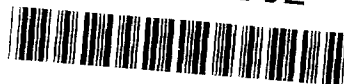


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RECORDATIC TRADE



DEPARTMENT OF COMMERCE Patent and Trademark Office

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

1. Name of conveying party(ies):

L.F.P., Inc.

4-10-02

- Individual(s), Association, General Partnership, Limited Partnership, Corporation-State of California, 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 4, 2001

2. Name and address of receiving party(ies)

Name: Vanguarde Media, Inc.

Internal Address:

Street Address: 315 Park Avenue South, 11th Fl.

City: New York State: NY Zip: 10010

- Individual(s) citizenship, Association, General Partnership, Limited Partnership, Corporation-State of 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)

B. Trademark Registration No.(s)

2346123

Additional number(s) attached Yes No

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

Name: Melissa Georges, Esq.

Internal Address: Frankfurt Garbus Kurnit

Klein & Selz, PC

Street Address: 488 Madison Avenue

City: New York State: NY Zip: 10022

6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 3.41) \$ 40.00

- Enclosed, Authorized to be charged to deposit account

8. Deposit account number:

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

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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.

Melissa Georges

Name of Person Signing

Signature

April 10, 2002

Date

Total number of pages including cover sheet, attachments, and document: 2

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

04/22/2002 6TDM11 00000003 2346123

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# ASSIGNMENT OF TRADEMARK

For good and valuable consideration, receipt and sufficiency of which are hereby acknowledged, the undersigned, L.F.P., Inc., a California Corporation with an office at 8484 Wilshire Boulevard, Beverly Hills, CA 90211 does hereby sell, assign, and transfer to Vanguard Media, Inc., a Delaware corporation, 315 Park Avenue South, 11<sup>th</sup> Floor, New York, NY 10112 its successors and assigns, all of its entire right, title and interest in and to the trademark "CODE" [the "Mark"] and any trademark registrations or applications relating thereto and in and to all income, royalties, damages, claims and payments now or hereafter due or payable with respect thereto, and in and to all causes of action, either in law or in equity for past, present, or future infringement based on the Mark, and in and to all rights corresponding to the foregoing throughout the world.

The Mark is registered with the United States Patent And Trademark Office in Class 16 (prints and publications, namely, a fashion magazine) under registration number 2346123.

IN WITNESS WHEREOF, the undersigned has executed this Assignment, effective this \_\_\_ day of September, 2001.

L.F.P., Inc.

By:   
 Title: President

State of California )  
 County of ) ss.:

On Oct 4, 2001, before me, Thomas H. Candy Notary Public, personally appeared James S. Kohls personally known to me (or proved to me on the basis of satisfactory evidence) to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same in his authorized capacity, and that by his signature on the instrument the person, or the entity upon behalf of which the person acted, executed the instrument.

WITNESS my hand and official seal.

Signature

