

06-08-2001

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Davis Wright Tremaine LLP

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SHARON L. SCHNEER
EDWARD J. DAVIS
ALEXANDRA NICHOLSON
KAVIN E. SALIK

C
5-31-01
2-3-00

1740 BROADWAY
NEW YORK, NY 10019

TEL (212) 489-8230
FAX (212) 489-8340
www.dwt.com

OF COUNSEL
JOHN C. LANKENAU

CAROLYN K. FOLEY
GREGORY A. WELCH
JEFFREY H. BLUM
DEBORAH DAVIS
MATTHEW A. LEISH
PETER KARANHIA

May 31, 2001

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RECORDATION FORM COVER SHEET - TRADEMARKS

Hon. Commissioner of Patents and Trademarks
Box Assignments
Washington, D.C. 20231

Re: Correction of Recorded Assignment Information
Assignor: Men's Journal Company, L.P.
Assignee: Men's Journal LLC

Sir:

Please record the attached original document(s) or copy(ies) thereof:

- Conveying party:
Men's Journal Company, L.P.
a Delaware limited partnership
1290 Avenue of the Americas
New York, NY 10104
- Receiving party:
Men's Journal LLC
a Delaware limited liability company
1290 Avenue of the Americas
New York, NY 10104

06/07/2001 TDIAZ1
01 FC:481

00000068 040258 2122541

- Nature of Conveyance: 40-00 CH Corrective Document (re Nunc Proc Tunc Assignment from "Men's Journal Company, L.P." to "Men's Journal LLC", executed February 2, 2000, and effective as of December 31, 1999.)

May 31, 2001

Page 2 of 2



Re: Correction of Recorded Assignment Information
From: Men's Journal Company, L.P.
To: Men's Journal LLC

3. (continued)

Reel/Frame 2030/0654

Recordation Date: February 4, 2000

This is a Resubmission to correct the name of the Assignee and the nature of the conveyance.

The correct name of the Assignee is "US Magazine LLC". The nature of the conveyance was a "Nunc pro Tunc" Assignment.

4. Trademark Reg. Nos.: 2,122,541, 2,165,985, 1,797,374, 1,810,267, 2,165,986

5. Correspondent Name and Address:

Alexandra Nicholson, Esq.

Davis Wright Tremaine L.L.P.

1740 Broadway, 25th Floor

New York, NY 10019

Tel.: 212 489-8230

6. Number of Properties (total): 5

7. Total Fee: \$140

Authorized to be charged to deposit account.

8. Please charge our deposit account No. 040258 the sum of \$140.00 to cover the fee for Recordal of Assignment of five (5) trademarks. Please charge any deficiency or credit any overcharge to said Deposit Account.

9. 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.

Sincerely,

Alexandra Nicholson

May 31, 2001

CERTIFICATE OF EXPRESS MAILING

I certify that this correspondence is being deposited with the United States Postal Service "Express Mail Post Office to Addressee" service under 37 C.F.R. §1.10 on the date indicated below and is addressed to Commissioner of Patents & Trademarks, Box Assignments, Washington, D.C. 20231.

Mailing Date: May 31, 2001

Label No.: EK 653 492 878 US

Signature:

Phyllis Schoenberg

76005

TRADEMARK
REEL: 002311 FRAME: 0006

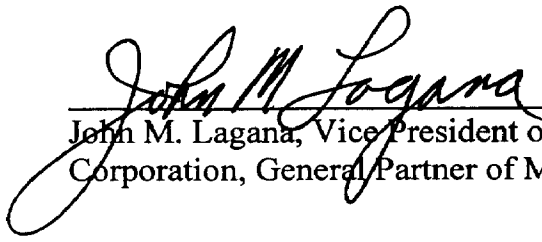
NUNC PRO TUNC TRADEMARK ASSIGNMENT

WHEREAS, Men's Journal Company, L.P., a Delaware limited partnership, with its principal place of business at 1290 Avenue of the Americas, New York, New York 10104 ("Assignor)," is the owner of all the right, title, and interest in and to the trademarks (the "Marks") set forth on Schedule A attached hereto, the registrations for them, and all associated good will; and

WHEREAS, Men's Journal LLC, a Delaware limited liability company, with its principal place of business at 1290 Avenue of the Americas, New York, New York 10104 ("Assignee"), is desirous of acquiring all, right, title and interest in and to the Marks and the registrations associated with them, together with the goodwill of the business symbolized by and associated with the Marks and their respective registrations and the right to sue for and recover damages for past infringements of the Marks and to stand in the place of Assignor in all matters related thereto;

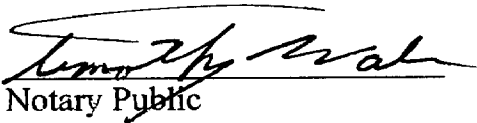
NOW, THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, Assignor does hereby transfer and assign to Assignee, its successors and assignees, *nunc pro tunc* as of December 31, 1999, all right, title, and interest in and to the Marks and the registrations associated with them, together with the goodwill of the business symbolized by and associated with the Marks and their

respective registrations and the right to sue for and recover damages for past
infringements of the Marks and to stand in the place of Assignor in all matters related
thereto.



John M. Lagana, Vice President of Men's Journal
Corporation, General Partner of Men's Journal Company, L.P.

Sworn to before me this
2nd day of February, 2000



Notary Public

TIMOTHY M. WALSH
Notary Public, State of New York
No. 4987425
Qualified in New York County
Certificate Filed in New York County
Commission Expires Oct. 15, 2001

Schedule A

<u>Mark</u>	<u>Registration Number</u>
MEN'S JOURNAL (& Design)	Reg. No. 2,122,541
MEN'S JOURNAL	Reg. No. 2,165,985
MEN'S JOURNAL	Reg. No. 1,797,374
MEN'S JOURNAL (& Design)	Reg. No. 1,810,267
MEN'S JOURNAL (Stylized)	Reg. No. 2,165,986

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