FORM PTO-1618A 07 - 19	U.S. Department of Commerce				
OMB 0651-0027	U.S. Patent and Trademark Office TRADEMARK				
ОМВ 0651-0027 RE	HIM MINIM EET				
+ 41.00 10178	Docket No: 018414/133302 Docket No: 018414/133302 Docket No: 018414/133302				
TO: The Director of the U.S. Patent & Tra. Submission Type	Conveyance Type				
New	Assignment License				
Resubmission Document ID #	Security Agreement Nunc Pro Tunc Assignment Merger Effective Date				
Correction of PTO Error Reel # Frame #	 ✓ Merger Effective Date ✓ Change of Name Month Day Year				
Corrective Document Reel # Frame #	June 29, 2001 ☐ Other				
Conveying Party Enter Additional Conveying Party Mark if additional names of conveying parties attached					
Name BERNARD C. HARRIS PUBLISHING COMPAN	IY, INC. Execution Date				
Formerly	Month Day Year June 29, 2001				
☐ Individual ☐ General Partnership ☐ Limited Partnership ☐ Corporation					
State of Incorporation – NEW YORK					
-					
Receiving Party Name CITIZENS BANK OF MASSACHUSETTS Mark if additional names of receiving attached					
DBA/AKA/TA					
Composed of					
Address (line 1) 53 State Street					
Address (line 2) 8 th Floor					
Address (line 3) City Boston State/Country Massack	usetts Zip Code 02109				
_	Partnership				
MASSACHUSETTS SAVINGS BANK	assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must				
State of Incorporation	be a separate document from Assignment.)				
FOR OFFICE USE ONLY					
Public burden reporting for this collection of information is estimated to average approximately 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and gathering the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Information Officer, Washington, D.C. 20231 and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction Project (0651-0027), Washington, D.C. 20503. See OMB Information Collection Budget Package 0651-0027, Patent and Trademark Assignment Practice. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS ADDRESS. Mail documents to be recorded with required cover sheet(s) information to: Director of U.S. Patent & Trademark Office, Box Assignments, Washington, D.C. 20231					
07/18/2001 DBYRNE 00000082 76023355 40.00 Up					
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FORIVI P10-1618B Expires 06/30/99	Docket No:	018414/133302	U.S. Department of Commerce U.S. Patent and Trademark Office	
OMB 0651-0027	Page 2		TRADEMARK	
Domestic Represent	ative Name and Address	E	nter for the first Receiving Party only.	
Address (line 1)				
Address (line 2)				
Address (line 3)				
Address (line 4)				
Correspondent Name and Address Area Code and Telephone Number (617) 570-1310				
Name	Marie M. Nuguid, Senior Legal Assistant		(017) 570-1510	
Address (line 1)	Goodwin Procter LLP			
Address (line 2)	Exchange Place			
Address (line 3)	53 State Street			
Address (line 4)	Boston, MA 02109-2881			
	r the total number of pages of the attached conding any attachments.	veyance document	4	
Trademark Application Number(s) or Registration Number(s) Mark if additional numbers attached.				
Trademark Registration N	umbers:	Trademark Applic	ation Numbers:	
		76/023.355 file	d April 11, 2000	
Number of Properti	es Enter the total number of propertie	s involved	1	
Fee Amount	Fee Amount for Properties Listed (3	37 CFR 3.41):	\$40.00	
Method of Payme	nt: Enclosed O Deposit Ac	count \square		
Deposit Account (Enter for payment by deposit account or if additional fees can be charged to the account.)				
	Deposit	Account Number: #	07-1700	
	Authori	zation to charge addition	nal fees: Yes No 🗆	
Statement and Sign	ature			
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. Charges to deposit account are authorized, as indicated herein.				
Marie M. Nuguid, Senior P Attorney Name	aralegal /// Attorney Signature	ignid	July 11, 2001 Date Signed	

LIBC/1203972.1

NOTICE OF SECURITY INTEREST IN TRADEMARKS

Director of U.S. Patent and Trademark Office Box Assignments Washington, DC 20231

Ladies and Gentlemen:

Pursuant to (i) the Conditional Assignment of Trademarks dated March 30, 2001 by and between BERNARD C. HARRIS PUBLISHING COMPANY, INC., a New York corporation (the "Assignor") and CITIZENS BANK OF MASSACHUSETTS, a Massachusetts savings bank, (the "Assignee") and (ii) the Agreement of Consent, Amendment and Confirmation of Security Documents dated as of June 29, 2001, the Assignor has granted to the Assignee, a continuing security interest in and conditional assignment of its now owned or licensed (whether as licensee or licensor) or hereafter acquired or licensed (whether as licensee or licensor) registered trademarks and service marks and trademarks and service marks for which applications to register, and in the case of "intent to use" applications, "verified statements of use" under 15 U.S.C. §1060, have been filed and are pending or are hereafter filed with the U.S. Patent and Trademark Office (the "PTO") or any other governmental authority, including but not limited to, those registered trademarks and service marks and trademark and service mark applications listed on Exhibit A attached hereto (as the same may be amended pursuant hereto from time to time), all renewals thereof, all proceeds of infringement suits, the sole right to sue for past, present, future and threatened infringements of and all rights corresponding thereto throughout the world, and any royalties, licenses, fees, proceeds, improvements and subsequent trademarks or service marks obtained in connection therewith (all of the foregoing being hereinafter collectively referred to as the "Trademarks"), together with a continuing security interest in and a conditional assignment of all its right, title and interest in and to the goodwill of the business to which each of the Trademarks relates. The security interests granted herein are granted in conjunction with (i) that certain Amended and Restated Revolving Credit Agreement dated as of June 29, 2001 and (ii) the security interests granted by the Assignor to the Assignee in the Collateral defined and described under the Security Agreement of dated as of March 30, 2001.

[Signature Page to Follow]

IN WITNESS WHEREOF, the parties hereto have caused their duly authorized officers to duly execute this Notice of Security Interest in Trademarks as of this 2001.

BERNARD C. HARRIS PUBLISHING

COMPANY, INC.

By:

Name:

STATE OF NEW YORK
COUNTY OF Westchester

On this 26 day of June, 2001, before me personally appeared W. Mam K. Harr S. of BERNARD C. HARRIS PUBLISHING COMPANY, INC., a New York Corporation, personally known to me (or proved to me on the basis of satisfactory evidence) to be the person that executed this instrument, on behalf of said corporation, and acknowledged said instrument so executed to be his free act and the free act and deed of said corporations.

Notary Public: Deans & Sell

My commission expires: ___ \-21-03

DIANA J BELL
Notary Public - State of New York
No. 01BE5072015
Qualified in Westchester County
My Commission Expires Jan 21, 2003

ACCEPTED AND ACKNOWLEDGED BY:

CITIZENS BANK OF MASSACHUSETTS

Name: Joanne P. O'Keeffe Title: Vice President

COMMONWEALTH OF MASSACHUSETTS COUNTY OF SUFFOLK

On this \underline{U} day of June, 2001, before me appeared Joanne P. O'Keeffe to me personally known, who, being by me duly sworn, did depose and say that she is the Vice President of CITIZENS BANK OF MASSACHUSETTS, the Massachusetts bank named in and which executed the foregoing instrument; that being duly authorized he did execute the foregoing instrument on behalf of the bank therein named; and that the foregoing instrument is the free and authorized act and deed of said bank.

Notary Public Commonwealth of Massachusetts My Commission Expires January 20, 2006

Notary Public

My commission expires:

EXHIBIT A

$\underline{TRADEMARKS}$

MARK	OWNER	APP./REG. NO.
WHERESFRANKIE	Bernard C. Harris Publishing	Application Serial No.
	Company, Inc.	76/023355
		Application Date: 4/11/00

LIBC/1183880.1

RECORDED: 07/11/2001