continuing security interests in all of each Grantor's rights, title and interests in and to (but does not, for so long as the Collateral Agent has not exercised its rights under the Security Agreement, transfer title to) all Marks, including without limitation, all of the following property, whether currently existing or hereafter created, arising or acquired (all of such property being collectively called the “**Trademark Collateral**”):

(a) all trademarks, service marks, trade names, corporate names, company names, business names, fictitious business names, trade styles, logos, other source of business identifiers, prints and labels on which any of the foregoing have appeared or appear, designs and general intangibles of a like nature (all of the foregoing items hereinbefore identified and described in this clause (a) being collectively called "**Trademarks**"), all registrations and recordings thereof, and in connection therewith, all applications in the United States Patent and Trademark Office or in any similar office or agency of the United States or any state thereof, including those referred to in Item A and Item B of Attachment 1;

(b) all Trademark licenses and other agreements providing each Grantor with rights to use Trademarks;

(c) all reissues, extensions or renewals of any of the items described in the foregoing clauses (a) and (b);

(d) all of the goodwill of the business of each Grantor connected with the use of, and symbolized by the items described in, clauses (a), (b) and (c); and

(e) all royalties from and all proceeds of, and all rights associated with, the foregoing, including any and all claims by any Grantor (and rights to sue thereunder) against third parties for past, present or future infringement or dilution of any Trademark, Trademark registration or Trademark license, including any Trademark, Trademark registration, Trademark license or trade name referred to in Item A or Item B of Attachment 1, or for any injury to the goodwill associated with any Trademark, Trademark registration, Trademark license or trade name.

Notwithstanding the foregoing, the term "**Trademark Collateral**" shall not include any Property in which the Grantors are not permitted, by Applicable Law or by the terms of any Instrument to which any such Grantor is a party or by which such Property is bound, to grant a security interest or Lien: provided, however, that all proceeds of Property described in the foregoing provisions of this paragraph shall in any event constitute "**Trademark Collateral**".

**3. Security Agreement.** This Agreement has been executed and delivered to the Collateral Agent by each Grantor for the purpose of registering the grant of the security interests of the Collateral Agent in certain Trademark Collateral with the United States Patent and Trademark Office. The security interests granted pursuant hereto are granted as a supplement to, and not in limitation of, the security interests granted to the Collateral Agent, for the benefit of the Secured Creditors, under and as defined in the Security Agreement. The Security

Agreement (and all rights and remedies of the Collateral Agent thereunder) shall remain in full force and effect in accordance with its terms.

4. **Release of Liens.** At such time as the Security Agreement shall have terminated in accordance with Section 10.10 thereof, the Collateral Agent shall, at the expense of the Grantors, execute and deliver to the Grantors all such Instruments and other documents as may be necessary or as may be reasonably requested by the Grantors to release Liens on the Trademark Collateral which have been granted pursuant hereto and pursuant to the Security Agreement.

5. **Acknowledgment.** Each Grantor does hereby further acknowledge and affirm that the rights and remedies of the Collateral Agent with respect to the security interests and Liens on the Trademark Collateral granted pursuant hereto are more fully set forth in the Security Agreement, the terms and provisions of which (including the remedies provided for therein) are incorporated by reference herein as if fully set forth herein.

6. **Collateral Document, etc.** This Agreement is a Collateral Document and a Loan Document executed and delivered to the Collateral Agent pursuant to the Credit Agreement and shall be construed, administered and applied in accordance with, and subject to, the terms and provisions of the Credit Agreement.

7. **Counterparts.** This Agreement may be executed by the parties hereto in several counterparts, each of which shall be deemed to be an original and all of which shall constitute together but one and the same agreement.

**[REMAINDER OF THIS PAGE IS INTENTIONALLY LEFT BLANK.]**

IN WITNESS WHEREOF, the parties hereto have caused this TRADEMARK SECURITY AGREEMENT to be duly executed and delivered by their respective officers thereunto duly authorized on and as of the day and in the year first above written.

GRANTORS:

IDG BOOKS WORLDWIDE, INC.,  
as Borrower and Grantor

By: Jim Doeh  
Name: James A. Doehrman  
Title: Vice President/Chief Financial Officer

CLIFFS NOTES, INC.,  
as Subsidiary Guarantor and Grantor

By: Jim Doeh  
Name: James A. Doehrman  
Title: Vice President/Chief Financial Officer  
*and Treasurer*

MACMILLAN GENERAL REFERENCE  
USA INC., as Subsidiary Guarantor and  
Grantor

By: Jim Doeh  
Name: James A. Doehrman  
Title: Vice President/Chief Financial Officer  
*and Treasurer*

Address of Grantors  
c/o IDG Books Worldwide, Inc.  
919 E. Hillsdale Blvd., Suite 400  
Foster City, CA 94404  
Attention: James A. Doehrman, Vice President  
and Chief Financial Officer  
Telephone: (650) 655-3000  
Facsimile: (650) 655-3294

COLLATERAL AGENT:

BANKBOSTON, N.A.,  
as collateral agent

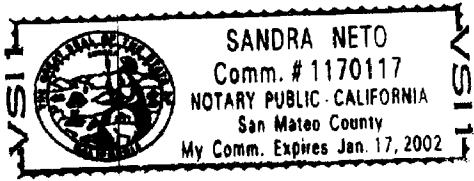
By: Robert F. Milord  
Name: ROBERT F. MILORD  
Title: MANAGING DIRECTOR

State OF California )  
 ) ss.:  
COUNTY OF San Mateo

Personally appeared before me, the undersigned, a Notary Public in and for said county, Jim Doehrman, personally known to me, who, being by me first duly sworn, declared that he is the VP/CFO of **IDG BOOKS WORLDWIDE, INC.**, a Delaware corporation, that being duly authorized he did sign and seal the said **TRADEMARK SECURITY AGREEMENT** as such officer of and on behalf of such corporation and that the same is such corporation's free act and deed.

**IN WITNESS WHEREOF**, I have hereunto set my hand and official seal on this 29th day of July, 1999.

Sandra Neto  
Notary Public  
My Commission Expires:  
January 17, 2002

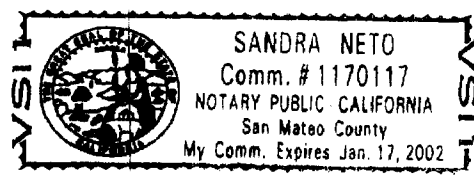


State OF California )  
 ) ss.:  
COUNTY OF San Mateo

Personally appeared before me, the undersigned, a Notary Public in and for said county, Jim Doehrman, personally known to me, who, being by me first duly sworn, declared that he is the VP, CFO & Treasurer of **CLIFFS NOTES, INC.**, a Nebraska corporation, that being duly authorized he did sign and seal the said **TRADEMARK SECURITY AGREEMENT** as such officer of and on behalf of such corporation and that the same is such corporation's free act and deed.

**IN WITNESS WHEREOF**, I have hereunto set my hand and official seal on this 29th day of July, 1999.

Sandra Neto  
Notary Public  
My Commission Expires:  
January 17, 2002



State OF California )

) ss.:

COUNTY OF San Mateo

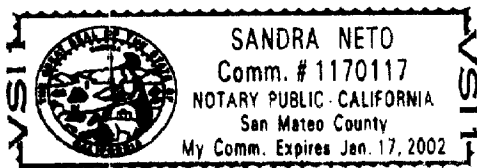
Personally appeared before me, the undersigned, a Notary Public in and for said county, Jim Doehrman, personally known to me, who, being by me first duly sworn, declared that he is the VP, CFO & Treasurer of **MACMILLAN GENERAL REFERENCE USA INC.**, a Delaware corporation, that being duly authorized he did sign and seal the said **TRADEMARK SECURITY AGREEMENT** as such officer of and on behalf of such corporation and that the same is such corporation's free act and deed.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal on this 29th day of July, 1999.

Sandra Neto

Notary Public  
My Commission Expires:

January 17, 2002



SUBSIDIARY GUARANTORS

1. Cliff's Notes, Inc., a Nebraska corporation
2. Macmillan General Reference USA Inc., a Delaware corporation



**ATTACHMENT 1  
TO THE TRADEMARK SECURITY AGREEMENT,  
DATED AS OF AUGUST 2, 1999, AMONG  
IDG BOOKS WORLDWIDE, INC., CERTAIN OF ITS SUBSIDIARIES,  
AND BANKBOSTON, N.A., AS COLLATERAL AGENT**

---

**ITEM A.     Trademarks.**

See Attached

**ITEM B.     Service Marks.**

N/A

IDGB Worldwide, Inc. and Cliffs Notes, Inc. Trademark Listing			
Mark	Reg/Serial #	Filing Date	Reg Date
<b>IDGB Trademarks - Registered</b>			
DOS FOR DUMMIES	1,759,840	06/11/92	03/23/93
MIS:PRESS	1,760,823	02/21/92	03/23/93
TEACH YOURSELF	1,765,827	02/21/92	04/20/93
MIS:PRESS	1,775,168	02/21/92	06/08/93
...SECRETS	1,788,874	06/11/92	08/17/93
DESIGN ONLY	1,790,326	05/15/92	08/31/93
A QUICK REFERENCE FOR THE REST OF US!	1,826,333	05/06/93	03/15/94
PCS FOR DUMMIES	1,831,298	12/11/92	04/19/94
...FOR DUMMIES	1,832,735	06/17/93	04/26/94
FOR DUMMIES	1,837,859	01/29/93	05/31/94
DOS FOR DUMMIES	1,845,646	06/17/93	07/19/94
...FOR DUMMIES	1,847,744	06/17/93	08/02/94
A REFERENCE FOR THE REST OF US!	1,850,672	01/29/93	08/23/94
MACS FOR DUMMIES	1,852,364	12/11/92	09/06/94
---- FOR DUMMIES	1,857,666	10/06/93	10/11/94
WORLD OF COMPUTER KNOWLEDGE	1,866,975	12/07/93	12/13/94
ILLUSTRATED COMPUTER DICTIONARY FOR DUMMIES	1,878,631	01/04/94	02/14/95
PROGRAMMERS PRESS	1,881,695	12/21/93	02/28/95
WHAT TO DO WHEN BAD THINGS HAPPEN	1,884,949	04/08/94	03/21/95
YOUR FIRST AID KIT	1,884,950	04/08/94	03/21/95
...FOR DUMMIES	1,887,907	05/18/93	04/04/95
TYPE AND LEARN	1,891,724	10/06/93	04/25/95
FUN, FAST & CHEAP!	1,892,143	06/01/94	05/02/95
A DICTIONARY FOR THE REST OF US!	1,896,171	01/04/94	05/30/95
REFERENCES FOR THE REST OF US	1,913,257	12/21/93	08/22/95
SECRETS	1,917,872	01/07/94	09/12/95
A SURVIVAL GUIDE FOR THE REST OF US!	1,918,828	12/06/93	09/12/95
COMPUTER KNOW-HOW NOW!	1,921,918	03/14/94	09/26/95
---- SECRETS	1,923,589	03/22/94	10/03/95
TAXES FOR D JMMIES	1,925,417	08/03/94	10/10/95
UNAUTHORIZED ----	1,927,182	03/14/94	10/17/95
VCRs AND CAMCORDERS FOR DUMMIES	1,927,641	08/03/94	10/17/95
---- SECRETS	1,936,623	06/02/94	11/21/95
A REFERENCE FOR THE REST OF US!	1,936,733	08/03/94	11/21/95
PERSONAL FINANCE FOR DUMMIES	1,939,363	06/07/94	12/05/95
...FOR DUMMIES	1,946,124	05/18/93	01/02/96
DESKTOP PUBLISHING AND DESIGN FOR DUMMIES	1,946,472	08/04/94	01/09/96
HEAVY METAL	1,946,485	08/10/94	01/09/96
---- GIZMOS	1,952,519	08/03/94	01/30/96
MUTUAL FUNDS FOR DUMMIES	1,959,742	08/03/94	03/05/96
LEADING THE KNOWLEDGE REVOLUTION	1,960,511	05/25/95	03/05/96
---- FOR DUMMIES	1,961,324	01/07/94	03/12/96
SOFTWARE FOR THE REST OF US	1,963,481	05/19/95	03/19/96
---- FOR DUMMIES	1,963,774	07/19/94	03/26/96
---- PROGRAMMING FOR DUMMIES	1,963,802	08/15/94	03/26/96
---- GIZMOS	1,972,274	08/03/94	05/07/96
CLIENT/SERVER STRATEGIES	1,974,579	08/03/94	05/21/96
---- STRATEGIES	1,989,495	08/03/94	07/30/96
DUMMIESWARE	1,994,837	03/22/95	08/20/96
MORE ANSWERS, LESS READING	2,008,837	10/06/93	10/15/96

IDGB Worldwide, Inc. and Cliffs Notes, Inc. Trademark Listing			
Mark	Reg/Serial #	Filing Date	Reg Date
PROGRAMMERS PRESS	2,015,013	05/31/95	11/12/96
PROGRAMMERS PRESS	2,015,096	07/06/95	11/12/96
A SURVIVAL GUIDE FOR THE REST OF US!	2,031,081	05/19/95	01/14/97
---- FOR DUMMIES	2,031,260	07/19/94	01/14/97
---- SIMPLIFIED	2,031,288	02/09/95	01/14/97
...FOR DUMMIES	2,034,592	05/18/93	01/28/97
SEX FOR DUMMIES	2,034,828	02/09/95	02/04/97
HEAVY METAL	2,035,003	07/24/95	02/04/97
DUMMIES 101	2,036,169	05/19/95	02/04/97
AUTO ROADSIDE SURVIVAL GUIDE	2,044,371	11/15/94	03/22/97
SOFTWARE FOR THE REST OF US	2,049,374	10/06/93	04/01/97
FUN AND EASY WAY	2,062,531	05/05/95	05/20/97
3-D VISUAL	2,062,544	05/25/95	05/20/97
TCP/IP FOR DUMMIES	2,063,670	08/03/94	05/20/97
A TUTORIAL FOR THE REST OF US!	2,064,696	01/16/96	05/27/97
YOUR FINGERTIP COMPANION	2,080,108	11/15/95	07/15/97
...FOR DUMMIES	2,081,821	06/25/93	07/22/97
DUMMIES 101	2,087,002	01/16/96	08/12/97
---- FOR TEACHERS	2,110,066	05/02/95	10/28/97
FOR TEACHERS THE A+ REFERENCE FOR TEACHERS!	2,110,268	08/14/95	11/04/97
DUMMIES MAN	2,111,950	06/02/95	11/11/97
---- FOR DUMMIES	2,120,234	05/25/95	12/09/97
3-D VISUAL	2,120,746	05/25/95	12/16/97
---- FOR DUMMIES	2,124,132	05/25/95	12/23/97
FOR DUMMIES	2,128,088	12/29/95	01/13/98
ULTIMATE ---- PROGRAMMING	2,129,224	08/10/94	01/13/98
CLASSICS FOR DUMMIES	2,140,212	08/20/96	03/03/98
CREATING COOL ----	2,143,881	12/19/95	03/17/98
FOUNDATIONS OF	2,144,822	03/14/94	03/17/98
FACE OUT	2,149,435	04/18/97	04/07/98
---- FOR TEACHERS	2,149,818	05/02/95	04/07/98
---- VISUAL POCKETGUIDE	2,157,807	02/09/95	05/12/98
DUMMIES GUIDE TO FAMILY COMPUTING	2,160,058	10/28/96	05/26/98
---- FOR DUMMIES	2,162,920	07/19/94	06/02/98
---- FOR DUMMIES	2,162,922	07/19/94	06/02/98
---- FOR DUMMIES	2,162,923	07/19/94	06/02/98
---- FOR DUMMIES	2,164,229	07/19/94	06/09/98
A+ REFERENCE FOR TEACHERS	2,164,993	01/17/96	06/16/98
BUY THAT COMPUTER!	2,173,271	02/09/95	07/14/98
BUY THAT COMPUTER!	2,174,184	03/13/96	07/21/98
---- FOR DUMMIES	2,177,631	04/04/95	07/28/98
DUMMIES PRESS	2,177,639	03/14/94	07/28/98
DIRECT CONNECT KIT	2,179,689	08/10/94	08/04/98
A COOL REFERENCE FOR THE WHOLE FAMILY!	2,186,918	10/28/96	09/01/98
---- FOR DUMMIES	2,192,914	07/19/94	09/29/98
DUMMIESWEAR	2,194,495	05/24/95	10/13/98
DUMMIES RULE!	2,205,499	09/18/97	11/24/98
WEBVENTURE	2,210,063	10/30/96	12/15/98
DUMMIES SEARCH TOOLS	2,212,345	04/23/97	12/22/98
DUMMIES DISCUSSION GROUPS	2,225,065	04/23/97	02/23/99
INTERNET DIRECT CONNECT KIT	2,226,817	02/09/95	02/23/99

IDGB Worldwide, Inc. and Cliffs Notes, Inc. Trademark Listing

Mark	Reg/Serial #	Filing Date	Reg Date
PUZZLES FOR THE REST OF US!	2,232,118	02/13/98	03/16/99
FOR KIDS & PARENTS	2,236,278	09/26/97	03/30/99
FOR TEENS & PARENTS	2,236,279	09/26/97	03/30/99
<b>IDGB Trademarks - Pending</b>			
KIDSMART	74/046,104	1/19/96	
PERSONAL FINANCE FOR DUMMIES	74/510,251	4/5/94	
FUN AND EASY WAY TO LEARN	74/531991	6/1/94	
---- FOR DUMMIES	74/551,065	7/19/94	
---- FOR DUMMIES	74/551,069	7/19/94	
---- FOR DUMMIES	74/553,601	7/19/94	
---- FOR DUMMIES	74/553,602	7/19/94	
---- FOR DUMMIES	74/553,628	7/19/94	
---- FOR DUMMIES	74/553603	7/19/94	
---- FOR DUMMIES	74/553604	7/19/94	
---- FOR DUMMIES	74/553627	7/19/94	
DESKTOP PUBLISHING AND DESIGN FOR DUMMIES	74/557466	8/4/94	
---- FOR DUMMIES	74/605,549	11/25/94	
---- FOR DUMMIES	74/631,968	2/9/95	
---- SECRETS	74/631,970	2/9/95	
---- FOR DUMMIES	74/631,978	2/9/95	
DESTINATION ----	74/631972	2/9/95	
---- FOR DUMMIES HELP DESK	74/631973	2/9/95	
OPTIMIZING ----	74/631979	2/9/95	
---- FOR DUMMIES STARTER KIT	74/631998	2/9/95	
WEBMEDIA	74/650282	3/22/95	
---- FOR DUMMIES	74/655,203	4/4/95	
---- FOR DUMMIES	74/655,204	4/4/95	
---- FOR DUMMIES	74/655,699	4/4/95	
---- FOR DUMMIES	74/655,788	4/4/95	
BESTSELLERS FOR THE REST OF US!	74/655124	4/24/95	
DUMMIESWORLD	74/679,684	5/25/95	
---- FOR DUMMIES	74/679,688	5/25/95	
DUMMIESWORLD	74/679,689	5/25/95	
DUMMIESWORLD	74/679,690	5/25/95	
DUMMIESWORLD	74/679,691	5/25/95	
DUMMIESWORLD	74/679,693	5/25/95	
DUMMIESWORLD	74/679,695	5/25/95	
DUMMIESWORLD	74/679,698	5/25/95	
DUMMIESWORLD	74/679694	5/25/95	
COMPUTERS FOR DUMMIES	74/682,552	5/31/95	
A NEWSLETTER FOR THE REST OF US!	74/694,663	6/28/95	
A TRADE SHOW FOR THE REST OF US!	74/694,666	6/28/95	
A SEMINAR FOR THE REST OF US!	74/694,667	6/28/95	
A COURSE FOR THE REST OF US!	74/694,668	6/28/95	
A SELF-PACED LEARNING TOOL FOR THE REST OF US!	75/022,114	11/20/95	
A SELF-PACED LEARNING TOOL FOR THE REST OF US!	75/022,115	11/20/95	
---- VISUAL GUIDE	75/022111	11/20/95	
CREATING COOL ----	75/034754	12/19/95	
CREATING COOL ----	75/034763	12/19/95	

## IDGB Worldwide, Inc. and Cliffs Notes, Inc. Trademark Listing

Mark	Reg/Serial #	Filing Date	Reg Date
THREE-DIMENSIONAL	75/052,582	2/2/96	
---- HATERS HANDBOOK	75/071425	3/12/96	
DUMMIES ONLINE UNIVERSITY	75/107,704	5/22/96	
---- FOR DUMMIES	75/149,110	8/12/96	
---- FOR DUMMIES	75/149,140	8/12/96	
---- FOR DUMMIES	75/149,141	8/12/96	
GIVE THE GIFT OF KNOWLEDGE	75/151747	8/16/96	
CLASSICS FOR DUMMIES	75/154,069	8/20/96	
A CLASSIC FOR THE REST OF US!	75/154,148	8/20/96	
---- FOR DUMMIES	75/154,150	8/20/96	
---- FOR DUMMIES	75/154,151	8/20/96	
CLASSICS FOR THE REST OF US!	75/154147	8/20/96	
DUMMIES FAMILY SERIES	75/160,681	9/4/96	
DUMMIES FAMILY SERIES	75/160,682	9/4/96	
DUMMIESCHAT.COM	75/185,731	10/22/96	
DUMMIESCONTEST.COM	75/185,733	10/22/96	
DUMMIESWARE.COM	75/185,751	10/22/96	
DUMMIESWEAR.COM	75/185,752	10/22/96	
---- FOR DUMMIES	75/190,893	10/23/96	
A COOL REFERENCE FOR THE WHOLE FAMILY!	75/193,105	10/28/96	
---- FOR DUMMIES	75/214,364	12/17/96	
---- FOR DUMMIES	75/215,678	12/19/96	
---- FOR DUMMIES	75/243,179	2/12/97	
LIFE FOR DUMMIES	75/252,178	3/5/97	
LITTLE DUMMIES BOOK OF ----	75/257,693	3/14/97	
BIG DUMMIES BOOK OF ----	75/257,694	3/13/97	
DUMMIES DIRECTORY TO ----	75/257743	3/13/97	
WEBMEDIA MAGIC	75/257773	3/14/97	
DUMMIES PACK	75/270,889	4/3/97	
DUMMIES PACK	75/270,890	4/3/97	
DUMMIES 101: A TUTORIAL FOR THE REST OF US!	75/272633	4/10/97	
DUMMIES.COM	75/274,157	4/11/97	
ONLINE SHOPPING FOR DUMMIES	75/280,116	4/23/97	
...FOR DUMMIES	75/280,117	4/23/97	
DUMMIES BOOKS	75/280,120	4/23/97	
MAKE ME SMART	75/287,510	5/6/97	
BESTSELLERS FOR THE REST OF US!	75/305,857	6/9/97	
---- FOR DUMMIES	75/312,694	6/23/97	
DUMMIES MAN	75/324,418	7/14/97	
DUMMIES MAN	75/325,211	7/16/97	
DUMMIES MAN	75/325430	7/16/97	
DUMMIES MAN	75/326,321	7/16/97	
DUMMIES MAN	75/326,322	7/16/97	
ENTERTAINMENT COMPANION	75/332,441	7/29/97	
HAPPY HOUR COMPANION	75/332,442	7/29/97	
TEACH YOURSELF NETWORKING VISUALLY	75/356,521	9/15/97	
---- FOR DUMMIES	75/356,624	9/15/97	
DUMMIES DAILY THE ONLINE RESOURCE FOR THE REST OF US ..	75/359,320	9/18/97	
ONLINE RESOURCE FOR THE REST OF US	75/359,321	9/18/97	
DUMMIES DAILY	75/359,405	9/18/97	
DUMMIES RULE!	75/359,471	9/18/97	

**IDGB Worldwide, Inc. and Cliffs Notes, Inc. Trademark Listing**

Mark	Reg/Serial #	Filing Date	Reg Date
DUMMIES.COM	75/361062	9/22/97	
---- FOR KIDS & PARENTS	75/363,552	9/26/97	
---- FOR TEENS & PARENTS	75/363,554	9/26/97	
DUMMIES GUIDE TO FAMILY COMPUTING	75/363,555	9/26/97	
DUMMIESWARE	75/364,174	9/26/97	
DUMMIES RULE!	75/365836	9/18/97	
BROWSING AND BEYOND	75/377,010	10/21/97	
JOIN THE KNOWLEDGE REVOLUTION!	75/377,011	10/21/97	
GET SMART WITH DUMMIES!	75/377,012	10/21/97	
BEYOND BROWSING	75/380,578	10/28/97	
STUDIO SECRETS	75/388,751	11/12/97	
STUDIO SECRETS	75/388,752	11/12/97	
SMALL BUSINESS SOLUTIONS FOR THE REST OF US!	75/388,753	11/12/97	
MASTER ---- VISUALLY	75/388,787	11/12/97	
DUMMIES BOOKS	75/388,788	11/12/97	
MASTER ---- VISUALLY	75/388756	11/12/97	
DUMMIES VIDEOS	75/403,223	12/10/97	
TRIVIA FOR DUMMIES	75/408,150	12/19/97	
CHARADES FOR DUMMIES	75/408,151	12/19/97	
CROSSWORDS FOR DUMMIES	75/408,459	12/19/97	
DUMMIES ONLINE E-NNOUNCEMENT	75/424,454	1/27/98	
LEADING THE KNOWLEDGE REVOLUTION	75/424161	1/27/98	
DUMMIES TIPS	75/459,376	3/30/98	
ONE STEP AT A TIME	75/530536	8/4/98	
A GAME FOR THE REST OF US!	75/544,636	8/28/98	
DUMMIES PRESS	75/555419	9/18/98	
DUMMIES BOUTIQUE	75/607,233	12/17/98	
ART FOR DUMMIES	75/619,008	1/8/99	
HIGHLIGHTS FOR DUMMIES	75/619,009	1/8/99	
---- FOR DUMMIES	75/975,437	4/4/95	
CREATING COOL ----	75/975,880	12/19/95	
---- FAQs	75/975176	2/9/95	
---- FOR DUMMIES	75/976,086	7/19/94	
---- FOR DUMMIES	75/977,627	7/19/94	
---- FOR DUMMIES	75/977,680	4/4/95	
---- FOR DUMMIES	75/977,681	8/20/96	
---- FOR DUMMIES	75/977,690	8/12/96	
---- FOR DUMMIES	75/977,691	8/12/96	
DUMMIESWORLD	75/978,221	5/25/99	
<b>CLIFFS Trademarks - Registered</b>			
CLIFF'S NOTES (mountain in rectangle)	0,794,824	12/09/64	08/24/65
CLIFFS NOTES, INC. (mountain only)	1,404,867	08/16/85	08/12/86
CLIFFS NOTES, INC. (mountain and stripes)	1,408,436	08/16/85	09/09/86
(Shakespeare and stripes)	1,404,864	08/02/85	08/12/86
(boy under tree and stripes)	1,404,865	08/02/85	08/12/86
(stripes and mountain design)	1,404,866	08/02/85	08/12/86
(six diagonal bars)	1,405,778	08/02/85	08/19/86
CENTENNIAL PRESS	1,593,495	07/12/89	04/24/90

IDGB Worldwide, Inc. and Cliffs Notes, Inc. Trademark Listing			
Mark	Reg/Serial #	Filing Date	Reg Date
STUDYWARE	1,607,257	05/30/89	07/24/90
TEACHME	1,881,327	08/05/93	02/28/95
QUICK REVIEW	1,901,360	09/21/92	06/20/95
(diag yellow and black stripes)	1,969,672	02/21/95	04/23/96
(Test Prep Guides cover design)	2,064,308	01/10/94	05/27/97
(Studyware cover design)	75/174,556	09/30/96	

Direct Dial: 617-951-8646

August 2, 1999

**VIA FEDEX**

U.S. Patent and Trademark Office  
Office of Public Records  
Attn: Customer Service Counter  
1213 Jefferson Davis Highway  
3<sup>rd</sup> Floor  
Arlington, VA 22202

***Re: Trademark Security Agreement***

Dear Sir or Madam:

Enclosed please find one (1) original and one (1) copy of a Trademark Security Agreement covering 258 trademarks and a check in the amount of \$6500.00 for all requisite recordation fees. Please record this document as soon as possible and return the enclosed copy as a file-stamped acknowledgment.

If you should have any questions regarding this matter, please feel free to contact me.

Very truly yours,



Mary E. Flater  
Corporate Paralegal

cc: Kathleen M. Phelps, Esq.



## UNITED STATES PATENT AND TRADEMARK OFFICE

## RECORDATION FORM COVER SHEET

## TRADEMARKS ONLY

To the Honorable Commissioner of Patents and Trademarks:

Please record the attached original document or copy thereof.

1. Name and address of conveying parties:

**IDG Books Worldwide, Inc.**  
919 E. Hillsdale Boulevard  
Suite 400  
Foster City, California 94404

A Delaware corporation

**Cliff's Notes, Inc.**  
c/o IDG Books Worldwide, Inc.  
919 E. Hillsdale Boulevard  
Suite 400  
Foster City, California 94404

A Nebraska corporation

**Macmillan General Reference USA Inc.**  
c/o IDG Books Worldwide, Inc.  
919 E. Hillsdale Boulevard  
Suite 400  
Foster City, California 94404

A Delaware corporation

2. Name and address of receiving party:

**BankBoston, N.A., as Collateral Agent**  
100 Federal Street  
Boston, MA 02110

A national banking association

3. Nature of conveyance: **Trademark Security Agreement**

Execution date: **August 2, 1999**

4. Application numbers and registration numbers:

A. Trademark numbers:

See Schedule A attached hereto.

B. Trademark application numbers:

See Schedule A attached hereto.

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

**Kathleen M. Phelps, Esq.**  
Bingham Dana LLP  
150 Federal Street  
Boston, Massachusetts 02110

6. Total number of applications and trademarks involved: 258

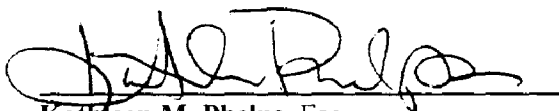
7. Total fee enclosed: \$6,465.00 \*

\* Check enclosed in the amount of \$6,500.00.

8. Deposit account number: **Not applicable**

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.



**Kathleen M. Phelps, Esq.**  
August 2, 1999

Total number of pages submitted (including cover sheet and any attached Schedules, and conveyance document and any attached Schedules): 23

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

U.S. Patent and Trademark Office  
Office of Public Records  
Attn: Customer Service Counter  
1213 Jefferson Davis Highway  
3<sup>rd</sup> Floor  
Arlington, VA 22202

SCHEDULE A

IDGB Worldwide, Inc. and Cliffs Notes, Inc. Trademark Listing			
Mark	Reg/Serial #	Filing Date	Reg Date
<b>IDGB Trademarks - Registered</b>			
DOS FOR DUMMIES	1,759,840	06/11/92	03/23/93
MIS:PRESS	1,760,823	02/21/92	03/23/93
TEACH YOURSELF	1,765,827	02/21/92	04/20/93
MIS:PRESS	1,775,168	02/21/92	06/08/93
...SECRETS	1,788,874	06/11/92	08/17/93
DESIGN ONLY	1,790,326	05/15/92	08/31/93
A QUICK REFERENCE FOR THE REST OF US!	1,826,333	05/06/93	03/15/94
PCS FOR DUMMIES	1,831,298	12/11/92	04/19/94
...FOR DUMMIES	1,832,735	06/17/93	04/26/94
FOR DUMMIES	1,837,859	01/29/93	05/31/94
DOS FOR DUMMIES	1,845,646	06/17/93	07/19/94
...FOR DUMMIES	1,847,744	06/17/93	08/02/94
A REFERENCE FOR THE REST OF US!	1,850,672	01/29/93	08/23/94
MACS FOR DUMMIES	1,852,364	12/11/92	09/06/94
---- FOR DUMMIES	1,857,666	10/06/93	10/11/94
WORLD OF COMPUTER KNOWLEDGE	1,866,975	12/07/93	12/13/94
ILLUSTRATED COMPUTER DICTIONARY FOR DUMMIES	1,878,631	01/04/94	02/14/95
PROGRAMMERS PRESS	1,881,695	12/21/93	02/28/95
WHAT TO DO WHEN BAD THINGS HAPPEN	1,884,949	04/08/94	03/21/95
YOUR FIRST AID KIT	1,884,950	04/08/94	03/21/95
...FOR DUMMIES	1,887,907	05/18/93	04/04/95
TYPE AND LEARN	1,891,724	10/06/93	04/25/95
FUN, FAST & CHEAP!	1,892,143	06/01/94	05/02/95
A DICTIONARY FOR THE REST OF US!	1,896,171	01/04/94	05/30/95
REFERENCES FOR THE REST OF US	1,913,257	12/21/93	08/22/95
SECRETS	1,917,872	01/07/94	09/12/95
A SURVIVAL GUIDE FOR THE REST OF US!	1,918,828	12/06/93	09/12/95
COMPUTER KNOW-HOW NOW!	1,921,918	03/14/94	09/26/95
---- SECRETS	1,923,589	03/22/94	10/03/95
TAXES FOR DUMMIES	1,925,417	08/03/94	10/10/95
UNAUTHORIZED ---	1,927,182	03/14/94	10/17/95
VCRs AND CAMCORDERS FOR DUMMIES	1,927,641	08/03/94	10/17/95
---- SECRETS	1,936,623	06/02/94	11/21/95
A REFERENCE FOR THE REST OF US!	1,936,733	08/03/94	11/21/95
PERSONAL FINANCE FOR DUMMIES	1,939,363	06/07/94	12/05/95
...FOR DUMMIES	1,946,124	05/18/93	01/02/96
DESKTOP PUBLISHING AND DESIGN FOR DUMMIES	1,946,472	08/04/94	01/09/96
HEAVY METAL	1,946,485	08/10/94	01/09/96
---- GIZMOS	1,952,519	08/03/94	01/30/96
MUTUAL FUNDS FOR DUMMIES	1,959,742	08/03/94	03/05/96
LEADING THE KNOWLEDGE REVOLUTION	1,960,511	05/25/95	03/05/96
---- FOR DUMMIES	1,961,324	01/07/94	03/12/96
SOFTWARE FOR THE REST OF US	1,963,481	05/19/95	03/19/96
---- FOR DUMMIES	1,963,774	07/19/94	03/26/96
---- PROGRAMMING FOR DUMMIES	1,963,802	08/15/94	03/26/96
---- GIZMOS	1,972,274	08/03/94	05/07/96
CLIENT/SERVER STRATEGIES	1,974,579	08/03/94	05/21/96
---- STRATEGIES	1,989,495	08/03/94	07/30/96
DUMMIESWARE	1,994,837	03/22/95	08/20/96
MORE ANSWERS. LESS READING	2,008,837	10/06/93	10/15/96

## IDGB Worldwide, Inc. and Cliffs Notes, Inc. Trademark Listing

Mark	Reg/Serial #	Filing Date	Reg Date
PROGRAMMERS PRESS	2,015,013	05/31/95	11/12/96
PROGRAMMERS PRESS	2,015,096	07/06/95	11/12/96
A SURVIVAL GUIDE FOR THE REST OF US!	2,031,081	05/19/95	01/14/97
---- FOR DUMMIES	2,031,260	07/19/94	01/14/97
---- SIMPLIFIED	2,031,288	02/09/95	01/14/97
...FOR DUMMIES	2,034,592	05/18/93	01/28/97
SEX FOR DUMMIES	2,034,828	02/09/95	02/04/97
HEAVY METAL	2,035,003	07/24/95	02/04/97
DUMMIES 101	2,036,169	05/19/95	02/04/97
AUTO ROADSIDE SURVIVAL GUIDE	2,044,371	11/15/94	03/22/97
SOFTWARE FOR THE REST OF US	2,049,374	10/06/93	04/01/97
FUN AND EASY WAY	2,062,531	05/05/95	05/20/97
3-D VISUAL	2,062,544	05/25/95	05/20/97
TCP/IP FOR DUMMIES	2,063,670	08/03/94	05/20/97
A TUTORIAL FOR THE REST OF US!	2,064,696	01/16/96	05/27/97
YOUR FINGERTIP COMPANION	2,080,108	11/15/95	07/15/97
...FOR DUMMIES	2,081,821	06/25/93	07/22/97
DUMMIES 101	2,087,002	01/16/96	08/12/97
---- FOR TEACHERS	2,110,066	05/02/95	10/28/97
FOR TEACHERS THE A+ REFERENCE FOR TEACHERS!	2,110,268	08/14/95	11/04/97
DUMMIES MAN	2,111,950	06/02/95	11/11/97
---- FOR DUMMIES	2,120,234	05/25/95	12/09/97
3-D VISUAL	2,120,746	05/25/95	12/16/97
---- FOR DUMMIES	2,124,132	05/25/95	12/23/97
FOR DUMMIES	2,128,088	12/29/95	01/13/98
ULTIMATE ---- PROGRAMMING	2,129,224	08/10/94	01/13/98
CLASSICS FOR DUMMIES	2,140,212	08/20/96	03/03/98
CREATING COOL ----	2,143,881	12/19/95	03/17/98
FOUNDATIONS OF	2,144,822	03/14/94	03/17/98
FACE OUT	2,149,435	04/18/97	04/07/98
---- FOR TEACHERS	2,149,818	05/02/95	04/07/98
---- VISUAL POCKETGUIDE	2,157,807	02/09/95	05/12/98
DUMMIES GUIDE TO FAMILY COMPUTING	2,160,058	10/28/96	05/26/98
---- FOR DUMMIES	2,162,920	07/19/94	06/02/98
---- FOR DUMMIES	2,162,922	07/19/94	06/02/98
---- FOR DUMMIES	2,162,923	07/19/94	06/02/98
---- FOR DUMMIES	2,164,229	07/19/94	06/09/98
A+ REFERENCE FOR TEACHERS	2,164,993	01/17/96	06/16/98
BUY THAT COMPUTER!	2,173,271	02/09/95	07/14/98
BUY THAT COMPUTER!	2,174,184	03/13/96	07/21/98
---- FOR DUMMIES	2,177,631	04/04/95	07/28/98
DUMMIES PRESS	2,177,639	03/14/94	07/28/98
DIRECT CONNECT KIT	2,179,689	08/10/94	08/04/98
A COOL REFERENCE FOR THE WHOLE FAMILY!	2,186,918	10/28/96	09/01/98
---- FOR DUMMIES	2,192,914	07/19/94	09/29/98
DUMMIESWEAR	2,194,495	05/24/95	10/13/98
DUMMIES RULE!	2,205,499	09/18/97	11/24/98
WEBVENTURE	2,210,063	10/30/96	12/15/98
DUMMIES SEARCH TOOLS	2,212,345	04/23/97	12/22/98
DUMMIES DISCUSSION GROUPS	2,225,065	04/23/97	02/23/99
INTERNET DIRECT CONNECT KIT	2,226,817	02/09/95	02/23/99

TRADEMARK

REEL: 001931 FRAME: 0654

IDGB Worldwide, Inc. and Cliffs Notes, Inc. Trademark Listing

Mark	Reg/Serial #	Filing Date	Reg Date
PUZZLES FOR THE REST OF US!	2,232,118	02/13/98	03/16/99
FOR KIDS & PARENTS	2,236,278	09/26/97	03/30/99
FOR TEENS & PARENTS	2,236,279	09/26/97	03/30/99
<b>IDGB Trademarks - Pending</b>			
KIDSMART	74/046,104	1/19/96	
PERSONAL FINANCE FOR DUMMIES	74/510,251	4/5/94	
FUN AND EASY WAY TO LEARN	74/531991	6/1/94	
---- FOR DUMMIES	74/551,065	7/19/94	
---- FOR DUMMIES	74/551,069	7/19/94	
---- FOR DUMMIES	74/553,601	7/19/94	
---- FOR DUMMIES	74/553,602	7/19/94	
---- FOR DUMMIES	74/553,628	7/19/94	
---- FOR DUMMIES	74/553603	7/19/94	
---- FOR DUMMIES	74/553604	7/19/94	
---- FOR DUMMIES	74/553627	7/19/94	
DESKTOP PUBLISHING AND DESIGN FOR DUMMIES	74/557466	8/4/94	
---- FOR DUMMIES	74/605,549	11/25/94	
---- FOR DUMMIES	74/631,968	2/9/95	
---- SECRETS	74/631,970	2/9/95	
---- FOR DUMMIES	74/631,978	2/9/95	
DESTINATION ----	74/631972	2/9/95	
---- FOR DUMMIES HELP DESK	74/631973	2/9/95	
OPTIMIZING ----	74/631979	2/9/95	
---- FOR DUMMIES STARTER KIT	74/631998	2/9/95	
WEBMEDIA	74/650282	3/22/95	
---- FOR DUMMIES	74/655,203	4/4/95	
---- FOR DUMMIES	74/655,204	4/4/95	
---- FOR DUMMIES	74/655,699	4/4/95	
---- FOR DUMMIES	74/655,788	4/4/95	
BESTSELLERS FOR THE REST OF US!	74/655124	4/24/95	
DUMMIESWORLD	74/679,684	5/25/95	
---- FOR DUMMIES	74/679,688	5/25/95	
DUMMIESWORLD	74/679,689	5/25/95	
DUMMIESWORLD	74/679,690	5/25/95	
DUMMIESWORLD	74/679,691	5/25/95	
DUMMIESWORLD	74/679,693	5/25/95	
DUMMIESWORLD	74/679,695	5/25/95	
DUMMIESWORLD	74/679,698	5/25/95	
DUMMIESWORLD	74/679694	5/25/95	
COMPUTERS FOR DUMMIES	74/682,552	5/31/95	
A NEWSLETTER FOR THE REST OF US!	74/694,663	6/28/95	
A TRADE SHOW FOR THE REST OF US!	74/694,666	6/28/95	
A SEMINAR FOR THE REST OF US!	74/694,667	6/28/95	
A COURSE FOR THE REST OF US!	74/694,668	6/28/95	
A SELF-PACED LEARNING TOOL FOR THE REST OF US!	75/022,114	11/20/95	
A SELF-PACED LEARNING TOOL FOR THE REST OF US!	75/022,115	11/20/95	
---- VISUAL GUIDE	75/022111	11/20/95	
CREATING COOL ----	75/034754	12/19/95	
CREATING COCL ----	75/034763	12/19/95	

IDGB Worldwide, Inc. and Cliffs Notes, Inc. Trademark Listing

Mark	Reg/Serial #	Filing Date	Reg Date
THREE-DIMENSIONAL	75/052,582	2/2/96	
---- HATERS HANDBOOK	75/071425	3/12/96	
DUMMIES ONLINE UNIVERSITY	75/107,704	5/22/96	
---- FOR DUMMIES	75/149,110	8/12/96	
---- FOR DUMMIES	75/149,140	8/12/96	
---- FOR DUMMIES	75/149,141	8/12/96	
GIVE THE GIFT OF KNOWLEDGE	75/151747	8/16/96	
CLASSICS FOR DUMMIES	75/154,069	8/20/96	
A CLASSIC FOR THE REST OF US!	75/154,148	8/20/96	
---- FOR DUMMIES	75/154,150	8/20/96	
---- FOR DUMMIES	75/154,151	8/20/96	
CLASSICS FOR THE REST OF US!	75/154147	8/20/96	
DUMMIES FAMILY SERIES	75/160,681	9/4/96	
DUMMIES FAMILY SERIES	75/160,682	9/4/96	
DUMMIESCHAT.COM	75/185,731	10/22/96	
DUMMIESCONTEST.COM	75/185,733	10/22/96	
DUMMIESWARE.COM	75/185,751	10/22/96	
DUMMIESWEAR.COM	75/185,752	10/22/96	
---- FOR DUMMIES	75/190,893	10/23/96	
A COOL REFERENCE FOR THE WHOLE FAMILY!	75/193,105	10/28/96	
---- FOR DUMMIES	75/214,364	12/17/96	
---- FOR DUMMIES	75/215,678	12/19/96	
---- FOR DUMMIES	75/243,179	2/12/97	
LIFE FOR DUMMIES	75/252,178	3/5/97	
LITTLE DUMMIES BOOK OF ----	75/257,693	3/14/97	
BIG DUMMIES BOOK OF ----	75/257,694	3/13/97	
DUMMIES DIRECTORY TO ----	75/257743	3/13/97	
WEBMEDIA MAGIC	75/257773	3/14/97	
DUMMIES PACK	75/270,889	4/3/97	
DUMMIES PACK	75/270,890	4/3/97	
DUMMIES 101: A TUTORIAL FOR THE REST OF US!	75/272633	4/10/97	
DUMMIES.COM	75/274,157	4/11/97	
ONLINE SHOPPING FOR DUMMIES	75/280,116	4/23/97	
...FOR DUMMIES	75/280,117	4/23/97	
DUMMIES BOOKS	75/280,120	4/23/97	
MAKE ME SMART	75/287,510	5/6/97	
BESTSELLERS FOR THE REST OF US!	75/305,857	6/9/97	
---- FOR DUMMIES	75/312,694	6/23/97	
DUMMIES MAN	75/324,418	7/14/97	
DUMMIES MAN	75/325,211	7/16/97	
DUMMIES MAN	75/325430	7/16/97	
DUMMIES MAN	75/326,321	7/16/97	
DUMMIES MAN	75/326,322	7/16/97	
ENTERTAINMENT COMPANION	75/332,441	7/29/97	
HAPPY HOUR COMPANION	75/332,442	7/29/97	
TEACH YOURSELF NETWORKING VISUALLY	75/356,521	9/15/97	
---- FOR DUMMIES	75/356,624	9/15/97	
DUMMIES DAILY THE ONLINE RESOURCE FOR THE REST OF US ...	75/359,320	9/18/97	
ONLINE RESOURCE FOR THE REST OF US	75/359,321	9/18/97	
DUMMIES DAILY	75/359,405	9/18/97	
DUMMIES RULE!	75/359,471	9/18/97	

TRADEMARK

REEL: 001931 FRAME: 0656

**IDGB Worldwide, Inc. and Cliffs Notes, Inc. Trademark Listing**

Mark	Reg/Serial #	Filing Date	Reg Date
DUMMIES.COM	75/361062	9/22/97	
---- FOR KIDS & PARENTS	75/363,552	9/26/97	
---- FOR TEENS & PARENTS	75/363,554	9/26/97	
DUMMIES GUIDE TO FAMILY COMPUTING	75/363,555	9/26/97	
DUMMIESWARE	75/364,174	9/26/97	
DUMMIES RULE!	75/365836	9/18/97	
BROWSING AND BEYOND	75/377,010	10/21/97	
JOIN THE KNOWLEDGE REVOLUTION!	75/377,011	10/21/97	
GET SMART WITH DUMMIES!	75/377,012	10/21/97	
BEYOND BROWSING	75/380,578	10/28/97	
STUDIO SECRETS	75/388,751	11/12/97	
STUDIO SECRETS	75/388,752	11/12/97	
SMALL BUSINESS SOLUTIONS FOR THE REST OF US!	75/388,753	11/12/97	
MASTER ---- VISUALLY	75/388,787	11/12/97	
DUMMIES BOOKS	75/388,788	11/12/97	
MASTER ---- VISUALLY	75/388756	11/12/97	
DUMMIES VIDEOS	75/403,223	12/10/97	
TRIVIA FOR DUMMIES	75/408,150	12/19/97	
CHARADES FOR DUMMIES	75/408,151	12/19/97	
CROSSWORDS FOR DUMMIES	75/408,459	12/19/97	
DUMMIES ONLINE E-NNOUNCEMENT	75/424,454	1/27/98	
LEADING THE KNOWLEDGE REVOLUTION	75/424161	1/27/98	
DUMMIES TIPS	75/459,376	3/30/98	
ONE STEP AT A TIME	75/530536	8/4/98	
A GAME FOR THE REST OF US!	75/544,636	8/28/98	
DUMMIES PRESS	75/555419	9/18/98	
DUMMIES BOUTIQUE	75/607,233	12/17/98	
ART FOR DUMMIES	75/619,008	1/8/99	
HIGHLIGHTS FOR DUMMIES	75/619,009	1/8/99	
---- FOR DUMMIES	75/975,437	4/4/95	
CREATING COOL ----	75/975,880	12/19/95	
---- FAQs	75/975176	2/9/95	
---- FOR DUMMIES	75/976,086	7/19/94	
---- FOR DUMMIES	75/977,627	7/19/94	
---- FOR DUMMIES	75/977,680	4/4/95	
---- FOR DUMMIES	75/977,681	8/20/96	
---- FOR DUMMIES	75/977,690	8/12/96	
---- FOR DUMMIES	75/977,691	8/12/96	
DUMMIESWORLD	75/978,221	5/25/99	
<b>CLIFFS Trademarks - Registered</b>			
CLIFF'S NOTES (mountain in rectangle)	0,794,824	12/09/64	08/24/65
CLIFFS NOTES, INC. (mountain only)	1,404,867	08/16/85	08/12/86
CLIFFS NOTES, INC. (mountain and stripes)	1,408,436	08/16/85	09/09/86
(Shakespeare and stripes)	1,404,864	08/02/85	08/12/86
(boy under tree and stripes)	1,404,865	08/02/85	08/12/86
(stripes and mountain design)	1,404,866	08/02/85	08/12/86
(six diagonal bars)	1,405,778	08/02/85	08/19/86
CENTENNIAL PRESS	1,593,495	07/12/89	04/24/90

**TRADEMARK**
**REEL: 001931 FRAME: 0657**

**IDGB Worldwide, Inc. and Cliffs Notes, Inc. Trademark Listing**

<b>Mark</b>	<b>Reg/Serial #</b>	<b>Filing Date</b>	<b>Reg Date</b>
STUDYWARE	1,607,257	05/30/89	07/24/90
TEACHME	1,881,327	08/05/93	02/28/95
QUICK REVIEW	1,901,360	09/21/92	06/20/95
(diag yellow and black stripes)	1,969,672	02/21/95	04/23/96
(Test Prep Guides cover design)	2,064,308	01/10/94	05/27/97
(Studyware cover design)	75/174,556	09/30/96	



## TRADEMARK SECURITY AGREEMENT

**TRADEMARK SECURITY AGREEMENT**, dated as of August 2, 1999, by and among (i) **IDG BOOKS WORLDWIDE INC.**, a Delaware corporation (hereinafter, together with its successors in title and assigns, called the "**Borrower**"), and the subsidiaries of the Borrower identified as such on Exhibit A hereto (such subsidiaries being hereinafter, together with their successors in title and assigns, sometimes called the "**Subsidiary Guarantors**") (the Borrower and each Subsidiary Guarantor from time to time party to or otherwise bound by this Agreement being hereinafter called, collectively, an "**Grantor**" and, collectively, the "**Grantors**") and (ii) **BANKBOSTON, N.A.**, as collateral agent for the benefit of the Secured Creditors (as defined below) (in such capacity, the "**Collateral Agent**"). Except as otherwise defined herein, terms used herein and defined in the Credit Agreement (as defined below) shall be used herein as so defined therein.

### RECITALS

A. The Borrower, the several financial institutions from time to time party to thereto (the "**Lenders**"), BankBoston, N.A., as Administrative Agent and Issuing Lender, BancBoston Robertson Stephens Inc., as Lead Arranger, Wells Fargo Bank, National Association, as Syndication Agent and The First National Bank of Chicago, as Documentation Agent, have entered into that certain Credit Agreement (as used herein, the term "**Credit Agreement**" means the Credit Agreement described above in this paragraph, as the same may be amended, modified, extended, renewed, replaced, restated or supplemented from time to time, and including any agreement extending the maturity of, restructuring all or any portion of the Indebtedness under such agreement or any successor agreements), dated as July 30, 1999, providing for the making of Loans and the issuance of, and participation in, Letters of Credit, as contemplated therein.

B. The Grantors have executed and delivered to the Collateral Agent, the Security Agreement, dated as of August 2, 1999 (as amended, supplemented, amended and restated or otherwise modified from time to time, the "**Security Agreement**"), between the Grantors and the Collateral Agent, pursuant to which the Grantors have granted to the Collateral Agent, for the benefit of the Secured Creditors (as defined in the Security Agreement), security interests in all tangible and intangible personal Property of the Grantors in order to secure the payment and performance of all of the Obligations of the Borrower, its Subsidiaries and any other Credit Party under the Credit Agreement and any other Loan Documents.

C. Pursuant to the Security Agreement, the Grantors are required to execute and deliver to the Collateral Agent a supplemental security agreement with respect to certain registered trademarks and service marks, certain trademark and service mark registration applications and certain related Property of the Grantors, and such supplemental security agreement is required to be in or substantially in the form hereof.

**NOW, THEREFORE**, in consideration of the benefits accruing to each Grantor, the receipt and sufficiency of which are hereby acknowledged, each Grantor hereby makes the following representations and warranties to the Collateral Agent for the benefit of the Secured Creditors and hereby covenants and agrees with the Collateral Agent for the benefit of the Secured Creditors as follows:

**1. Defined Terms.** The following terms, when used in this Agreement, including in the preamble and Recitals hereto, shall, except where the context otherwise requires, have the following meanings:

**“Agreement”** means this Trademark Security Agreement.

**“Borrower”** has the meaning specified in the introductory paragraph hereto.

**“Collateral Agent”** has the meaning specified in the preamble hereto.

**“Credit Agreement”** as the meaning specified in the Recitals hereto.

**“Marks”** has the meaning specified in the Security Agreement.

**“Secured Creditors”** has the meaning specified in the Security Agreement.

**“Security Agreement”** has the meaning specified in the Recitals hereto.

**“Trademark Collateral”** has the meaning specified in Section 2, hereof.

Unless otherwise defined herein or the context otherwise requires, terms used in this Agreement, including the preamble and Recitals hereto, shall have the meanings given to such terms in the Credit Agreement.

**2. Grant of Security Interest.** Each Grantor hereby pledges and assigns to the Collateral Agent and hereby grants to the Collateral Agent, for the benefit of the Lenders, continuing security interests in all of each Grantor's rights, title and interests in and to (but does not, for so long as the Collateral Agent has not exercised its rights under the Security Agreement, transfer title to) all Marks, including without limitation, all of the following property, whether currently existing or hereafter created, arising or acquired (all of such property being collectively called the **“Trademark Collateral”**):

(a) all trademarks, service marks, trade names, corporate names, company names, business names, fictitious business names, trade styles, logos, other source of business identifiers, prints and labels on which any of the foregoing have appeared or appear, designs and general intangibles of a like nature (all of the foregoing items hereinbefore identified and described in this clause (a) being collectively called "**Trademarks**"), all registrations and recordings thereof, and in connection therewith, all applications in the United States Patent and Trademark Office or in any similar office or agency of the United States or any state thereof, including those referred to in Item A and Item B of Attachment 1;

(b) all Trademark licenses and other agreements providing each Grantor with rights to use Trademarks;

(c) all reissues, extensions or renewals of any of the items described in the foregoing clauses (a) and (b);

(d) all of the goodwill of the business of each Grantor connected with the use of, and symbolized by the items described in, clauses (a), (b) and (c); and

(e) all royalties from and all proceeds of, and all rights associated with, the foregoing, including any and all claims by any Grantor (and rights to sue thereunder) against third parties for past, present or future infringement or dilution of any Trademark, Trademark registration or Trademark license, including any Trademark, Trademark registration, Trademark license or trade name referred to in Item A or Item B of Attachment 1, or for any injury to the goodwill associated with any Trademark, Trademark registration, Trademark license or trade name.

Notwithstanding the foregoing, the term "**Trademark Collateral**" shall not include any Property in which the Grantors are not permitted, by Applicable Law or by the terms of any Instrument to which any such Grantor is a party or by which such Property is bound, to grant a security interest or Lien; provided, however, that all proceeds of Property described in the foregoing provisions of this paragraph shall in any event constitute "**Trademark Collateral**".

3. **Security Agreement**. This Agreement has been executed and delivered to the Collateral Agent by each Grantor for the purpose of registering the grant of the security interests of the Collateral Agent in certain Trademark Collateral with the United States Patent and Trademark Office. The security interests granted pursuant hereto are granted as a supplement to, and not in limitation of, the security interests granted to the Collateral Agent, for the benefit of the Secured Creditors, under and as defined in the Security Agreement. The Security

Agreement (and all rights and remedies of the Collateral Agent thereunder) shall remain in full force and effect in accordance with its terms.

4. **Release of Liens.** At such time as the Security Agreement shall have terminated in accordance with Section 10.10 thereof, the Collateral Agent shall, at the expense of the Grantors, execute and deliver to the Grantors all such Instruments and other documents as may be necessary or as may be reasonably requested by the Grantors to release Liens on the Trademark Collateral which have been granted pursuant hereto and pursuant to the Security Agreement.

5. **Acknowledgment.** Each Grantor does hereby further acknowledge and affirm that the rights and remedies of the Collateral Agent with respect to the security interests and Liens on the Trademark Collateral granted pursuant hereto are more fully set forth in the Security Agreement, the terms and provisions of which (including the remedies provided for therein) are incorporated by reference herein as if fully set forth herein.

6. **Collateral Document, etc.** This Agreement is a Collateral Document and a Loan Document executed and delivered to the Collateral Agent pursuant to the Credit Agreement and shall be construed, administered and applied in accordance with, and subject to, the terms and provisions of the Credit Agreement.

7. **Counterparts.** This Agreement may be executed by the parties hereto in several counterparts, each of which shall be deemed to be an original and all of which shall constitute together but one and the same agreement.

**[REMAINDER OF THIS PAGE IS INTENTIONALLY LEFT BLANK.]**

IN WITNESS WHEREOF, the parties hereto have caused this TRADEMARK SECURITY AGREEMENT to be duly executed and delivered by their respective officers thereunto duly authorized on and as of the day and in the year first above written.

**GRANTORS:**

**IDG BOOKS WORLDWIDE, INC.,**  
as Borrower and Grantor

By: *Jim Doeh*  
Name: James A. Doehrman  
Title: Vice President/Chief Financial Officer

**CLIFFS NOTES, INC.,**  
as Subsidiary Guarantor and Grantor

By: *Jim Doeh*  
Name: James A. Doehrman  
Title: Vice President/Chief Financial Officer  
*and Treasurer*

**MACMILLAN GENERAL REFERENCE  
USA INC.,** as Subsidiary Guarantor and  
Grantor

By: *Jim Doeh*  
Name: James A. Doehrman  
Title: Vice President/Chief Financial Officer  
*and Treasurer*

**Address of Grantors**

c/o IDG Books Worldwide, Inc.  
919 E. Hillsdale Blvd., Suite 400  
Foster City, CA 94404  
Attention: James A. Doehrman, Vice President  
and Chief Financial Officer  
Telephone: (650) 655-3000  
Facsimile: (650) 655-3294

**COLLATERAL AGENT:**

**BANKBOSTON, N.A.,**  
as collateral agent

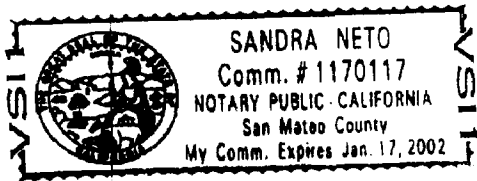
By: *Robert F. Milord*  
Name: ROBERT F. MILORD  
Title: MANAGING DIRECTOR

State OF California )  
 ) ss.:  
COUNTY OF San Mateo

Personally appeared before me, the undersigned, a Notary Public in and for said county, Jim Doehrman, personally known to me, who, being by me first duly sworn, declared that he is the VP/CFO of **IDG BOOKS WORLDWIDE, INC.**, a Delaware corporation, that being duly authorized he did sign and seal the said **TRADEMARK SECURITY AGREEMENT** as such officer of and on behalf of such corporation and that the same is such corporation's free act and deed.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal on this 29th day of July, 1999.

Sandra Neto  
Notary Public  
My Commission Expires:  
January 17, 2002

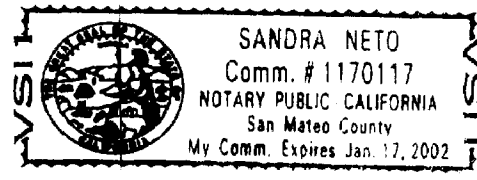


State OF California )  
 ) ss.:  
COUNTY OF San Mateo

Personally appeared before me, the undersigned, a Notary Public in and for said county, Jim Doehrman, personally known to me, who, being by me first duly sworn, declared that he is the VP, CFO & Treasurer of **CLIFFS NOTES, INC.**, a Nebraska corporation, that being duly authorized he did sign and seal the said **TRADEMARK SECURITY AGREEMENT** as such officer of and on behalf of such corporation and that the same is such corporation's free act and deed.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal on this 29th day of July, 1999.

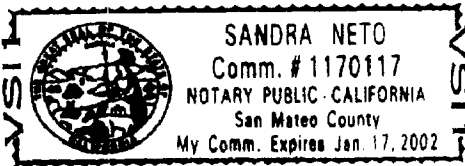
Sandra Neto  
Notary Public  
My Commission Expires:  
January 17, 2002



State OF California )  
 ) ss.:  
COUNTY OF San Mateo

Personally appeared before me, the undersigned, a Notary Public in and for said county, Jim Doehman, personally known to me, who, being by me first duly sworn, declared that he is the VP, CFO & Treasurer of **MACMILLAN GENERAL REFERENCE USA INC.**, a Delaware corporation, that being duly authorized he did sign and seal the said **TRADEMARK SECURITY AGREEMENT** as such officer of and on behalf of such corporation and that the same is such corporation's free act and deed.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal on this 29th day of July, 1999.



Sandra Neto  
Notary Public  
My Commission Expires:  
January 17, 2002

SUBSIDIARY GUARANTORS

1. Cliff's Notes, Inc., a Nebraska corporation
2. Macmillan General Reference USA Inc., a Delaware corporation



**ATTACHMENT 1  
TO THE TRADEMARK SECURITY AGREEMENT,  
DATED AS OF AUGUST 2, 1999, AMONG  
IDG BOOKS WORLDWIDE, INC., CERTAIN OF ITS SUBSIDIARIES,  
AND BANKBOSTON, N.A., AS COLLATERAL AGENT**

---

**ITEM A.     Trademarks.**

See Attached

**ITEM B.     Service Marks.**

N/A

IDGB Worldwide, Inc. and Cliffs Notes, Inc. Trademark Listing

Mark	Reg/Serial #	Filing Date	Reg Date
<b>IDGB Trademarks - Registered</b>			
DOS FOR DUMMIES	1,759,840	06/11/92	03/23/93
MIS:PRESS	1,760,823	02/21/92	03/23/93
TEACH YOURSELF	1,765,827	02/21/92	04/20/93
MIS:PRESS	1,775,168	02/21/92	06/08/93
...SECRETS	1,788,874	06/11/92	08/17/93
DESIGN ONLY	1,790,326	05/15/92	08/31/93
A QUICK REFERENCE FOR THE REST OF US!	1,826,333	05/06/93	03/15/94
PCS FOR DUMMIES	1,831,298	12/11/92	04/19/94
...FOR DUMMIES	1,832,735	06/17/93	04/26/94
FOR DUMMIES	1,837,859	01/29/93	05/31/94
DOS FOR DUMMIES	1,845,646	06/17/93	07/19/94
...FOR DUMMIES	1,847,744	06/17/93	08/02/94
A REFERENCE FOR THE REST OF US!	1,850,672	01/29/93	08/23/94
MACS FOR DUMMIES	1,852,364	12/11/92	09/06/94
---- FOR DUMMIES	1,857,666	10/06/93	10/11/94
WORLD OF COMPUTER KNOWLEDGE	1,866,975	12/07/93	12/13/94
ILLUSTRATED COMPUTER DICTIONARY FOR DUMMIES	1,878,631	01/04/94	02/14/95
PROGRAMMERS PRESS	1,881,695	12/21/93	02/28/95
WHAT TO DO WHEN BAD THINGS HAPPEN	1,884,949	04/08/94	03/21/95
YOUR FIRST AID KIT	1,884,950	04/08/94	03/21/95
...FOR DUMMIES	1,887,907	05/18/93	04/04/95
TYPE AND LEARN	1,891,724	10/06/93	04/25/95
FUN, FAST & CHEAP!	1,892,143	06/01/94	05/02/95
A DICTIONARY FOR THE REST OF US!	1,896,171	01/04/94	05/30/95
REFERENCES FOR THE REST OF US	1,913,257	12/21/93	08/22/95
SECRETS	1,917,872	01/07/94	09/12/95
A SURVIVAL GUIDE FOR THE REST OF US!	1,918,828	12/06/93	09/12/95
COMPUTER KNOW-HOW NOW!	1,921,918	03/14/94	09/26/95
---- SECRETS	1,923,589	03/22/94	10/03/95
TAXES FOR DUMMIES	1,925,417	08/03/94	10/10/95
UNAUTHORIZED ----	1,927,182	03/14/94	10/17/95
VCRs AND CAMCORDERS FOR DUMMIES	1,927,641	08/03/94	10/17/95
---- SECRETS	1,936,623	06/02/94	11/21/95
A REFERENCE FOR THE REST OF US!	1,936,733	08/03/94	11/21/95
PERSONAL FINANCE FOR DUMMIES	1,939,363	06/07/94	12/05/95
...FOR DUMMIES	1,946,124	05/18/93	01/02/96
DESKTOP PUBLISHING AND DESIGN FOR DUMMIES	1,946,472	08/04/94	01/09/96
HEAVY METAL	1,946,485	08/10/94	01/09/96
---- GIZMOS	1,952,519	08/03/94	01/30/96
MUTUAL FUNDS FOR DUMMIES	1,959,742	08/03/94	03/05/96
LEADING THE KNOWLEDGE REVOLUTION	1,960,511	05/25/95	03/05/96
---- FOR DUMMIES	1,961,324	01/07/94	03/12/96
SOFTWARE FOR THE REST OF US	1,963,481	05/19/95	03/19/96
---- FOR DUMMIES	1,963,774	07/19/94	03/26/96
---- PROGRAMMING FOR DUMMIES	1,963,802	08/15/94	03/26/96
---- GIZMOS	1,972,274	08/03/94	05/07/96
CLIENT/SERVER STRATEGIES	1,974,579	08/03/94	05/21/96
---- STRATEGIES	1,989,495	08/03/94	07/30/96
DUMMIESWARE	1,994,837	03/22/95	08/20/96
MORE ANSWERS, LESS READING	2,008,837	10/06/93	10/15/96

TRADEMARK

REEL: 001931 FRAME: 0668

## IDGB Worldwide, Inc. and Cliffs Notes, Inc. Trademark Listing

Mark	Reg/Serial #	Filing Date	Reg Date
PROGRAMMERS PRESS	2,015,013	05/31/95	11/12/96
PROGRAMMERS PRESS	2,015,096	07/06/95	11/12/96
A SURVIVAL GUIDE FOR THE REST OF US!	2,031,081	05/19/95	01/14/97
---- FOR DUMMIES	2,031,260	07/19/94	01/14/97
---- SIMPLIFIED	2,031,288	02/09/95	01/14/97
...FOR DUMMIES	2,034,592	05/18/93	01/28/97
SEX FOR DUMMIES	2,034,828	02/09/95	02/04/97
HEAVY METAL	2,035,003	07/24/95	02/04/97
DUMMIES 101	2,036,169	05/19/95	02/04/97
AUTO ROADSIDE SURVIVAL GUIDE	2,044,371	11/15/94	03/22/97
SOFTWARE FOR THE REST OF US	2,049,374	10/06/93	04/01/97
FUN AND EASY WAY	2,062,531	05/05/95	05/20/97
3-D VISUAL	2,062,544	05/25/95	05/20/97
TCP/IP FOR DUMMIES	2,063,670	08/03/94	05/20/97
A TUTORIAL FOR THE REST OF US!	2,064,696	01/16/96	05/27/97
YOUR FINGERTIP COMPANION	2,080,108	11/15/95	07/15/97
...FOR DUMMIES	2,081,821	06/25/93	07/22/97
DUMMIES 101	2,087,002	01/16/96	08/12/97
---- FOR TEACHERS	2,110,066	05/02/95	10/28/97
FOR TEACHERS THE A+ REFERENCE FOR TEACHERS!	2,110,268	08/14/95	11/04/97
DUMMIES MAN	2,111,950	06/02/95	11/11/97
---- FOR DUMMIES	2,120,234	05/25/95	12/09/97
3-D VISUAL	2,120,746	05/25/95	12/16/97
---- FOR DUMMIES	2,124,132	05/25/95	12/23/97
FOR DUMMIES	2,128,088	12/29/95	01/13/98
ULTIMATE ---- PROGRAMMING	2,129,224	08/10/94	01/13/98
CLASSICS FOR DUMMIES	2,140,212	08/20/96	03/03/98
CREATING COOL ----	2,143,881	12/19/95	03/17/98
FOUNDATIONS OF	2,144,822	03/14/94	03/17/98
FACE OUT	2,149,435	04/18/97	04/07/98
---- FOR TEACHERS	2,149,818	05/02/95	04/07/98
---- VISUAL POCKETGUIDE	2,157,807	02/09/95	05/12/98
DUMMIES GUIDE TO FAMILY COMPUTING	2,160,058	10/28/96	05/26/98
---- FOR DUMMIES	2,162,920	07/19/94	06/02/98
---- FOR DUMMIES	2,162,922	07/19/94	06/02/98
---- FOR DUMMIES	2,162,923	07/19/94	06/02/98
---- FOR DUMMIES	2,164,229	07/19/94	06/09/98
A+ REFERENCE FOR TEACHERS	2,164,993	01/17/96	06/16/98
BUY THAT COMPUTER!	2,173,271	02/09/95	07/14/98
BUY THAT COMPUTER!	2,174,184	03/13/96	07/21/98
---- FOR DUMMIES	2,177,631	04/04/95	07/28/98
DUMMIES PRESS	2,177,639	03/14/94	07/28/98
DIRECT CONNECT KIT	2,179,689	08/10/94	08/04/98
A COOL REFERENCE FOR THE WHOLE FAMILY!	2,186,918	10/28/96	09/01/98
---- FOR DUMMIES	2,192,914	07/19/94	09/29/98
DUMMIESWEAR	2,194,495	05/24/95	10/13/98
DUMMIES RULE!	2,205,499	09/18/97	11/24/98
WEBVENTURE	2,210,063	10/30/96	12/15/98
DUMMIES SEARCH TOOLS	2,212,345	04/23/97	12/22/98
DUMMIES DISCUSSION GROUPS	2,225,065	04/23/97	02/23/99
INTERNET DIRECT CONNECT KIT	2,226,817	02/09/95	02/23/99

TRADEMARK

REEL: 001931 FRAME: 0669

IDGB Worldwide, Inc. and Cliffs Notes, Inc. Trademark Listing

Mark	Reg/Serial #	Filing Date	Reg Date
PUZZLES FOR THE REST OF US!	2,232,118	02/13/98	03/16/99
FOR KIDS & PARENTS	2,236,278	09/26/97	03/30/99
FOR TEENS & PARENTS	2,236,279	09/26/97	03/30/99
<b>IDGB Trademarks - Pending</b>			
KIDSMART	74/046,104	1/19/96	
PERSONAL FINANCE FOR DUMMIES	74/510,251	4/5/94	
FUN AND EASY WAY TO LEARN	74/531991	6/1/94	
---- FOR DUMMIES	74/551,065	7/19/94	
---- FOR DUMMIES	74/551,069	7/19/94	
---- FOR DUMMIES	74/553,601	7/19/94	
---- FOR DUMMIES	74/553,602	7/19/94	
---- FOR DUMMIES	74/553,628	7/19/94	
---- FOR DUMMIES	74/553603	7/19/94	
---- FOR DUMMIES	74/553604	7/19/94	
---- FOR DUMMIES	74/553627	7/19/94	
DESKTOP PUBLISHING AND DESIGN FOR DUMMIES	74/557466	8/4/94	
---- FOR DUMMIES	74/605,549	11/25/94	
---- FOR DUMMIES	74/631,968	2/9/95	
---- SECRETS	74/631,970	2/9/95	
---- FOR DUMMIES	74/631,978	2/9/95	
DESTINATION ----	74/631972	2/9/95	
---- FOR DUMMIES HELP DESK	74/631973	2/9/95	
OPTIMIZING ----	74/631979	2/9/95	
---- FOR DUMMIES STARTER KIT	74/631998	2/9/95	
WEBMEDIA	74/650282	3/22/95	
---- FOR DUMMIES	74/655,203	4/4/95	
---- FOR DUMMIES	74/655,204	4/4/95	
---- FOR DUMMIES	74/655,699	4/4/95	
---- FOR DUMMIES	74/655,788	4/4/95	
BESTSELLERS FOR THE REST OF US!	74/655124	4/24/95	
DUMMIESWORLD	74/679,684	5/25/95	
---- FOR DUMMIES	74/679,688	5/25/95	
DUMMIESWORLD	74/679,689	5/25/95	
DUMMIESWORLD	74/679,690	5/25/95	
DUMMIESWORLD	74/679,691	5/25/95	
DUMMIESWORLD	74/679,693	5/25/95	
DUMMIESWORLD	74/679,695	5/25/95	
DUMMIESWORLD	74/679,698	5/25/95	
DUMMIESWORLD	74/679694	5/25/95	
COMPUTERS FOR DUMMIES	74/682,552	5/31/95	
A NEWSLETTER FOR THE REST OF US!	74/694,663	6/28/95	
A TRADE SHOW FOR THE REST OF US!	74/694,666	6/28/95	
A SEMINAR FOR THE REST OF US!	74/694,667	6/28/95	
A COURSE FOR THE REST OF US!	74/694,668	6/28/95	
A SELF-PACED LEARNING TOOL FOR THE REST OF US!	75/022,114	11/20/95	
A SELF-PACED LEARNING TOOL FOR THE REST OF US!	75/022,115	11/20/95	
---- VISUAL GUIDE	75/022111	11/20/95	
CREATING COOL ----	75/034754	12/19/95	
CREATING COOL ----	75/034763	12/19/95	

IDGB Worldwide, Inc. and Cliffs Notes, Inc. Trademark Listing

Mark	Reg/Serial #	Filing Date	Reg Date
THREE-DIMENSIONAL	75/052,582	2/2/96	
---- HATERS HANDBOOK	75/071425	3/12/96	
DUMMIES ONLINE UNIVERSITY	75/107,704	5/22/96	
---- FOR DUMMIES	75/149,110	8/12/96	
---- FOR DUMMIES	75/149,140	8/12/96	
---- FOR DUMMIES	75/149,141	8/12/96	
GIVE THE GIFT OF KNOWLEDGE	75/151747	8/16/96	
CLASSICS FOR DUMMIES	75/154,069	8/20/96	
A CLASSIC FOR THE REST OF US!	75/154,148	8/20/96	
---- FOR DUMMIES	75/154,150	8/20/96	
---- FOR DUMMIES	75/154,151	8/20/96	
CLASSICS FOR THE REST OF US!	75/154147	8/20/96	
DUMMIES FAMILY SERIES	75/160,681	9/4/96	
DUMMIES FAMILY SERIES	75/160,682	9/4/96	
DUMMIESCHAT.COM	75/185,731	10/22/96	
DUMMIESCONTEST.COM	75/185,733	10/22/96	
DUMMIESWARE.COM	75/185,751	10/22/96	
DUMMIESWEAR.COM	75/185,752	10/22/96	
---- FOR DUMMIES	75/190,893	10/23/96	
A COOL REFERENCE FOR THE WHOLE FAMILY!	75/193,105	10/28/96	
---- FOR DUMMIES	75/214,364	12/17/96	
---- FOR DUMMIES	75/215,678	12/19/96	
---- FOR DUMMIES	75/243,179	2/12/97	
LIFE FOR DUMMIES	75/252,178	3/5/97	
LITTLE DUMMIES BOOK OF ----	75/257,693	3/14/97	
BIG DUMMIES BOOK OF ----	75/257,694	3/13/97	
DUMMIES DIRECTORY TO ----	75/257743	3/13/97	
WEBMEDIA MAGIC	75/257773	3/14/97	
DUMMIES PACK	75/270,889	4/3/97	
DUMMIES PACK	75/270,890	4/3/97	
DUMMIES 101: A TUTORIAL FOR THE REST OF US!	75/272633	4/10/97	
DUMMIES.COM	75/274,157	4/11/97	
ONLINE SHOPPING FOR DUMMIES	75/280,116	4/23/97	
...FOR DUMMIES	75/280,117	4/23/97	
DUMMIES BOOKS	75/280,120	4/23/97	
MAKE ME SMART	75/287,510	5/6/97	
BESTSELLERS FOR THE REST OF US!	75/305,857	6/9/97	
---- FOR DUMMIES	75/312,694	6/23/97	
DUMMIES MAN	75/324,418	7/14/97	
DUMMIES MAN	75/325,211	7/16/97	
DUMMIES MAN	75/325430	7/16/97	
DUMMIES MAN	75/326,321	7/16/97	
DUMMIES MAN	75/326,322	7/16/97	
ENTERTAINMENT COMPANION	75/332,441	7/29/97	
HAPPY HOUR COMPANION	75/332,442	7/29/97	
TEACH YOURSELF NETWORKING VISUALLY	75/356,521	9/15/97	
---- FOR DUMMIES	75/356,624	9/15/97	
DUMMIES DAILY THE ONLINE RESOURCE FOR THE REST OF US	75/359,320	9/18/97	
ONLINE RESOURCE FOR THE REST OF US	75/359,321	9/18/97	
DUMMIES DAILY	75/359,405	9/18/97	
DUMMIES RULE!	75/359,471	9/18/97	

IDGB Worldwide, Inc. and Cliffs Notes, Inc. Trademark Listing

Mark	Reg/Serial #	Filing Date	Reg Date
DUMMIES.COM	75/361062	9/22/97	
---- FOR KIDS & PARENTS	75/363,552	9/26/97	
---- FOR TEENS & PARENTS	75/363,554	9/26/97	
DUMMIES GUIDE TO FAMILY COMPUTING	75/363,555	9/26/97	
DUMMIESWARE	75/364,174	9/26/97	
DUMMIES RULE!	75/365836	9/18/97	
BROWSING AND BEYOND	75/377,010	10/21/97	
JOIN THE KNOWLEDGE REVOLUTION!	75/377,011	10/21/97	
GET SMART WITH DUMMIES!	75/377,012	10/21/97	
BEYOND BROWSING	75/380,578	10/28/97	
STUDIO SECRETS	75/388,751	11/12/97	
STUDIO SECRETS	75/388,752	11/12/97	
SMALL BUSINESS SOLUTIONS FOR THE REST OF US!	75/388,753	11/12/97	
MASTER ---- VISUALLY	75/388,787	11/12/97	
DUMMIES BOOKS	75/388,788	11/12/97	
MASTER ---- VISUALLY	75/388756	11/12/97	
DUMMIES VIDEOS	75/403,223	12/10/97	
TRIVIA FOR DUMMIES	75/408,150	12/19/97	
CHARADES FOR DUMMIES	75/408,151	12/19/97	
CROSSWORDS FOR DUMMIES	75/408,459	12/19/97	
DUMMIES ONLINE E-NNOUNCEMENT	75/424,454	1/27/98	
LEADING THE KNOWLEDGE REVOLUTION	75/424161	1/27/98	
DUMMIES TIPS	75/459,376	3/30/98	
ONE STEP AT A TIME	75/530536	8/4/98	
A GAME FOR THE REST OF US!	75/544,636	8/28/98	
DUMMIES PRESS	75/555419	9/18/98	
DUMMIES BOUTIQUE	75/607,233	12/17/98	
ART FOR DUMMIES	75/619,008	1/8/99	
HIGHLIGHTS FOR DUMMIES	75/619,009	1/8/99	
---- FOR DUMMIES	75/975,437	4/4/95	
CREATING COOL ----	75/975,880	12/19/95	
---- FAQs	75/975176	2/9/95	
---- FOR DUMMIES	75/976,086	7/19/94	
---- FOR DUMMIES	75/977,627	7/19/94	
---- FOR DUMMIES	75/977,680	4/4/95	
---- FOR DUMMIES	75/977,681	8/20/96	
---- FOR DUMMIES	75/977,690	8/12/96	
---- FOR DUMMIES	75/977,691	8/12/96	
DUMMIESWORLD	75/978,221	5/25/99	

**CLIFFS Trademarks - Registered**

CLIFF'S NOTES (mountain in rectangle)	0,794,824	12/09/64	08/24/65
CLIFFS NOTES, INC. (mountain only)	1,404,867	08/16/85	08/12/86
CLIFFS NOTES, INC. (mountain and stripes)	1,408,436	08/16/85	09/09/86
(Shakespeare and stripes)	1,404,864	08/02/85	08/12/86
(boy under tree and stripes)	1,404,865	08/02/85	08/12/86
(stripes and mountain design)	1,404,866	08/02/85	08/12/86
(six diagonal bars)	1,405,778	08/02/85	08/19/86
CENTENNIAL PRESS	1,593,495	07/12/89	04/24/90

**IDGB Worldwide, Inc. and Cliffs Notes, Inc. Trademark Listing**

Mark	Reg/Serial #	Filing Date	Reg Date
STUDYWARE	1,607,257	05/30/89	07/24/90
TEACHME	1,881,327	08/05/93	02/28/95
QUICK REVIEW	1,901,360	09/21/92	06/20/95
(diag yellow and black stripes)	1,969,672	02/21/95	04/23/96
(Test Prep Guides cover design)	2,064,308	01/10/94	05/27/97
(Studyware cover design)	75/174,556	09/30/96	