



To the Honorable Commissioner of Patents :

101673724

original documents or copy thereof.

9-2-01

1. Name of conveying party(ies):

Worldwide News, Inc. t/a
United Press International, Inc.

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

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

2. Name and address of receiving party(ies):

Name: UPI Acquisition Corp.

Address: 1510 H Street, N.W.

City: Washington State: DC Zip: 20005

- Individual(s) citizenship A
- 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

3. Nature of conveyance:

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

Execution Date: May 15, 2000

4. Application number(s) or registration number(s)

A. Trademark Application No(s).

75/408,426; 75/699,734; 75/942,329

B. Trademark Registration No(s).

199,998; 679,644; 697,239

Additional numbers attached? Yes No

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

Name: Mary-Elizabeth Buckles

REED SMITH LLP

Address: 1301 K Street, N.W.

Suite 1100 - East Tower

City: Washington State: D.C. Zip: 20005

6. Total number of applications and registrations involved: _____

14

7. Total fee (37 CFR 2.6(b)(6)): \$365.00

- Enclosed
- Authorized to be charged to deposit account
- Charge any deficiency to deposit account

8. Deposit account number:

18-0582

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

04/12/2001 GTDN11 00000236 180582 75408426

DO NOT USE THIS SPACE

01 EC:4A1 40.00 OP
02 EC:4B2 40.00 CH 285.00 OP

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 and correct copy of the original document.

Mary-Elizabeth Buckles
Name of Person Signing

April 2, 2001
Date

Total number of pages, including cover sheet, attachments, and document: 15

Mail documents to be recorded with required cover sheet information to:
Commissioner of Patents & Trademarks, Box Assignments
Washington, D.C. 20231

4.A Additional Trademark Application Serial Numbers To Be Recorded

4.B Additional Trademark Registration Numbers To Be Recorded

697,920	777,047
727,255	1,261,962
736,064	2,034,099
775,140	2,318,275

ASSIGNMENT OF MARKS AND OTHER INTANGIBLE PROPERTY

This Assignment of Marks effective this 15th day of May 2000, between WORLDWIDE NEWS, INC. t/a UNITED PRESS INTERNATIONAL, a Delaware corporation having a place of business at 1510 H Street N.W., Washington, DC 20005, ("Assignor") and UPI ACQUISITION CORP., a Delaware corporation having a business address of 1510 H Street N.W., Washington, DC 20005, ("Assignee").

WHEREAS, Assignor has adopted and used the Marks being found and described at least in Exhibit A attached hereto and made a part hereof;

WHEREAS, Assignor owns the Marks being found and described at least in Exhibit A attached hereto and made a part hereof or hereby confirms it has acquired all rights, title and interest in and to trademarks, logos, service marks, goodwill, going concern value, trade names and other intangible property (hereinafter collectively referred to as "Intangible Property") pursuant to Paragraph 1.1 of the Sale and Purchase Agreement dated June 28, 1992, between the Assignor and its predecessor in interest, UNITED PRESS INTERNATIONAL, INC., a Delaware corporation, said Intangible Property being found and described at least in Exhibit A attached hereto and made a part hereof; and

WHEREAS, Assignee is desirous of acquiring the entire right, title and interest in and to said Marks and said Intangible Property and any applications and registrations therefor worldwide, together with the goodwill of Assignor associated with the Marks and Intangible Property as set forth at least in Exhibit A attached hereto and made a part hereof.

NOW, THEREFORE, intending to be legally bound, Assignor hereby conveys to Assignee, and does hereby confirm that it has conveyed to Assignee

pursuant to the terms and provisions of the ASSET PURCHASE AGREEMENT ("Agreement") effective May 15, 2000, and for the consideration specified therein, all of its right, title and interest in and to the Marks and the Intangible Property and to any applications and registrations therefor, as set forth at least in Exhibit A attached hereto and made a part hereof, together with the goodwill associated with the Marks, and any common law rights, including any and all prior causes of action and damages relating thereto worldwide.

Assignee hereby accepts this Assignment of Marks.

UPI ACQUISITION CORP.,
Assignee


By: *Frederick W. Newton*
Name: Frederick W. Newton
Title: Treasurer
Date: 5/15/00

Sworn to and subscribed
before me this ___ day
of _____, 2000.

Notary Public

Assignment of Marks and Other Intangible Property (cont.)

WORLDWIDE NEWS, INC. t/a UNITED
PRESS INTERNATIONAL,
Assignor

By: 
Name: IAN. R. RITCHIE
Title: DIRECTOR
Date: 26/5/2000

Sworn to and subscribed
before me this ___ day
of _____, 2000.

Notary Public

EXHIBIT A**U.S. REGISTERED TRADEMARKS**

MARK	REG. NO.	REGISTRATION DATE
TELEPHOTO (STYLIZED)	199,998	JUNE 23, 1925
UPI (STYLIZED)	679,644	JUNE 2, 1959
UNITED PRESS INTERNATIONAL INC. (STYLIZED)	697,239	MAY 3, 1960
UPI	697,920	MAY 17, 1960
BACKSTAIRS AT THE WHITE HOUSE	727,255	FEBRUARY 6, 1962
UNITED PRESS	736,064	AUGUST 14, 1962
UNISTOX	775,140	AUGUST 11, 1964
SPEAKING OF SPORTS	777,047	SEPTEMBER 15, 1964
UPI AND DESIGN	1,261,962	DECEMBER 20, 1983
UPI WORLDVIEW	2,034,099	JANUARY 28, 1997
SHAPING KNOWLEDGE (STYLIZED)	2,318,275	FEBRUARY 15, 2000

U.S. PENDING TRADEMARK APPLICATIONS

MARK	SERIAL NO.	DATE FILED
DEFINING THE KNOWLEDGE AGE	75/408,426	DECEMBER 19, 1997
UPI KNOWLEDGE@WORK	75/699,734	MAY 6, 1999
UNITED PRESS INTERNATIONAL	75/942,329	MARCH 13, 2000

COMMON LAW TRADEMARKS/SERVICE MARKS

MARK	GOODS/SERVICES
AROUND THE WORLD AROUND THE CLOCK (STYLIZED)	PRESS RELEASES CONTAINING NEWS AND NEWS FEATURES PUBLISHED FROM TIME TO TIME IN PRINTED DAILY AND SUNDAY NEWSPAPERS AND/OR RADIO SCRIPTS FOR ORAL PRESENTATION
COMPIX	PHOTOGRAPHIC SERVICES - NAMELY, PROVIDING PHOTOGRAPHS AND MOTION PICTURES FOR USE IN ADVERTISING, SALES TRAINING AND DOCUMENTARIES, AND THE LIKE, AND FACTUAL REPORTS IN CONNECTION THEREWITH
FOTOCAST (STYLIZED)	NEWSPAPER SECTION OR DEPARTMENT
INTERNATIONAL NEWS SERVICE	NEWSPAPER COLUMNS
METROWIRE	NEWS AGENCY SERVICES PROVIDING NEWS REPORTS, PHOTOGRAPHS, DISPATCHES, NEWSPAPER FEATURES, BROADCAST FEATURES AND PRESS RELEASES; LOCAL NEWSWIRE SERVICE
ON THE FARM FRONT (STYLIZED)	PRINTED PRESS RELEASES ISSUED FROM TIME TO TIME, CONTAINING NEWS AND NEWS FEATURES PREPARED FOR ORAL OR VISUAL PRESENTATION
ON THE LIGHTER SIDE	PRINTED MATTER CONSISTING OF PRESS RELEASES FOR ORAL PRESENTATION BY RADIO MONDAY THROUGH SATURDAY
QUIRKS IN THE NEWS	PRINTED PRESS RELEASES ISSUED FROM TIME TO TIME, CONTAINING NEWS AND NEWS FEATURES FOR ORAL OR VISUAL PRESENTATION

Assignment of Marks and Other Intangible Property (cont.)

MARK	GOODS/SERVICES
SHAPING THE KNOWLEDGE AGE	ELECTRONIC TRANSMISSION TO NEWSPAPERS, RADIO AND TELEVISIONS STATIONS, AND CABLE DISTRIBUTORS OF DOCUMENTS, DATA, TEXT, VIDEO, SOUND AND GRAPHICS PERTAINING TO NEWS, SPORTS, WEATHER AND BUSINESS INFORMATION AND GENERAL INTEREST FEATURES BY MEANS OF TELEPHONE LINES, CABLE, SATELLITE AND GLOBAL COMPUTER INFORMATION NETWORKS; COMPUTER ON LINE INFORMATION DATABASE SERVICES, NAMELY, PROVIDING AN ON LINE DATABASE, ACCESSIBLE VIA A GLOBAL COMPUTER INFORMATION NETWORK, AND INCLUDING TEXT, GRAPHICS, SOUND AND VIDEO, PERTAINING TO A WIDE RANGE OF NEWS, SPORTS, WEATHER AND BUSINESS INFORMATION AND GENERAL INTEREST FEATURES; PROVIDING NEWS SYNDICATION SERVICES, NAMELY, NEWS CLIPPING SERVICES, NEWS SYNDICATION REPORTING, AND COLLECTING, EDITING, ARCHIVING AND DISTRIBUTING DOCUMENTS, FILMS, DATA, TEXT, GRAPHICS, PHOTOGRAPHS, AND VIDEO AND SOUND RECORDINGS PERTAINING TO NEWS, NEWS FEATURES AND NEWS ANALYSIS
TELEPHOTO (STYLIZED)	PHOTOGRAPHS
THE NEWS COMPANY	COLLECTION AND DISTRIBUTION OF NEWS, NEWSPICTURES, WEATHER REPORTS AND OTHER INFORMATION
TODAY'S SPORT PARADE (STYLIZED)	NEWSPAPER FEATURE COLUMN
UNIFAX	WIREFOTO OR FACSIMILE TRANSMITTING AND RECORDING APPARATUS
UNIPIX (STYLIZED)	PICTURES OF CURRENT NEWS INTEREST FOR REPRODUCTION IN NEWSPAPERS - NAMELY, PICTURES, PHOTOGRAPHS, PRINTS, AND PROOFS THEREOF SOLD TO NEWSPAPERS OR PUBLISHERS
UNIPRESS (STYLIZED)	PUBLICATION DEVOTED TO NEWS EVENTS AND NEWS REPORTING, APPEARING FROM TIME TO TIME
UNISLIDE	PHOTOGRAPHIC TRANSPARENCIES OF NEWSWORTHY PERSONS AND PLACES FOR USE BY NEWS DISSEMINATING MEDIA
UPI PRODUCTIONS	NEW AND ARCHIVED FILM, TELEVISION PROGRAMMING

Assignment of Marks and Other Intangible Property (cont.)

MARK	GOODS/SERVICES
UPI SHAPING KNOWLEDGE	DISTRIBUTION, COLLECTION, STORAGE, AND ELECTRONIC TRANSMISSION TO NEWSPAPERS, RADIO, AND TELEVISION STATIONS, AND CABLE DISTRIBUTORS OF DOCUMENTS, DATA, TEXT, VIDEO MOTION PICTURE FILMS, SOUND AND GRAPHICS PERTAINING TO NEWS, SPORTS, WEATHER AND BUSINESS INFORMATION AND GENERAL INTEREST FEATURES BY MEANS OF TELEPHONE LINES, CABLE, THE INTERNET, SATELLITE AND COMPUTER TERMINALS; COMPUTER ON-LINE INFORMATION DATABASE SERVICES, NAMELY, PROVIDING AN ON-LINE DATABASE, ACCESSIBLE VIA A GLOBAL COMPUTER NETWORK, AND INCLUDING TEXT, GRAPHICS, SOUND AND VIDEO, PERTAINING TO A WIDE RANGE OF NEWS, SPORTS, WEATHER AND BUSINESS INFORMATION AND GENERAL INTEREST FEATURES; AND PROVIDING NEWS SYNDICATIONS SERVICES, NAMELY, NEWS CLIPPING SERVICES, NEWS SYNDICATION REPORTING, AND GATHERING, ANALYSIS, AND DISSEMINATION OF NEWS AND NEW FEATURES

FOREIGN TRADEMARK/SERVICE MARK PROPERTIES

MARK	REG. NO.	REG. DATE	COUNTRY
UPI	1466005	OCTOBER 28, 1988	FRANCE
UPIB	1436291	APRIL 22, 1988	FRANCE
UNITED PRESS INTERNATIONAL	97 696525	SEPTEMBER 25, 1997	FRANCE
WORLDWIDE NEWS	97 696524	SEPTEMBER 25, 1997 (ABANDONED)	FRANCE
UPI	97 696523	SEPTEMBER 25, 1997	FRANCE
UNIPRESS	317183	APRIL 1, 1983 (EXPIRED)	BENELUX
LA GAZZETTA DEI COMICS	299039	DECEMBER 1, 1976	ITALY
UNIPRESS	292110	NOVEMBER 29, 1975	ITALY
UNITED PRESS INTERNATIONAL	372.174 (RENEWAL NO. 237.468)		CHILE