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To the Honorable Commissioner of Patents &

101635576

original documents or copy thereof.

<p>1. Name of conveying party(ies): <u>Phillips Management Group, LLC</u></p> <p>Additional names(s) of conveying party(ies) attached?</p> <p>3. Nature of conveyance: Assignment Merger <input checked="" type="checkbox"/> Security Agreement Change of Name Other</p> <p>Execution Date: <u>August 30, 2000</u></p>	<p>2. Name and address of receiving party(ies): Name: <u>Fleet National Bank</u> Internal Address: Street Address: <u>100 Federal Street</u> City: <u>Boston</u> State: <u>MA</u> Zip: <u>02110</u></p> <p>Additional name(s) & address(es) attached Yes No</p>
<p>4. Application number(s) or registration number(s)</p> <p>A. Trademark Application No.(s) B. Trademark Registration No.(s)</p> <p style="text-align: center;">See Schedule A</p> <p style="text-align: right;">Additional numbers attached? <input checked="" type="checkbox"/> Yes No</p>	
<p>5. Name and address of party to whom correspondence concerning document should be mailed:</p> <p>Name: <u>Ropes & Gray</u></p> <p>Internal Address: <u>Catherine R. Howell, Paralegal</u></p> <p>Street Address: <u>1301 K. St., N.W., Suite 800 East</u></p> <p>City: <u>Washington</u> State: <u>DC</u> Zip: <u>20005</u></p>	<p>6. Total number of applications and registrations involved: [32]</p> <p>7. Total Fee (37 CFR 3.41)..... \$ 825</p> <p>Enclosed <input checked="" type="checkbox"/> Authorized to be charged to deposit account</p> <p>8. Deposit account number is 18-1945 (necessary additional fees may also be deducted)</p>
<p>03/13/2001 JJALLAME 00008030 181945 1873837 Do Not Use This Space</p> <p>01 FC: 481 40.00 CH 02 FC: 482 775.00 CH</p>	
<p>9. Statement and signature. <i>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.</i></p> <p><u>Catherine R. Howell</u> <u>Catherine R. Howell</u> <u>3/12/2001</u> Name of Person Signing Signature Date</p> <p style="text-align: center;">Total number of pages including cover sheet, attachments and documents: [3]</p>	

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ASSIGNMENT SERVICES
DIVISION

**SCHEDULE A
PHILLIPS MANAGEMENT GROUP TRADEMARKS**

Registration/Serial Number	Mark
1,873,837	ALTERNATIVES—registered 1/17/1995
1,252,878	CARDIAC ALERT, registered 10/4/1983, section 8 and 15 filed
2,408,587	FEELING ALIVE, registered 11/28/2000
1,679,079	HEALTH & HEALING, registered 3/10/1992, supplemental register, section 8 filed
2,085,633	HEALTH WISDOM FOR WOMEN, registered 8/5/1997
2,011,168	HEARTSENSE, registered 10/22/1996
1,571,827	INTELLIGENCE REPORT, registered 12/19/1989, section 8 and 15 filed , no record of renewal filing
1,988,509	NATURALLY WELL, registered 7/23/1996
2,059,917	LOVE OF ANIMALS, registered 5/6/1997
1,382,264	PPI and design, registered 2/11/1986, section 8 and 15 filed
2,013,380	SECURITY INDUSTRY BUYERS GUIDE, registered 11/5/1996
2,424,183	TECHNOLOGY INVESTING, registered 1/23/2001, supplemental register
1,204,531	THE AMERICAN SENTINEL, registered 8/10/1982, section 8 and 15 filed
1,764,443	WELLNESS TODAY, registered 4/13/1993, no section 8 or 15 noted
2,284,462	WISDOM RECOMMENDED and design, registered 10/12/1999
2,111,761	GARZARELLI OUTLOOK, registered 11/11/1997
2,420,262	TECHNOLOGY INVESTING, registered 1/9/2001
75/747,279	FORECASTS & STRATEGIES, publication/registration review complete as of 2/6/2001
75/747,280	INTELLIGENCE REPORT, publication/registration review complete as of 2/6/2001
75/747,219	THE RETIREMENT LETTER, published 12/19/2000
75/913,719	INVESTOR'S WORLD, new application assigned to examiner
76/055,777	IPIQ, examiner's amendment mailed 12/19/2000
76/069,384	THE LARK LETTER, office action response due 12/13/2000
75/612,860	INVSTORONE, office action response due 5/21/2001
75/459,611	EFLASH, suspended
75/458,577	MY PI, abandoned failure to respond
75/897,990	DON FISHBACK'S STOCK INDEX ALERT, abandoned failure to respond
1,873,792	JOHN DESSAUER'S INVESTOR'S WORLD, registered 1/17/1995
1,959,967	BUSINESS BREAKTRHOUGHS, registered 12/12/1995
1,198,671	FORECASTS & STRATEGIES, registered 6/22/1982, section 8 and 15 filed
2,127,412	HEALTH & HEALING, registered 1/6/1998
1,167,275	REAL ESTATE INTELLIGENCE REPORT, registered 9/1/1981, section 8 and 15 filed

**MEMORANDUM OF TRADEMARK AND
SERVICE MARK SECURITY INTEREST**

THIS MEMORANDUM is dated as of August 30, 2000 between **PHILLIPS MANAGEMENT GROUP, LLC**, a Maryland limited liability company (the "Mark Owner"), having a place of business at 7811 Montrose road, Potomac, Maryland 20854, and **FLEET NATIONAL BANK**, as agent (the "Secured Party") for itself and certain other lenders under the Credit Agreement dated as of October 5, 1994, as from time to time in effect, among the Mark Owner, certain of its affiliates, certain lenders party thereto and the Secured Party, having a place of business at 100 Federal Street, Boston, Massachusetts 02110.

1. Pursuant to the Security Agreement dated as of August 30, 2000, as from time to time in effect (the "Security Agreement"), among the Mark Owner, certain of its affiliates and the Secured Party, the Mark Owner has granted to the Secured Party a security interest in certain trade marks, service marks and applications therefor listed in Exhibit A attached hereto and made a part hereof, in the name of the Mark Owner, together with the registrations thereof and goodwill symbolized thereby (collectively, the "Collateral").

2. The Mark Owner is the exclusive owner of all rights in the Collateral, including all rights to prosecute for unconsented use and infringement thereof. The Mark Owner has the capacity to grant to the Secured Party the security interests granted under the Security Agreement.

The Mark Owner and the Secured Party have executed this Memorandum effective as of the date first above written.

MARK OWNER:

PHILLIPS MANAGEMENT GROUP, LLC

By: Phyllis Merrill
Name: PHYLLIS MERRILL
Title: SECRETARY

SECURED PARTY:

**FLEET NATIONAL BANK as Agent under
the Credit Agreement referred to above**

By: Laura Neenan
Name: LAURA NEENAN
Title: AVP