

10/19/01

01-15-2002



Form PTO-1594
(Rev. 03/01)
OMB No. 0651-0027 (exp. 5/31/2002)

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TRADEMARK

U.S. DEPARTMENT OF COMMERCE
U.S. Patent and Trademark Office

Tab settings

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

FCB Worldwide, Inc.

- 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: October 9, 2001

2. Name and address of receiving party(ies)

Name: True North Communications Inc.

Internal Address: _____

Street Address: 101 East Erie Street

City: Chicago State: IL Zip: 60611
60

- 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 Application No.(s)
75-507,191

B. Trademark Registration No.(s)
See attached schedule

Additional number(s) attached Yes No

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

Name: James R. Guerette

Internal Address: _____

Street Address: Loeb & Loeb LLP
345 Park Avenue, 18th Floor

City: New York State: NY Zip: 10154

6. Total number of applications and registrations involved: 9

7. Total fee (37 CFR 3.41).....\$ 240.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

(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.

James R. Guerette

Name of Person Signing

James R. Guerette
Signature

10/19/01

Date

Total number of pages including cover sheet, attachments, and document: 4

01/14/2002 DBYRNE 00000602 73307191

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

01 FC:481
02 FC:482

40.00 OP
200.00 OP

TRADEMARK
REEL: 002424 FRAME: 0242

ATTACHMENT TO RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

Name of Conveying party:

Name and address of receiving party:

FCB WORLDWIDE, INC.

**TRUE NORTH COMMUNICATIONS INC.
101 East Erie Street
Chicago, IL 60611**

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

B. Trademark Registration No.(s)

2,170,041	2,175,396	2,014,423	2,255,856
2,257,976	2,257,975	2,254,418	2,274,047

ASSIGNMENT OF TRADEMARKS

WHEREAS, FCB Worldwide, Inc., a Delaware Corporation (the "Assignor") is the owner of all right, title, and interest in and to the trademarks identified in Schedule A attached hereto (collectively, hereinafter the "Marks") including, without limitation, the registrations and applications identified on said Schedule A; and

WHEREAS, Assignor wishes to contribute and assign to an affiliated company, True North Communications Inc., a Delaware Corporation (the "Assignee") all of Assignor's right, title, and interest in and to the Marks and all related goodwill, together with the entire portion of the business to which the Marks pertain, and all related certificates of or applications for registration as well as the right to sue for any past infringement of the Marks, and Assignee wishes to accept contribution and assignment of the same.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor hereby conveys, transfers, assigns and delivers to Assignee, free and clear of all liens, claims and encumbrances, all of its right, title and interest in and to the Marks and the goodwill of the business symbolized thereby, together with the entire portion of the business to which the Marks pertain, and all related certificates of or applications for registration as well as any and all causes of action for past infringement of the Marks.

This Assignment of Trademarks is made effective as of the 9th day of October, 2001.

FCB WORLDWIDE, INC.

By: Kenneth J. Ashley
Name: Kenneth J. Ashley
Title: Vice President

ACKNOWLEDGED:

TRUE NORTH COMMUNICATIONS INC.

By: S. Bettman
Name: Suzanne Bettman
Title: Executive Vice President

SCHEDULE A

<u>Mark</u>	<u>Reg. No.</u>	<u>Serial No.</u>	<u>Goods and Services</u>
BOSS		75/507191	Class 35: Providing an on-line computer database in the fields of advertising materials and business information
SOFTWARE CASH	2274047	75/480927	Class 35: Promoting the goods and services of others through the administration of consumer incentive awards programs featuring redeemable certificates
BOZELL INTERACTIVE	2254418	75/378311	Class 35: Dissemination of advertising for others via an on-line electronic communications network
W	2257976	75/373708	Class 35: Dissemination of advertising for others via an on-line electronic communications network
WEBSLOT	2257975	75/373707	Class 35: Dissemination of advertising for others via an on-line electronic communications network
BOZELL SMART TARGETING	2255856	75/190791	Class 35: Advertising agency services
MUSIC CASH	2170041	75/086947	Class 35: Promoting the goods and services of others through the administration of consumer incentive awards programs featuring redeemable certificates
VIDEO CASH	2175396	75/086938	Class 35: Promoting the goods and services of others through the administration of consumer incentive awards programs featuring redeemable certificates
VACATION DOLLARS	2014423	74/632096	Class 16: Travel discount certificates for promoting the goods and services of others