

RF

08-20-2001

EET



To the Honorable Commissioner of

Attached original documents or copy thereof.

1. Name of conveying party(ies):

101816264
87301

News America Incorporated

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

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

3. Nature of conveyance:

- Assignment Merger
- Security Agreement Change of Name
- Other

Execution Date: **August 6, 2001**

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

Name: **TV Guide Magazine Group, Inc.**

Address: **1211 Avenue of the Americas**

City: **New York State: NY Zip: 10036**

- 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 registration number(s):

A. Trademark Applications

<u>Mark</u>	<u>Serial No.</u>
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B. Trademark Registrations

<u>Mark</u>	<u>Reg. No.</u>
T-800-CINE PRO	1,926,082
CINEBOOKS	1,911,356
CINEBOOKS	1,389,868
CINEBOOKS	2,109,388
CINEBOOKS	1,423,332
CB Design	1,412,272
Filmstrip/pencil Design	1,910,025
Filmstrip/pencil Design	1,973,432

Additional numbers attached? Yes No

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

Name: Rebecca B. Gibbs, Esq. C/O Fish & Neave

Street Address: 1251 Avenue of the Americas

City: New York State: New York Zip: 10020

08/17/2001 6TON11 00000067 1926082

01 FC:481 40.00 OP
02 FC:482 175.00 OP

6. Total number of applications and registrations involved:

Eight

7. Total fee (37 CFR 3.41):.....\$215.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number: 06-1075

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

DO NOT USE THIS SPACE

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 copy of the original document.

Rebecca B. Gibbs
Name of Person Signing

Rebecca Gibbs
Signature

August 8, 2001
Date

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

4

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

TRADEMARK
REEL: 002351 FRAME: 0272

TRADEMARK ASSIGNMENT

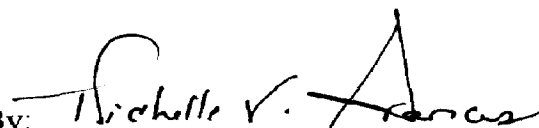
WHEREAS, News America Incorporated ("Assignor"), a Delaware corporation having its principal place of business at 1211 Avenue of the Americas, New York, New York 10020, is the owner of all right, title and interest in and to the trademarks listed on the attached Exhibit 1, the registrations identified on Exhibit 1 and the goodwill represented by said trademarks;

WHEREAS, TV Guide Magazine Group, Inc. ("Assignee"), a Delaware corporation having its principal place of business at 1211 Avenue of the Americas, New York, New York 10020, wishes to acquire the trademarks listed on attached Exhibit 1, the registrations thereof and the goodwill represented thereby;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor hereby assigns to Assignee all right, title and interest in and to the trademarks listed on the attached Exhibit 1, the registrations thereof and the goodwill represented by said trademarks, together with the right to sue for and to collect damages for past infringements of said trademarks.

NEWS AMERICA INCORPORATED

Dated: 8.06.01

By: 
Name: Michelle V. Francis
Title: Vice - President


ACKNOWLEDGMENT

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

On this 6th day of August, 2001, before me personally came

Michelle Francis who being by me duly sworn did depose and say that she/he is
Vice President of News America Incorporated, the corporation described
in and which executed the foregoing assignment; that she/he signed his name to the
foregoing assignment; and that she/he was authorized by the Board of Directors of said
corporation to sign this name thereto.

CAMILLE MARCIA JOSEPH
NOTARY PUBLIC, State of New York
No. 01JO6025169
Qualified in ~~Erie County~~ Kings County
Commission Expires ~~May 24~~ June 28, 2003



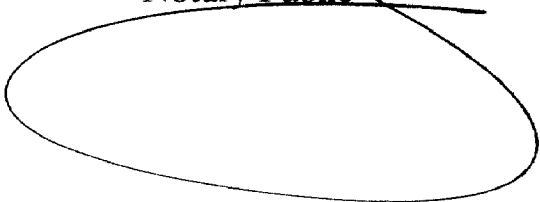
Notary Public


Exhibit 1

<u>Mark</u>	<u>Registration No.</u>	<u>International Class(es)</u>
1-800-CINE PRO	1,926,082	42
CINEBOOKS	1,911,356	16
CINEBOOKS	1,389,868	16
CINEBOOKS	2,109,388	9
CINEBOOKS	1,423,332	41
CB Design	1,412,272	16
Filmstrip/pencil Design	1,910,025	16, 41
Filmstrip/pencil Design	1,973,432	9