

09-18-2002

Docket No.:



102226209

Tab settings

To the Honorable Commissioner of Patents and Trademarks, please return the attached original documents or copy thereof.

1. Name of conveying party(ies):

Avenue Magazine, LLC

8-27-02

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

Additional names(s) of conveying party(ies) Yes No

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other
- Merger
- Change of Name

Execution Date: August 1, 2002

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

Name: Avenue Media, LLC

17

Internal Address: _____

Street Address: 63 West 38th Street

City: New York State: NY ZIP: 10018

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

If assignee is not domiciled in the United States, a domestic designation is Yes N
(Designations must be a separate document from Additional name(s) & address(es) Yes N

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

A. Trademark Application No.(s)

~~2331251~~ 2297128
1510923 2468600
1198358

Additional numbers

B. Trademark Registration No.(s)

78/061097 76/266213
76/248526
76/248525

Yes No

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

Name: Tucker & Latifi, LLP

Internal Address: _____

Street Address: 160 East 84th Street

Suite 5-E

City: New York State: NY ZIP: 10028

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: _____

09/17/2002 LMIJELLER 00000216 2331251

DO NOT USE THIS SPACE

01 FC:481 40.00 OF
02 FC:482 200.00 OF

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.

Afschihah Latifi

Name of Person Signing

Afschihah Latifi

Signature

August 26, 2002

Date

Total number of pages including cover sheet, attachments, and

6

ASSIGNMENT OF TRADEMARKS

WHEREAS, Avenue Magazine LLC, a Delaware limited liability company, located at 823 United Nations Plaza, New York, New York 10017 (“ASSIGNOR”), is the owner of the trademarks and trademark licenses as set forth in the SCHEDULE OF TRADEMARKS annexed hereto and made a part hereof (“TRADEMARKS”); and

WHEREAS, Avenue Media, LLC, a New York limited liability company, located at 63 West 38th Street, New York, New York 10018 (hereinafter referred to as “ASSIGNEE”), is desirous of acquiring all of the right, title and interest of ASSIGNOR in, to and under the TRADEMARKS, together with the goodwill of the business associated with the TRADEMARKS; pursuant to an Asset Purchase Agreement, dated as of August 1, 2002, by and between ASSIGNOR and ASSIGNEE (“AGREEMENT”);

NOW THEREFORE, in consideration of the mutual covenants set forth in the AGREEMENT, and in consideration of the sum of TEN (\$10.00) DOLLARS and other good and valuable consideration paid by ASSIGNEE to ASSIGNOR, the sufficiency and receipt of which is hereby acknowledged, ASSIGNOR hereby transfers and assigns to ASSIGNEE the entire right, title and interest of ASSIGNOR in and to the TRADEMARKS together with the goodwill of the business associated with the TRADEMARKS and the United States registrations and applications therefor;

ASSIGNOR acknowledges that upon execution of this Assignment, ASSIGNEE shall be the exclusive owner of all TRADEMARKS set forth in the SCHEDULE OF TRADEMARKS, and all goodwill associated therewith;

ASSIGNOR further authorizes the Commissioner of Patents and Trademarks of the United States whose duty it is to record trademark registrations, applications and title thereto, to record the TRADEMARKS and title thereto as the property of the ASSIGNEE, its successors,

legal representatives and assigns in accordance with the terms of this instrument;

ASSIGNOR does also hereby sell, assign, transfer and set over unto ASSIGNEE, its successors, legal representatives and assigns all claims for damages by reason of past infringement of the TRADEMARKS, the right to sue for and collect the same for its own use and enjoyment and the use and enjoyment of its successors, assigns or other legal representatives;

ASSIGNOR further agrees to execute such further documents as may be required to record ASSIGNEE as the owner of the TRADEMARKS herein assigned; and

ASSIGNOR also agrees to cooperate with ASSIGNEE in any legal action that ASSIGNEE may take regarding the protection of the rights of ASSIGNEE in the TRADEMARKS.

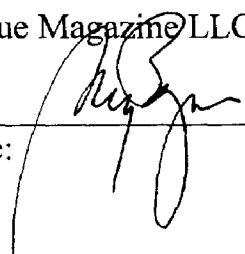
IN WITNESS WHEREOF, ASSIGNOR has executed this instrument on this First

day of August, 2002.

Avenue Magazine LLC

Name:

Title:

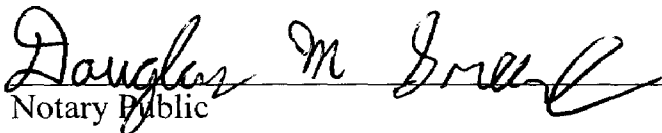


STATE OF New York)

) ss.:

COUNTY OF New York)

On the 1st day of August, 2002, before me personally came Gerry Byrne, to me known, who being by me duly sworn, did depose and say that he holds the office of President and CEO of Avenue Magazine LLC, the assignor described in and which executed the foregoing instrument, and that he was duly authorized to execute this Assignment on behalf of said company.


Notary Public

DOUGLAS M. GREENE
Notary Public, State of New York
No. 01GR6046825
Qualified in New York County
Commission Expires August 21, 2002

SCHEDULE OF TRADEMARKS

| Country | Number | Mark | Date of Reg./App. | Reg./App. |
|----------------|-----------------------------|--------------------|--------------------------|---------------------|
| US | U.S. Reg. No. 2,331,251 | AVENUE | 3/21/00 | Avenue Magazine LLC |
| US | U.S. Reg. No. 1,510,923 | AVENUE ARTS | 11/1/98 | Avenue Magazine LLC |
| US | U.S. Reg. No. 1,198,358 | AVENUE ARTS | 6/15/82 | Avenue Magazine LLC |
| US | U.S. Reg. No. 2,297,128 | ON THE AVENUE | 11/30/99 | Avenue Magazine LLC |
| US | U.S. Reg. No. 2,468,600 | SOCIAL DIARY | 7/10/01 | Avenue Magazine LLC |
| US | U.S. App. No. 78/061,097 | AVENUEMAGAZINE.COM | 4/30/01 | Avenue Magazine LLC |
| US | U.S. App. No. 76/248,526 | AVENUE INVITATIONS | 4/30/01 | Avenue Magazine LLC |
| US | U.S. App. No. 76/248,525 | DOWNTOWN DIARY | 4/30/01 | Avenue Magazine LLC |
| US | U.S. App. No. 76/266,213 | ON THE AVENUE | 11/30/99 | Avenue Magazine LLC |

SSL-DOCS1.1241888v3

RECORDED: 08/27/2002

TRADEMARK
REEL: 002583 FRAME: 0857