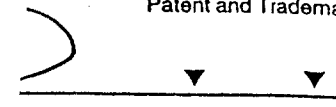
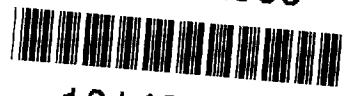


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al documents or copy thereof.

1. Name of (U.S. Patent & TMO/TM Mail Rcpt Dt. #26 Avenue Magazine Incorporated

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

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

- Nature of conveyance: Assignment Merger Security Agreement Change of Name Other

Execution Date: July 17, 2000

2. Name and address of receiving party(ies) Name: AMI Magazine Holdings, Inc. Internal Address: c/o Edifice Rex.Com, Inc.

Street Address: 200 Park Avenue City: New York State: NY ZIP: 10166

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

If assignee is 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) & address(es) attached? Yes No

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

A. Trademark Application No.(s) See attached

B. Trademark Registration No.(s)

Additional numbers attached? Yes No

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

Name: Joel Feldman, Esq. Internal Address: Morrison, Cohen, Singer & Weinstein, LLP Street Address: 750 Lexington Ave. City: New York State: NY ZIP: 10022

6. Total number of applications and registrations involved: 10

7. Total fee (37 CFR 3.41) \$ 265.00

- Enclosed Authorized to be charged to deposit account

8. Deposit account number:

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

TRADEMARK FEE PROCESS RECEIVED 2000 JUL 20 10 21 33 US PATENT & TRADEMARK OFFICE

08/07/2000 HTHA11 00000225 1198358

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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.

David Adams

July 20, 2000

Name of Person Signing

Signature

Date

Total number of pages including cover sheet, attachments, and document:

SCHEDULE A

Assignor: Avenue Magazine Incorporated
 Assignee: AMI Magazine Holdings, Inc.

PART I - UNITED STATES TRADEMARK REGISTRATIONS

<u>Mark</u>	<u>Description</u>	<u>Registration No.</u>	<u>Date</u>
Avenue Arts	Supplement appearing in magazine	1,198,358	June 15, 1982
Avenue Arts	Supplement appearing in magazine	1,510,923	Nov. 1, 1998
Guide to the Avenues	A column appearing in a magazine advertising the goods and services of others	1,149,329	March 29, 1981
On the Avenue	Magazine devoted to news and features about people and events	2,297,128	Nov. 30, 1999
Avenue	Magazine dealing with general subject matter	2,331,251	March 21, 2000

PART II - UNITED STATES TRADEMARK APPLICATIONS

<u>Mark</u>	<u>Description</u>	<u>Registration No.</u>	<u>Date Filed</u>
Avenue Arts	Broadcast and cable television shows in the field of entertainment and the arts	75/639,367	Feb. 4, 1999
Avenue Arts	Website providing information about entertainment and the arts	75/699,990	May 6, 1999

Mark	Description	Registration No.	Date Filed
Avenue E Logo	For printed directories of global network site listings in the field of electronic commerce of luxury consumer products and services to be included as a section in a magazine or sold separately from a magazine	75/620,365	Jan. 12, 1999
AvenueMag.Com	Providing a web site of information in the fields of the arts, real estate, home furnishings and decor, society, cultural and lifestyle topics of general interest by means of global computer networks and computer information data bases	75/645,519	Feb. 18, 1999
Social Diary	Feature column appearing in magazine	76/012,271	March 29, 2000

ASSIGNMENT OF TRADEMARKS

WHEREAS, pursuant to an Asset Purchase Agreement (the "Agreement") of even date hereof, AMI Magazine Holdings, Inc., a Delaware corporation (the "Purchaser"), agreed to acquire certain assets from Avenue Magazine Incorporated, a Delaware corporation ("Seller"), including all right, title and interest of Seller in and to the trademarks, trademark applications and trade names set forth in Schedule A hereto (hereinafter called the "Marks"), together with the goodwill of the business symbolized by the Marks; and

WHEREAS, Seller desires to assign the Marks, together with the goodwill of the business symbolized by the Marks, to Purchaser;

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Seller does hereby assign unto the said Purchaser all right, title and interest in and to the Marks, together with the goodwill of the business symbolized by the Marks, and all rights, privileges, claims, causes of action and options relating or pertaining to the Marks.

IN WITNESS WHEREOF, Seller has caused this instrument to be executed this 17th day of July, 2000.

Avenue Magazine Incorporated

By: Judith Price
Judith Price, President

STATE OF NEW YORK)
) ss.:
COUNTY OF NEW YORK)

On this 17 day of July, 2000, there appeared before me Judith Price, personally known to me, who acknowledged that she signed the foregoing Assignment of Trademarks as her voluntary act and deed.

Joel A. Feldman
Notary Public

JOEL A. FELDMAN
Notary Public, State of New York
No. 01FE1180667
Qualified in New York County
Commission Expires April 30, 200 1

Assignor: Avenue Magazine Incorporated
 Assignee: AMI Magazine Holdings, Inc.

PART I - UNITED STATES TRADEMARK REGISTRATIONS

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