

04/24/00

05-12-2000

TRADEMARKS ONLY



and Trademarks: D TRADEMARKS ONLY
or copy thereof.

1. Name of Party(ies) conveying an interest:
True North Communications Inc.

101354691

Address of Party(ies) receiving an interest:

04-24-2000

Mascolo Consulting, Inc.
85 5th Avenue
New York, New York 10003

Entity:

U.S. Patent & TMO/TM Mail Rcpt Dt. #26

Entity:

- Individual(s)
- Association
- General Partnership
- Limited Partnership
- Corporation - Delaware
- Other

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

Additional name(s) of conveying party(ies) attached?

Yes No

Citizenship: U.S.A.

If 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) and address(es) attached?

Yes No

3. Interest Conveyed:

- Assignment
- Change of Name
- Security Agreement
- Merger
- Other

Execution Date: April 18, 2000

4. Application number(s) or registration number(s). Additional numbers attached?

Yes No

A. Trademark Application No(s).
Ser. No. 75/802,717

B. Trademark Registration No(s).

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

Pattishall, McAuliffe, Newbury,
Hilliard & Geraldson
320 Watergate Six Hundred
Washington, D.C. 20037

6. Total number of applications and registrations involved:

7. Total fee (37 CFR 3.41) \$ 40.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

16-0650

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

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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.

Colette A. Durst-Barkey
Name of Person Signing

Colette A. Durst-Barkey
Signature

April 21, 2000
Date

Total number of pages comprising cover sheet:

04-24-2000

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TRADEMARK ASSIGNMENT

WHEREAS, Applicant, True North Communications Inc. ("True North"), a Delaware corporation, with a place of business located at 101 East Erie Street, Chicago, Illinois 60611-2897, has filed an application, Serial No. 75/802.717, with the United States Patent and Trademark Office to register the mark **PROGRESSION GROUP** for services in International Class 35, under Section 1(b) of the Trademark Act, but has not yet filed an allegation of use under Section 1(c) or 1(d) of the Trademark Act; and

WHEREAS, True North's application, Serial No. 75/802,717, is based on a bona fide intent to use the mark **PROGRESSION GROUP** in United States commerce, in accordance with 15 U.S.C. § 1051 (b), and True North maintains an ongoing and existing business to which the mark shown in application Serial No. 75/802.717 pertains; and

WHEREAS, Mascolo Consulting, Inc., a New York corporation, is the successor to the ongoing and existing business of True North Communications Inc., to which the mark pertains, and is desirous of acquiring said trademark and the above-identified pending application Serial No. 75/802,717; and

WHEREAS, True North is desirous of assigning the mark shown in the above-identified application Serial No. 75/802,717, and all goodwill associated therewith, as part of the entire ongoing business to which the mark pertains, as required by 15 U.S.C. Section 1060, to Mascolo Consulting, Inc.:

NOW THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, True North Communications Inc., does hereby assign to said Mascolo Consulting, Inc., all right, title and interest in and to the mark **PROGRESSION GROUP**, application Serial No. 75/802,717, and the goodwill of the business symbolized thereby.

S. Bettman
Signature

E.V.P. General Counsel
Title

4/18/00
Date

Sworn to and subscribed, before me, a notary public, this *18th* day of *April*, 2000.

Audrey A. Metes
NOTARY PUBLIC

My commission expires: *August 9, 2003*

55061.1



RECORDED: 04/24/2000

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REEL: 002070 FRAME: 0195