

03-12-2002



102012565 ONLY

Form PTO-1594

(Rev. 03/01)

OMB No. 0651-0027 (exp. 5/31/2002)

RECC

TF

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):

Reed Elsevier Properties, Inc.

2-27-02

- Individual(s)
- 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: OAG WorldWide Limited

Internal

Address:

Street Address: Boardwalk House, 5 Appold St

City: London State: England Zip: EC2AZHA

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State
- Other Foreign Corporation

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:

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

1,314,556 OFFICIAL AIRLINE GUIDE
0,546,542 OFFICIAL AIRLINE GUIDE

(& design)

Additional number(s) attached Yes No

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

Name: Julie L. Finch

Internal Address:

Hinshaw & Culbertson

Street Address: 3100 Piper Jaffray Tower

222 South Ninth Street

City: Minneapolis State: MN Zip: 55402

6. Total number of applications and registrations involved:

2

7. Total fee (37 CFR 3.41): \$65.00

- 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.

Julie L. Finch
Name of Person Signing

Julie L. Finch
Signature

2-13-02
Date

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

30

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

03/12/2002 TDIAZ1 00000021 1314556

01 FC:481 40.00 OP
OR FC:482 25.00 OP

TRADEMARK
REEL: 002458 FRAME: 0784

Designation of Domestic Representative

Julie L. Finch of Hinshaw & Culbertson, whose postal address is 3100 Piper Jaffray Tower, 222 S. Ninth Street, Minneapolis, Minnesota, 55402 is hereby designated registrant's/applicant's representative upon whom notice or process in proceedings affecting the marks listed in Exhibit A may be served.

OAG WorldWide Limited

Tim Hill

Title: VP Software Product Development.

Date: 2-13-02



Mark ID	Country	Classes	Reg. Owner	App. #	App. Dt	Reg. #	Reg. Dt	Status
4210	Argentina	9	Reed Elsevier Properties Inc., a Delaware corporation	2226508	6/29/99	1804676	9/10/00	Registered
4228	Brazil	9	Reed Elsevier Properties Inc., a Delaware corporation	821844377	7/23/99			Pending
4465	Hong Kong	9	Reed Elsevier Properties Inc., a Delaware corporation	9908901	7/10/99	B066712003	5/10/00	Registered
2605	United States	9	Reed Elsevier Properties Inc., a Delaware corporation	75135108	7/16/96	S-2104431	10/7/97	Registered

Mark ID	Country	Classes	Reg. Owner	App. #	App. Dt	Reg. #	Reg. Dt	Status
1835	Austria	16	Reed Elsevier Properties Inc., a Delaware corporation	1356/91	3/20/91	136375	7/1/91	Registered
1836	Denmark	16	Reed Elsevier Properties Inc., a Delaware corporation	VA2,317/19	3/27/91	4911994	1/28/94	registered
1837	Finland	16	Reed Elsevier Properties Inc., a Delaware corporation	1597/91	4/4/91	140992	12/5/95	Registered
1840	Japan	26	Reed Properties Inc.	33566/1991	4/3/91	2583800	10/29/93	Registered
1842	Norway	16	Reed Properties Inc.	911528	3/22/91	160107	11/18/93	Registered
1848	Saudi Arabia	16	Reed Properties Inc.	13380	4/8/91	24334	4/8/91	Registered
1849	Sweden	16	Reed Properties Inc.	912542	3/20/91	237635	7/10/92	Registered
1844	Switzerland	16	Reed Elsevier Properties Inc., a Delaware corporation			388981	3/26/91	Registered

Mark ID	Country	Classes	Reg. Owner	App. #	App. Dt	Reg. #	Reg. Dt	Status
2934	European Union	35, 39, 42	Reed Elsevier Properties Inc., a Delaware corporation	442129	12/24/96	442129	12/24/96	Registered

Printed by Damaskus on 6/8/01 10:54:46 AM

FLIGHTDISK

Mark	Country	Classes	Reg. Owner	App. #	App. Dt	Reg. #	Reg. Dt	Status
1864	Argentina	9	Reed Properties Inc	1786246	1/7/91	1435044	4/30/93	Registered
1850	Bahrain	9	Reed Properties Inc.					Pending
1851	Belgium	9	Reed Elsevier Properties Inc., a Delaware corporation	23576	12/13/90	488376	12/13/90	Registered
1866	Canada	9	Reed Properties Inc.	672743	12/19/90	397858	5/1/92	Registered
1852	Denmark	9	Reed Elsevier Properties Inc., a Delaware corporation	095541990	11/12/90	37351993	5/21/93	Registered
1867	Finland	9	Reed Elsevier Properties Inc., a Delaware corporation	644290	11/13/90	124292	1/20/93	Registered
1853	France	9, 16	Reed Elsevier Properties Inc., a Delaware corporation	256602	12/18/90	1651659	12/18/90	Registered
1854	Germany	9	Reed Elsevier Properties Inc., a Delaware corporation	147279WZ	12/24/90	2021500	12/24/90	Registered
1868	Greece	9	Reed Elsevier Properties Inc., a Delaware corporation	103965	5/8/91	103965	6/17/94	Registered
1855	Hong Kong	9	Reed Properties Inc.	1400/1991	3/4/91	B1802/1993	5/17/93	Registered
1869	Ireland	9	Reed Elsevier Properties Inc., a Delaware corporation	723890	12/18/90	145066-B	6/7/94	Registered
1856	Italy	9	Reed Elsevier Properties Inc., a Delaware corporation	RM91C/000011	1/4/91	611100	1/4/91	Registered
1858	Japan	26	Reed Properties Inc.	22891/1991	1/1/91	2563920	8/31/93	Registered
2864	Mexico	9	Reed Elsevier Properties Inc., a Delaware corporation	285509	1/28/97	551282		Registered
1871	New Zealand	9	Reed Properties Inc.	206827	12/12/90	B206827	12/12/90	Registered
11872	Norway	9	Reed Properties Inc.	906608	12/17/90	149895	3/26/92	Registered
11873	Portugal	9	Reed Properties Inc.	269873	12/18/90	269873	1/26/93	Registered
1859	Qatar	9	Reed Properties Inc.	8569	1/16/91	8569	7/30/97	Registered
1860	Saudi Arabia	42	Reed Properties Inc.	12831	12/24/90	24018	7/20/91	Registered

Printed by Computer on 6/28/11 10:54:46 AM

Mark ID	Country	Classes	Reg. Owner	App. #	App. Dt	Reg. #	Reg. Dt	Status
1874	Saudi Arabia	9	Reed Properties Inc	13727		24687	12/24/91	Registered
1875	Singapore	9	Reed Elsevier Properties Inc., a Delaware corporation	S/1641/92	1/5/92	T92/01641H	3/5/92	Registered
1861	South Africa	9	Reed Elsevier Properties Inc., a Delaware corporation	9011316	12/10/90	910050	1/12/91	Registered
1876	Sweden	9	Reed Elsevier Properties Inc., a Delaware corporation	9038/1990	12/21/90	236706	6/18/92	Registered
1863	Switzerland	9	Reed Elsevier Properties Inc., a Delaware corporation	211281	1/21/91	387049	11/29/91	Registered
1877	Thailand	9	Reed Properties Inc.	1450449	10/31/94	153219	1/21/91	Registered
2727	United Kingdom	9	Reed Properties Inc.	75/238245	2/7/97	1450449	10/31/94	Registered
2863	United States	9	Reed Elsevier Properties Inc., a Delaware corporation			215374	4/28/98	Registered

Mark ID 7672
Country European Union
Classes 15, 19, 42

Reg. Owner Reed Elsevier Properties Inc., a Delaware corporation
App. # 391029
App. Dt 10/1/96
Reg. # 000391029
Reg. Dt 10/1/96
Status Registered

Mark ID 3652
Country United States
Classes 16

Reg. Owner Reed Elsevier Properties Inc., a Delaware corporation
App. # 75/468749
App. Dt 4/14/98
Reg. # 2256988
Reg. Dt 6/29/99
Status Registered

Mark ID 4048
Country United States
Classes 39

Reg. Owner Reed Elsevier Properties Inc., a Delaware corporation
App. # 75/668777
App. Dt 3/26/99
Reg. # 2456058
Reg. Dt 5/29/01
Status Registered

Mark ID 2785
Country United States
Classes 9

Reg. Owner Reed Elsevier Properties Inc., a Delaware corporation
App. # 75/167404
App. Dt 9/17/96
Reg. # S-2096179
Reg. Dt 9/9/97
Status Registered

Mark	OAG	Country	Classes	Reg. Owner	App. #	App. Dt	Reg. #	Reg. Dt	Status
1879	Argentina	16	Reed Elsevier Properties Inc., a Delaware corporation	2075866	3/14/83	1539946	9/30/94	Registered	
2948	Argentina	39	Reed Elsevier Properties Inc., a Delaware corporation		4/3/97			Pending	
2828	Australia	16	Reed Elsevier Properties Inc., a Delaware corporation		3/7/67	253991	3/7/67	Registered	
1881	Austria	16	Reed Elsevier Properties Inc., a Delaware corporation		3/8/83	103157	7/22/83	Registered	
1882	Bahrain	16	Reed Elsevier Properties Inc., a Delaware corporation		9/26/83	8103	9/26/83	Registered	
1883	Benelux	16	Reed Elsevier Properties Inc., a Delaware corporation		10/8/85	413935	10/8/85	Registered	
1884	Bolivia	62	Reed Elsevier Properties Inc., a Delaware corporation		3/9/83	42969	1/1/84	Registered	
1885	Brazil	16	Reed Elsevier Properties Inc., a Delaware corporation		7/18/83	811237605	10/23/84	Registered	
1886	Canada	16	Reed Elsevier Properties Inc., a Delaware corporation	551540	10/30/85	320495	11/7/86	Registered	
1887	Chile	16	Reed Elsevier Properties Inc., a Delaware corporation			414987	8/16/83	Registered	
4270	China (People's Republic)	19	Reed Elsevier Properties Inc., a Delaware corporation	9900092072	8/6/99			Pending	
4446	China (People's Republic)	16	Reed Elsevier Properties Inc., a Delaware corporation	9900092074	8/6/99	1468720	11/7/00	Registered	
4447	China (People's Republic)	142	Reed Elsevier Properties Inc., a Delaware corporation	9900092080	8/6/99	1499807	12/28/00	Registered	

Printed by Damascus on 6/8/01 10:54:46 AM

1694	China (People's Republic)	9900121448	10/14/99	1487778	12/7/00	Registered
		Reed Elsevier Properties Inc., a Delaware corporation				
4704	China (People's Republic)	9700127537	10/28/99	14999571	12/29/00	Registered
		Reed Elsevier Properties Inc., a Delaware corporation				
1888	Colombia	380928	4/1/93	151762	1/31/94	Registered
		Reed Elsevier Properties Inc., a Delaware corporation				
1889	Costa Rica		8/19/83	63198	2/29/84	Registered
		Reed Elsevier Properties Inc., a Delaware corporation				
1890	Denmark		3/8/83	7351985	2/22/85	Registered
		Reed Elsevier Properties Inc., a Delaware corporation				
1891	Dominican Republic			37173	6/30/84	Registered
		Reed Elsevier Properties Inc., a Delaware corporation				
1892	Ecuador		3/3/83	2295	11/28/83	Registered
		Reed Elsevier Properties Inc., a Delaware corporation				
2569	European Union	200741	4/1/96	200741	4/1/96	Registered
		Reed Elsevier Properties Inc., a Delaware corporation				
4145	European Union	00540641	4/22/97	540641	10/4/99	Registered
		Reed Elsevier Properties Inc., a Delaware corporation				
1917	Finland		3/9/83	90453	10/5/84	Registered
		Reed Elsevier Properties Inc., a Delaware corporation				
4163	Finland	T199901688	5/27/99	218013	7/14/00	Registered
		Reed Elsevier Properties Inc., a Delaware corporation				
2049	France		3/22/83	1231042	3/21/83	Registered
		Reed Elsevier Properties Inc., a Delaware corporation				
5457	Germany	15001/161WZ		2025486	5/27/92	Registered
		Reed Elsevier Properties Inc., a Delaware corporation				
2050	Germany	15002/161WZ		2025487	5/27/91	Registered
		Reed Elsevier Properties Inc., a Delaware corporation				

Printed by Damaskus on 6/8/01 10:54:46 AM

2963	Germany	39, 42	Reed Elsevier Properties Inc., a Delaware corporation	6/6/97	39717731	6/6/97	Registered
2051	Greece	16	Reed Elsevier Properties Inc., a Delaware corporation	5/3/83	74587	12/18/84	Registered
2052	Guatemala	16	Reed Elsevier Properties Inc., a Delaware corporation	8/17/84	58524	8/23/89	Registered
2053	Guatemala	16	Reed Elsevier Properties Inc., a Delaware corporation	2/18/00	106538	10/13/00	Registered
2054	Hong Kong	16	Reed Elsevier Properties Inc., a Delaware corporation	5/25/89	B5662/1994		Registered
2055	India	16	Reed Elsevier Properties Inc., a Delaware corporation	10/16/85	444386	10/16/85	Registered
2056	Ireland	16	Reed Elsevier Properties Inc., a Delaware corporation	10/7/85	119794	10/7/85	Registered
2057	Israel	16	Reed Elsevier Properties Inc., a Delaware corporation	10/13/85	62015	10/13/85	Registered
2058	Italy	16	Reed Elsevier Properties Inc., a Delaware corporation	5/20/83	457310	11/24/86	Registered
2208	Japan	26	Reed Elsevier Properties Inc., a Delaware corporation	4/7/83	1883835	8/28/86	Registered
1923	Macao	16	Reed Elsevier Properties Inc., a Delaware corporation	10/9/85	3541	6/12/90	Registered
1931	Malaysia	38	Reed Elsevier Properties Inc., a Delaware corporation	12/9/85	8505374	12/18/93	Registered
2209	Mexico	38	Reed Elsevier Properties Inc., a Delaware corporation	5/10/84	302044	5/12/84	Registered
	Namibia		Reed Elsevier Properties Inc., a Delaware corporation	1/3/88	880977	8/4/88	Registered

2060	New Zealand	16	Reed Elsevier Properties Inc., a Delaware corporation	10/10/85	161495	10/10/85	Registered
1895	Norway	16	Reed Elsevier Properties Inc., a Delaware corporation	4/8/83	117320	6/28/84	Registered
2061	Panama	16	Reed Elsevier Properties Inc., a Delaware corporation	3/20/86	40833	12/15/86	Registered
2061	Paoua New Guinea		Reed Elsevier Properties Inc., a Delaware corporation	9/16/75	1605	9/16/75	Registered
1950	Peru	16	Reed Elsevier Properties Inc., a Delaware corporation	4/5/83	50472	10/20/83	Registered
2062	Philippines	16	Reed Elsevier Properties Inc., a Delaware corporation	12/3/85	38264	2/24/88	Registered
2063	Portugal	16	Reed Elsevier Properties Inc., a Delaware corporation	10/9/85	231910	6/12/90	Registered
2064	Saudi Arabia	16	Reed Elsevier Properties Inc., a Delaware corporation	3/9/24	44766	9/30/98	Registered
2067	Saudi Arabia	9	Reed Elsevier Properties Inc., a Delaware corporation	3/9/25	44765	9/30/98	Registered
2068	Saudi Arabia	42	Reed Elsevier Properties Inc., a Delaware corporation	3/9/23	44764	9/30/98	Registered
2064	Singapore	16	Reed Elsevier Properties Inc., a Delaware corporation	10/14/85	467985	10/14/85	Registered
4002	Singapore	42	Reed Elsevier Properties Inc., a Delaware corporation	1/21/97	T97/00651H	1/21/97	Registered
2065	South Africa	16	Reed Elsevier Properties Inc., a Delaware corporation	10/9/85	857351	10/9/85	Registered
2059	South Korea	52	Reed Elsevier Properties Inc., a Delaware corporation	4/6/83	96679	11/19/83	Registered

Printed by Damascus on 6/8/01 10:54:46 AM

Mark ID	Country	Class	Reg. Owner	App. #	App. Dt	Reg. #	Reg. Dt	Status
1946	Spain	16	Reed Elsevier Properties Inc., a Delaware corporation			1035677	2/6/84	Registered
1893	Sweden	16	Reed Elsevier Properties Inc., a Delaware corporation	832165	4/5/83	189291	12/9/83	Registered
4848	Sweden	9	Reed Elsevier Properties Inc., a Delaware corporation	60-01428	2/22/00			Pending
2066	Switzerland	16	Reed Elsevier Properties Inc., a Delaware corporation		10/10/85	342746	10/10/85	Registered
1924	Taiwan	56	Reed Elsevier Properties Inc., a Delaware corporation	72021091	5/26/83	225791	11/1/83	Registered
2126	United Kingdom	16	Reed Elsevier Properties Inc., a Delaware corporation	1250812	1/13/86	1258012	1/13/86	Registered
2067	United States	16	Reed Elsevier Properties Inc., a Delaware corporation	450944	11/7/83	1296130	9/18/84	Registered
2857	United States	9	Reed Elsevier Properties Inc., a Delaware corporation	75286937	5/5/97	2195067	10/13/98	Registered
2973	United States	42	Reed Elsevier Properties Inc., a Delaware corporation	75286528	5/5/97	2153807	4/28/98	Registered
1948	Uruguay	16	Reed Elsevier Properties Inc., a Delaware corporation		5/17/83	178066	4/10/84	Registered
2069	Venezuela	38	Reed Elsevier Properties Inc., a Delaware corporation		4/22/83	118792	4/23/86	Registered

Mark ID	Country	Class	Reg. Owner	App. #	App. Dt	Reg. #	Reg. Dt	Status
	OAG (swiss logo)							
4027	Singapore	16	Reed Elsevier Properties Inc., a Delaware corporation	650/97	1/21/97	T9700650Z	1/21/97	Registered

Mark ID	Country	Class	Reg. Owner	App. #	App. Dt	Reg. #	Reg. Dt	Status
	OAG AIR CARGO GUIDE							

Printed by Damaskus on 6/8/01 10:54:46 AM

Mark ID	Country	Classes	Reg. Owner	App. #	App. Dt	Reg. #	Reg. Dt	Status
4189	Argentina	16	Reed Elsevier Properties Inc., a Delaware corporation	2225479	6/23/99	1804324	9/15/00	Registered
4192	Benelux	16	Reed Elsevier Properties Inc., a Delaware corporation	0941034	6/25/99	0660705	7/3/00	Registered
4188	Brazil	16	Reed Elsevier Properties Inc., a Delaware corporation	821822829	7/19/99			Pending
4194	Canada	16	Reed Elsevier Properties Inc., a Delaware corporation	1030406	9/28/99			Pending
4186	European Union	9, 16, 42	Reed Elsevier Properties Inc., a Delaware corporation	001222645	6/23/99	001222645	6/8/00	Registered
4191	France	16	Reed Elsevier Properties Inc., a Delaware corporation	9980074	6/29/99	9980074	12/10/99	Registered
4187	Germany	16	Reed Elsevier Properties Inc., a Delaware corporation	3993602 4/16	6/24/99	39936602	8/30/99	Registered
4195	Japan	16	Reed Elsevier Properties Inc., a Delaware corporation	11c11 (1999) 5744J	6/28/99	4401445	7/21/00	Registered
4190	United Kingdom	16	Reed Elsevier Properties Inc., a Delaware corporation	2201039	6/23/99	2201039	6/23/99	Registered

Mark ID	Country	Classes	Reg. Owner	App. #	App. Dt	Reg. #	Reg. Dt	Status
7037	Canada		Reed Properties Inc.	705435		705435	7/29/94	Registered
4211	Argentina	9	Reed Elsevier Properties Inc., a Delaware corporation	2226509	6/29/99	1804677	9/19/00	Registered
4222	Brazil	9, 40	Reed Elsevier Properties Inc., a Delaware corporation	821844369	7/23/99			Pending

Printed by Damaskus on 6/8/01 10:54:46 AM

Mark ID	Country	Classes	Reg. Owner	App. #	App. Dt	Reg. #	Reg. Dt	Status
4223	Canada	9	Reed Elsevier Properties Inc., a Delaware corporation	1021246	7/ 6/99	TMA519847	1/17/01	Registered
4284	European Union	9, 16, 42	Reed Elsevier Properties Inc., a Delaware corporation	305706	7/16/96	305706	7/ 9/98	Registered
4225	Hong Kong	9	Reed Elsevier Properties Inc., a Delaware corporation	9908902	7/10/99	B06672/2000	5/10/00	Registered
4262	Japan	9	Reed Elsevier Properties Inc., a Delaware corporation	Hci 11(1999) 63149	7/14/99	4401449	7/21/00	Registered
4224	Mexico	9	Reed Elsevier Properties Inc., a Delaware corporation	382459	7/ 9/99	654804	5/24/00	Registered
4226	Singapore	9	Reed Elsevier Properties Inc., a Delaware corporation	T9907068Z	7/ 9/99			Pending
4227	United Kingdom	9	Reed Elsevier Properties Inc., a Delaware corporation	2202121	7/ 5/99	2202121	7/ 5/99	Registered
2604	United States	9	Reed Elsevier Properties Inc., a Delaware corporation	75135107	7/16/96	2267504	8/ 3/99	Registered

Mark: OAG DESKTOP FLIGHT GUIDE

Mark ID	Country	Classes	Reg. Owner	App. #	App. Dt	Reg. #	Reg. Dt	Status
2179	Australia	16	Reed Elsevier Properties Inc., a Delaware corporation	603863	6/30/93	603861	6/30/93	Registered
1955	Canada	16	Reed Properties Inc.	717556	11/25/92	423847		Registered
1841	New Zealand	16	Reed Elsevier Properties Inc., a Delaware corporation	208966	3/21/91	208966	3/21/91	Registered
2330	United Kingdom	16	Reed Properties Inc.	1459832	3/28/91	1459832	3/28/91	Registered
1952	United States	16	Reed Elsevier Properties Inc., a Delaware corporation	74472914	12/21/93	1888418	4/11/95	Registered

Mark ID	Country	Classes	Reg. Owner	App. #	App. Dt	Reg. #	Reg. Dt	Status
			OAG DESKTOP GUIDE					

Printed by Damascus on 6/8/01 10:54:46 AM

Mark	Country	Classes	App. #	App. Dt	Reg. #	Reg. Dt	Status
2019	Argentina	16	2,142,123	4/2/98	1744397	7/13/99	Registered
			Reed Elsevier Properties Inc., a Delaware corporation				
2011	Canada	16	870541	2/25/98	TMA 537423	11/21/00	Registered
			Reed Elsevier Properties Inc., a Delaware corporation				
2019	European Union	9, 16, 41, 42	651224	9/30/97	000651224	8/26/99	Registered
			Reed Elsevier Properties Inc., a Delaware corporation				
2095	Israel	16	115250	10/9/97	115250	10/9/97	Registered
			Reed Elsevier Properties Inc., a Delaware corporation				
2158	Sweden	16	99-03381	4/30/99			Pending
			Reed Elsevier Properties Inc., a Delaware corporation				
2603	United States	16	7,514,923,5	2/23/98	22,55262	6/22/98	Registered
			Reed Elsevier Properties Inc., a Delaware corporation				

Mark: OAG ELECTRONIC EDITION

Mark	Country	Classes	App. #	App. Dt	Reg. #	Reg. Dt	Status
2071	Argentina	35	1620008	10/2/87	1409107		Registered
			Reed Properties Inc.				
2073	Australia	35	448772	7/18/86	448772-B	7/18/86	Registered
			Reed Elsevier Properties Inc., a Delaware corporation				
2074	Austria	9, 35		7/7/86	114771	12/15/86	Registered
			Reed Elsevier Properties Inc., a Delaware corporation				
2075	Belgium	35		6/30/87	430546	6/30/87	Registered
			Reed Elsevier Properties Inc., a Delaware corporation				
2076	Belgium	9		7/9/86	420796	7/9/86	Registered
			Reed Properties Inc.				
2077	Canada		566002	7/14/86	393697	2/7/92	Registered
			Reed Properties Inc.				
2080	France	9, 35		8/21/86	1368286	8/21/86	Registered
			Reed Elsevier Properties Inc., a Delaware corporation				
2081	Ireland	9		7/7/86	122056	7/7/86	Registered
			Reed Elsevier Properties Inc., a Delaware corporation				
2082	Israel	35		7/1/86	63983	7/1/86	Registered
			Reed Elsevier Properties Inc., a Delaware corporation				

Printed by Damascus on 6/8/01 10:54:46 AM

Mark ID	Country	Class	Reg. Owner	App. #	App. Dt	Rec. #	Rec. Dt	Status
2081	Italy	9, 35	Reed Elsevier Properties Inc., a Delaware corporation		12/1/87	503473	1/25/89	Registered
2084	New Zealand	9	Reed Properties Inc.	167036	8/8/86	167036	8/8/86	Registered
2085	Norway	9, 35, 39	Reed Properties Inc.	86277	7/8/86	132337	7/14/88	Registered
2068	Saudi Arabia	35	Reed Elsevier Properties Inc., a Delaware corporation	39121		455113	12/23/98	Registered
2218	Singapore	39	Reed Elsevier Properties Inc., a Delaware corporation	291791	3/14/91	8291791	3/14/91	Registered
2219	South Africa	35	Reed Elsevier Properties Inc., a Delaware corporation		7/8/86	864546	7/8/86	Registered
2087	Switzerland	9	Reed Elsevier Properties Inc., a Delaware corporation		7/8/86	347804	7/8/86	Registered
22869	United Kingdom	39	Reed Properties Inc.	1278969	10/1/86	1278969	10/1/86	Registered
2088	United States	35	Reed Elsevier Properties Inc., a Delaware corporation	73541096	6/3/85	1431177	7/17/87	Registered

Mark ID	Country	Class	Reg. Owner	App. #	App. Dt	Rec. #	Rec. Dt	Status
OAG ELECTRONIC EDITION TRAVEL SERVICE								
2090	Argentina	38	Reed Elsevier Properties Inc., a Delaware corporation	1793831	3/11/91	1546437	12/30/94	Registered
2091	Argentina	39	Reed Properties Inc.	1793832	3/11/91	1445991	6/30/95	Registered
1921	Australia	39	Reed Elsevier Properties Inc., a Delaware corporation	B550346	2/12/91	550346-B	2/12/91	Registered
2095	Canada		Reed Properties Inc.	675248	2/6/91	409727	3/19/93	Registered
2096	Finland	38, 39	Reed Elsevier Properties Inc., a Delaware corporation	112091	3/6/91	122126	9/21/92	Registered
1929	Japan	11	Reed Elsevier Properties Inc., a Delaware corporation	529751991	5/24/91	2661427	5/31/94	Registered
2101	New Zealand	38	Reed Properties Inc.	208216	2/18/91	208216	2/18/91	Registered
2102	New Zealand	39	Reed Properties Inc.	208217	2/18/91	208217	2/18/91	Registered
1954	Norway	38, 39	Reed Properties Inc.	912600		157486	7/1/91	Registered

Printed by Damaskus on 6/8/01 10:54:46 AM

7103	Switzerland	9, 16	Reed Elsevier Properties Inc., a Delaware corporation	389955	4/2/91	Registered
2104	United States	39	Reed Elsevier Properties Inc., a Delaware corporation	1761734	3/5/93	Registered

OAG EXECUTIVE TRAVEL

Mark ID	Country	Classes	Reg. Owner	App. #	App. Dt	Reg. #	Reg. Dt	Status
4266	United Kingdom	16	Reed Elsevier Properties Inc., a Delaware corporation	2225487	3/10/00	2225487	3/10/00	Registered

OAG FLIGHT GUIDE

Mark ID	Country	Classes	Reg. Owner	App. #	App. Dt	Reg. #	Reg. Dt	Status
4212	Argentina	16	Reed Elsevier Properties Inc., a Delaware corporation	2226759	6/30/99	1804883	9/21/00	Registered
4216	Australia	16	Reed Elsevier Properties Inc., a Delaware corporation	799200	7/2/99	799200	7/2/99	Registered
4220	Brazil	16	Reed Elsevier Properties Inc., a Delaware corporation	821822837	7/19/99			Pending
4213	Canada	16	Reed Elsevier Properties Inc., a Delaware corporation	1021764	7/9/99			Pending
4215	European Union	9, 16, 39, 42	Reed Elsevier Properties Inc., a Delaware corporation	1241843	7/9/99	001241843	10/16/00	Registered
4218	Hong Kong	16	Reed Elsevier Properties Inc., a Delaware corporation		7/16/99	B08333/2000	6/14/00	Registered
4279	India	16	Reed Elsevier Properties Inc., a Delaware corporation	870478	9/9/99			Pending
4261	Japan	16	Reed Elsevier Properties Inc., a Delaware corporation	Hei 11 (1999) 63148	7/14/99	4371108	3/31/00	Registered
4217	Mexico	16	Reed Elsevier Properties Inc., a Delaware corporation	402731	12/9/99	640956	1/31/00	Registered

Printed by Damaskus on 6/8/01 10:54:46 AM

Mark ID	Country	Classes	Reg. Owner	App. #	App. Dt	Reg. #	Reg. Dt	Status
2219	Singapore	16	Reed Elsevier Properties Inc., a Delaware corporation	T99/07291G	7/15/99	T99/07291G	7/15/99	Registered
2221	United Kingdom	16	Reed Elsevier Properties Inc., a Delaware corporation	2202579	7/9/99	2202579	7/9/99	Registered
2234	United States	16	Reed Elsevier Properties Inc., a Delaware corporation	75741911	7/1/99	2336775	3/28/00	Registered

Mark ID	Country	Classes	Reg. Owner	App. #	App. Dt	Reg. #	Reg. Dt	Status
OAG FLIGHTDISK								
11951	Australia	9	Reed Elsevier Properties Inc., a Delaware corporation	619483	12/23/93	619483	12/23/93	Registered
2105	Austria	9	Reed Elsevier Properties Inc., a Delaware corporation	78478	1/4/91	138417	10/23/91	Registered
1870	Israel	9	Reed Elsevier Properties Inc., a Delaware corporation					Client Info Needed

Mark ID	Country	Classes	Reg. Owner	App. #	App. Dt	Reg. #	Reg. Dt	Status
OAG FLIGHTFAX								
2455	United States	39	Reed Elsevier Properties Inc., a Delaware corporation	75/0540016	2/16/96	2129779	1/20/98	Registered

Mark ID	Country	Classes	Reg. Owner	App. #	App. Dt	Reg. #	Reg. Dt	Status
OAG FREQUENT FLYER								
4831	United Kingdom	16	Reed Elsevier Properties Inc., a Delaware corporation	2221341	2/4/00	2221341	2/4/00	Registered

Mark ID	Country	Classes	Reg. Owner	App. #	App. Dt	Reg. #	Reg. Dt	Status
OAG GATEWAYS								
3752	United States	35	Reed Elsevier Properties Inc., a Delaware corporation	75/530169	8/3/98	2367005	7/11/00	Registered

Printed by Danastus on 6/8/01 10:54:46 AM

Mark: OAG GUIDELINES
 ID 1956 Country United States Classes 16
 Reg. Owner Reed Elsevier Properties Inc., a Delaware corporation
 App. # 73670789 App. Dt 7/8/87 Rec. # 1493074 Rec. Dt 6/21/88 Status Registered

Mark: OAG HOTEL DISK
 ID 1182 Country European Union Classes 9, 16, 42
 Reg. Owner Reed Elsevier Properties Inc., a Delaware corporation
 App. # 1230085 App. Dt 6/30/99 Rec. # 001230085 Rec. Dt 6/13/00 Status Registered

Mark: OAG I.E SENS DU VOYAGE
 ID 2663 Country European Union Classes 9, 16, 42
 Reg. Owner Reed Elsevier Properties Inc., a Delaware corporation
 App. # 376707 App. Dt 5/24/96 Rec. # 376707 Rec. Dt 9/26/98 Status Registered

Mark: OAG logo
 ID 1894 Country Saudi Arabia Classes 16
 Reg. Owner Reed Elsevier Properties Inc., a Delaware corporation
 App. # [REDACTED] App. Dt [REDACTED] Rec. # 13328 Rec. Dt 6/17/86 Status Registered

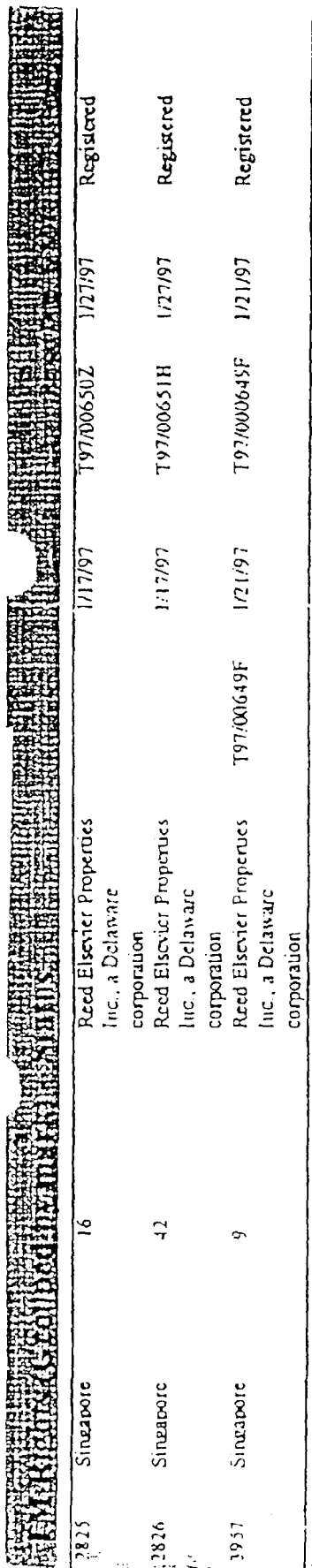
Mark: OAG logo (old)
 ID 2068 Country United States Classes 16
 Reg. Owner Reed Elsevier Properties Inc., a Delaware corporation
 App. # 228,813 App. Dt 9/28/65 Rec. # 812569 Rec. Dt 8/9/66 Status Registered

Mark: OAG logo (swish)
 ID 2664 Country Argentina Classes 9
 Reg. Owner Reed Elsevier Properties Inc., a Delaware corporation
 App. # 2049099 App. Dt 9/16/96 Rec. # 1737224 Rec. Dt 5/20/99 Status Registered

Printed by Damaskus on 6/8/01 10:54:46 AM

2665	Argentina	16	Reed Elsevier Properties Inc., a Delaware corporation	2049100	9/16/96	1738688	6/2/99	Registered
2666	Argentina	42	Reed Elsevier Properties Inc., a Delaware corporation	2049101	9/16/96	1650048	11/11/97	Registered
2798	Australia	9, 16, 39, 42	Reed Elsevier Properties Inc., a Delaware corporation	724445	12/19/96	724445	12/19/96	Registered
2874	Brazil	local, 9, 40	Reed Elsevier Properties Inc., a Delaware corporation	819805157	1/29/97	819805157	7/13/99	Registered
2875	Brazil	11 1	Reed Elsevier Properties Inc., a Delaware corporation	819805173	1/29/97	819805173	9/8/99	Registered
2876	Brazil	International 42, local 40, 41	Reed Elsevier Properties Inc., a Delaware corporation	819805181	1/29/97	819805181	11/28/00	Registered
2804	Chile	9	Reed Elsevier Properties Inc., a Delaware corporation	490427	12/23/96	490427	7/25/97	Registered
2805	Chile	16	Reed Elsevier Properties Inc., a Delaware corporation	492483	12/23/96	492483	8/28/97	Registered
2806	Chile	42	Reed Elsevier Properties Inc., a Delaware corporation	490428	12/23/96	490428	7/25/97	Registered
2583	European Union	9, 16, 39, 42	Reed Elsevier Properties Inc., a Delaware corporation	330415	7/23/96	330415	6/14/99	Registered
2668	Japan	9	Reed Elsevier Properties Inc., a Delaware corporation	96-105553	9/18/96	4157184	6/19/98	Registered
2669	Japan	42	Reed Elsevier Properties Inc., a Delaware corporation	96-105554	9/18/96	4291192	7/9/99	Registered
3649	Japan	16	Reed Elsevier Properties Inc., a Delaware corporation	HEI 8 (1996) 82792	7/24/96	4133060	4/10/98	Registered
4074	Japan	39	Reed Elsevier Properties Inc., a Delaware corporation	HEI 11 (1999) 25032	3/19/99	4329091	10/29/99	Registered

Printed by Damaskus on 6/8/01 10:54:46 AM



2825	Singapore	16	Reed Elsevier Properties Inc., a Delaware corporation	1/17/97	T97/00650Z	1/27/97	Registered
2826	Singapore	42	Reed Elsevier Properties Inc., a Delaware corporation	1/17/97	T97/00651H	1/27/97	Registered
3957	Singapore	9	Reed Elsevier Properties Inc., a Delaware corporation	1/21/97	T97/00649F	1/21/97	Registered

Mark ID	Country	Classes	Reg. Owner	App. #	App. Dt	Reg. #	Reg. Dt	Status
4888	Canada		Reed Elsevier Properties Inc., a Delaware corporation	1058859	5/8/00			Pending
4898	Denmark		Reed Elsevier Properties Inc., a Delaware corporation	VA200002121	1/12/00	VR 2001 001S2	1/10/01	Registered
4895	European Union	39	Reed Elsevier Properties Inc., a Delaware corporation	1648948	5/10/00			Pending
4899	Finland		Reed Elsevier Properties Inc., a Delaware corporation	220474				Pending
4891	France		Reed Elsevier Properties Inc., a Delaware corporation	00 3 027 417	5/12/00	00 3 027 417	5/12/00	Registered
4900	Germany	38, 39	Reed Elsevier Properties Inc., a Delaware corporation		5/5/00	30037153	8/21/00	Registered
4896	Norway	39	Reed Elsevier Properties Inc., a Delaware corporation	200005571	5/12/00	205248	10/12/00	Registered
4897	Sweden		Reed Elsevier Properties Inc., a Delaware corporation	00-3739	5/11/00			Pending
4889	United States	39	Reed Elsevier Properties Inc., a Delaware corporation	76/041909	1/5/00			Pending

Mark ID	Country	Classes	Reg. Owner	App. #	App. Dt	Reg. #	Reg. Dt	Status

Printed by Dainaskus on 6/8/01 10:54:46 AM

Mark ID	1106	Country	Israel	Classes	16	Reg. Owner	Reed Elsevier Properties Inc., a Delaware corporation	App. #	64246	App. Dt	8/13/86	Reg. #	64246	Reg. Dt	8/13/86	Status	Registered
Mark ID	3107	Country	New Zealand	Classes	16	Reg. Owner	Reed Elsevier Properties Inc., a Delaware corporation	App. #	167108	App. Dt	8/12/86	Reg. #	167108	Reg. Dt	8/12/86	Status	Registered
Mark ID	3224	Country	United Kingdom	Classes	16	Reg. Owner	Reed Elsevier Properties Inc., a Delaware corporation	App. #	1274250	App. Dt	8/12/86	Reg. #	1274250	Reg. Dt	8/12/86	Status	Registered
Mark ID	3577	Country	United States	Classes	16	Reg. Owner	OAG OFFICIAL TRAVELER	App. #	74472915	App. Dt	12/21/93	Reg. #	1883516	Reg. Dt	3/14/95	Status	Registered
Mark ID	3686	Country	United States	Classes	42	Reg. Owner	OAG ONLINE	App. #	75493361	App. Dt	5/29/98	Reg. #	2308655	Reg. Dt	1/18/00	Status	Registered
Mark ID	3670	Country	Argentina	Classes	16	Reg. Owner	OAG POCKET FLIGHT GLIDE	App. #	2142124	App. Dt	4/2/98	Reg. #	1744396	Reg. Dt	7/13/99	Status	Registered
Mark ID	3577	Country	European Union	Classes	9, 16, 39, 42	Reg. Owner	Reed Elsevier Properties Inc., a Delaware corporation	App. #	334789	App. Dt	7/29/96	Reg. #	334789	Reg. Dt	7/29/96	Status	Registered
Mark ID	3222	Country	United States	Classes	16	Reg. Owner	OAG stylized	App. #	72/228813	App. Dt	9/28/65	Reg. #	812569	Reg. Dt	8/9/66	Status	Registered
Mark ID	34923	Country	United States	Classes	39, 42	Reg. Owner	OAG TRAVEL NETWORK	App. #	76/081956	App. Dt	6/30/00	Reg. #		Reg. Dt		Status	Pending

Printed by Damascus on 6/8/01 10:54:46 AM

OAG WHERE TRAVEL BEGINS

Mark ID	Country	Classes	Reg. Owner	App. #	App. Dt	Rec. #	Rec. Dt	Status
2661	European Union	9, 16, 42	Reed Elsevier Properties Inc., a Delaware corporation	376657	5/24/96	376657	9/50/98	Registered
2661	United States	16	Reed Elsevier Properties Inc., a Delaware corporation	75/125910	6/26/96	2,194,088	10/6/98	Registered

OAG WHERE TRAVEL BEGINS & design

Mark ID	Country	Classes	Reg. Owner	App. #	App. Dt	Rec. #	Rec. Dt	Status
2799	Australia	9, 16, 39, 42	Reed Elsevier Properties Inc., a Delaware corporation	724444	2/19/96	724444	12/19/96	Registered
2872	Brazil	local, 11, 10	Reed Elsevier Properties Inc., a Delaware corporation	819805190	1/29/97	819805190	7/20/99	Registered
2873	Brazil	local, 9, 40	Reed Elsevier Properties Inc., a Delaware corporation	819805165	1/29/97			Pending
2801	Chile	42	Reed Elsevier Properties Inc., a Delaware corporation	364,757	12/23/96	495,184	10/23/97	Registered
2802	Chile	16	Reed Elsevier Properties Inc., a Delaware corporation	364,756	12/23/96	494085	10/3/97	Registered
2803	Chile	9	Reed Elsevier Properties Inc., a Delaware corporation	364,755	12/23/96	494090	10/3/97	Registered
2834	Singapore	9	Reed Elsevier Properties Inc., a Delaware corporation	653/97	1/17/97			Pending
2835	Singapore	16	Reed Elsevier Properties Inc., a Delaware corporation	T97/00654B	1/17/97	T97/00654B	1/17/97	Registered
2836	Singapore	42	Reed Elsevier Properties Inc., a Delaware corporation		1/17/97	T97/00652F	1/21/97	Registered

OAG WORLD AIRWAYS GUIDE

Mark ID	Country	Classes	Reg. Owner	App. #	App. Dt	Reg. #	Reg. Dt	Status
3628	Argentina	16	Reed Elsevier Properties Inc., a Delaware corporation	2,142,122	4/2/98	1744398	7/13/99	Registered
3678	European Union	9, 16, 42	Reed Elsevier Properties Inc., a Delaware corporation	790315	3/30/98	790315	6/9/99	Registered
3655	Singapore	16	Reed Elsevier Properties Inc., a Delaware corporation	4502/98	5/12/98	T98/045021	5/12/98	Registered
3659	Switzerland	16	Reed Elsevier Properties Inc., a Delaware corporation	03782/1998	11/8/98	461332	5/19/99	Registered
3758	United States	16	Reed Elsevier Properties Inc., a Delaware corporation	75/531578	8/5/98	2313511	2/1/00	Registered

OAG'S OFFICIAL TRAVEL PLANNER

Mark ID	Country	Classes	Reg. Owner	App. #	App. Dt	Reg. #	Reg. Dt	Status
2746	United States	9	Reed Elsevier Properties Inc., a Delaware corporation	75/174095	9/30/96	2218071	1/19/99	Registered

OFFICIAL AIRLINE GUIDE

Mark ID	Country	Classes	Reg. Owner	App. #	App. Dt	Reg. #	Reg. Dt	Status
2142	Australia	16	Reed Elsevier Properties Inc., a Delaware corporation	450070	8/11/86	450070-B	8/11/86	Registered
2143	Austria	16, 39	Reed Elsevier Properties Inc., a Delaware corporation		8/14/86	129367	2/2/90	Registered
2144	Benelux	16	Reed Elsevier Properties Inc., a Delaware corporation		8/6/86	420884	8/6/86	Registered
2145	Canada		Reed Properties Inc.	567533	8/7/86	369588	6/22/90	Registered
2146	Denmark	16, 39	Reed Elsevier Properties Inc., a Delaware corporation		8/8/86	381599	11/4/88	Registered

Printed by Damaskus on 6/8/01 10:54:46 AM

ID	Country	Classes	Reg. Owner	App. #	App. Dt	Reg. #	Reg. Dt	Status
2147	Finland	16, 39	Reed Elsevier Properties Inc., a Delaware corporation	3192786	8/12/86	106057	1/5/90	Registered
2148	France	16, 39	Reed Elsevier Properties Inc., a Delaware corporation		9/23/86	1444133	9/23/86	Registered
2233	Israel		Reed Properties Inc.	64246	8/13/86	64246	8/13/86	Registered
2150	Norway	16, 39	Reed Properties Inc.	863162	8/7/86	159034	9/2/93	Registered
2151	Saudi Arabia	16	Reed Elsevier Properties Inc., a Delaware corporation			47045	4/3/99	Registered
2152	Singapore	16	Reed Elsevier Properties Inc., a Delaware corporation	378186		378186-B	8/25/86	Registered
2153	South Africa	16	Reed Elsevier Properties Inc., a Delaware corporation		8/13/86	865322	8/15/86	Registered
2154	Sweden	16, 39	Reed Properties Inc.	866093	8/18/86	214605	8/25/89	Registered
2155	Switzerland	16	Reed Elsevier Properties Inc., a Delaware corporation		8/6/86	357122	8/6/86	Registered
2156	United States	16	Reed Elsevier Properties Inc., a Delaware corporation		11/2/83	1314556	1/15/85	Registered

Mark: OFFICIAL AIRLINE GUIDE & design

ID	Country	Classes	Reg. Owner	App. #	App. Dt	Reg. #	Reg. Dt	Status
2157	United States	16	Reed Elsevier Properties Inc., a Delaware corporation	572077	1/13/49	546542	8/14/51	Registered

Mark: OFFICIAL AIRLINE GUIDE & design in Japanese letters

ID	Country	Classes	Reg. Owner	App. #	App. Dt	Reg. #	Reg. Dt	Status
2158	Japan	26	Reed Properties Inc.	84460/1986	8/12/86	2711610	12/26/95	Registered

Mark: OFFICIAL AIRLINE GUIDE & OAG logo

ID	Country	Classes	Reg. Owner	App. #	App. Dt	Reg. #	Reg. Dt	Status
2159	France	16, 39	Reed Elsevier Properties Inc., a Delaware corporation		5/21/87	1409896	5/21/87	Registered

Printed by Damascus on 6/8/01 10:54:46 AM

POCKET FLIGHT GUIDE

Mark ID 2163 Country United States Classes 16 Reg. Owner Reed Elsevier Properties Inc., a Delaware corporation App. # 73/057 244 App. Dt 7/ 9/65 Reg. # 1051240 Reg. Dt 10/26/76 Status Registered

TRAVEL INFORMATION SYSTEM

Mark ID 3148 Country United States Classes 9 Reg. Owner Reed Elsevier Properties Inc., a Delaware corporation App. # 75/540231 App. Dt 8/13/97 Reg. # 2512616 Reg. Dt 1/25/00 Status Registered

WORLD AIRWAYS GUIDE

Mark ID 3657 Country South Africa Classes 16 Reg. Owner Reed Elsevier Properties Inc., a Delaware corporation App. # 98/06495 App. Dt 1/20/98 Reg. # Reg. Dt Status Pending

Trade Mark Assignment Deed

Reed Elsevier Properties Inc.

and

OAG Worldwide Limited

31 July 2001

SDB/IXW/E450.00041

BETWEEN:

- (1) **REED ELSEVIER PROPERTIES INC.**, a company incorporated in the state of Delaware, USA whose principal place of business is at 1105 North Market Street, Wilmington, Delaware 19801, USA (the "Assignor"); and
- (2) **OAG WORLDWIDE LIMITED**, a company incorporated in England and Wales (registered no 4226716), whose registered office is at Broadwalk House, 5 Appold Street, London EC2A 2HA (the "Assignee").

RECITALS

- (A) The Assignor is the registered proprietor of the registered trade marks and of the benefit of the applications for registrations of the trade marks set out in the schedule (together the "Trade Marks").
- (B) By an agreement (the "Sale Agreement") made between the Assignor, Reed Travel Group Limited, Reed Elsevier Inc., Reed Travel Group (Germany) GmbH, Reed Elsevier (UK) Limited and Repairglobe (as defined below) on 25 June 2001 the Assignor agreed to assign the Trade Marks to Repairglobe on the terms set out in this assignment.
- (C) For the purposes of clause 28.10 of the Sale Agreement, Repairglobe sent the Nominee Letter (as defined below) nominating the Assignee to be assigned Repairglobe's rights under the Sale Agreement.

THE PARTIES AGREE AS FOLLOWS:

1. DEFINITIONS AND INTERPRETATION

For the purposes of this deed the following words and expressions shall have the following meanings:

"**Business Day**" means any day other than a Saturday or Sunday or public holiday in England and Wales when banks are open for the transaction of normal business;

"**Nominee Letter**" means a letter dated 19 July 2001 sent by Repairglobe to The Company Secretary of Reed Elsevier (UK) Limited for the purposes of clause 28.10 of the Sale Agreement;

"**Repairglobe**" means Repairglobe Limited, a company incorporated in England and Wales (registered no 4154381) whose registered office is at Broadwalk House, 5 Appold Street, London EC2A 2HA.

2. ASSIGNMENT

2.1 In pursuance of the said agreement the Assignor does hereby assign with full title guarantee all of its right, title and interest to and in the Trade Marks, including all statutory and common law rights attaching thereto and the right to sue for past infringements and to retain any damages obtained as a result of such action, to the Assignee.

2.2 The Assignor confirms that this deed of assignment is made with the goodwill attaching to the Trade Marks and the goodwill of the business in which the Trade Marks have been used by the Assignor.

3. FURTHER ASSURANCE

The Assignor shall at the Assignee's expense do and execute or procure that there shall be done and executed all such documents, deeds, matters, acts and things as the Assignee may at any time require properly to vest the Trade Marks or any one or more of them in the Assignee or otherwise to give effect to this assignment and perfect the Assignee's title.

4. NOTICES

4.1 A notice or other communication under or in connection with this deed of assignment (a "Notice") will be:

(a) in writing; and

(b) delivered personally or sent by first class post pre-paid recorded delivery (and air mail if overseas) or by fax to the party due to receive the Notice to the address set out in clause 4.3 or to another address, person or fax number specified by that party by not less than five Business Days' written notice to the other party received before the relevant Notice was despatched.

4.2 Unless there is evidence that it was received earlier, a Notice is deemed given if:

(a) delivered personally, when left at the address referred to in clause 4.3;

(b) sent by mail, except air mail, two Business Days after posting it; and

(c) sent by air mail, five Business Days after posting it.

4.3 The address referred to in clause 4.1 and 4.2 is:

(a) if the Assignor, to:
Reed Elsevier Properties Inc.
1105 North Market Street
Wilmington
Delaware 19801
USA
Facsimile number: +1 302 429 7608
Attention: Renee Simonton

(b) and if to the Assignee, to:
c/o Ashurst Morris Crisp
Broadwalk House
5 Appold Street
LONDON
EC2A 2HA
Facsimile number: +44 (0)20 7638 1112
Attention: Simon Beddow

5. **GOVERNING LAW AND JURISDICTION**

- 5.1 This deed of assignment is governed by English law.
- 5.2 The courts of England have exclusive jurisdiction to settle any dispute arising from or connected with this assignment (a "**Dispute**").
- 5.3 The parties agree that the courts of England are the most appropriate and convenient courts to settle any Dispute and, accordingly, that they will not argue to the contrary.
- 5.4 The parties agree that the documents which start any actions, claims or proceedings ("**Proceedings**") and any other documents required to be served in relation to those Proceedings may be served on the parties in accordance with clause 4. These documents may, however, be served in any other manner allowed by law. This clause applies to all Proceedings wherever started.

IN WITNESS whereof this assignment has been executed and delivered as a deed on the date first above written.

SCHEDULE
Trade Marks
(incorporate part A of Schedule 8 of the Sale Agreement)

SCHEDULE 6

PART A

OAG Trade Marks

See following page

TRADEMARK

REEL: 002458 FRAME: 0813

Executed as a deed by

LEMBERGER DEBOIRAH
acting as attorney-in-fact

for and on behalf of

REED ELSEVIER PROPERTIES INC.

the presence of:

)
) *Deborah Lemberger*
)

Signature of Witness



Name of Witness

ADAM JONES

Address

BROADWALK HOUSE
5 APOLO STREET
LONDON EC2A 2HA

Occupation

TRAINEE SOLICITOR

Executed as a deed by

OAG WORLDWIDE LIMITED

acting by a director and its secretary/two directors

)
)
)

Director

Secretary/Director

