

11-25-2002



To the Honorable Commissioner of

102291778

to record the attached original documents or copy thereof.

1. Name of conveying party(ies):

Gannett Co., Inc.

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

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

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

Name: **USA Weekend, Inc.**
Street Address: **7950 Jones Branch Drive**
City/State/zip: **McLean, VA 22107**

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

3. Nature of conveyance:

*MEMO
11-4-02*

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

Execution Date: **October 30, 2002**

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

2,354,114

Additional number(s) attached? Yes No

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

Shannan E. Higgins
Dow, Lohnes & Albertson P.L.L.C.
1200 New Hampshire Avenue, N.W.
Suite 800
Washington, DC 20036

Atty. Docket No.: **13033.0001**

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 (please charge any additional fees that may be required to the deposit account):

50-1699

(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.

Shannan E. Higgins

November 4, 2002

Name of Person Signing

Signature

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, DC 20231

DCLIB01:1380197-1|13033.0001

11/25/2002 6TOM11 00000186 2354114

01 FC:8521

40.00 DP

**TRADEMARK
REEL: 002621 FRAME: 0652**

ASSIGNMENT

WHEREAS, Gannett Co., Inc. ("Assignor"), a Delaware corporation, located at 7950 Jones Branch Drive, McLean, Virginia 22107, is the previous owner of the trademark shown below (the "Mark"), which is registered with the United States Patent and Trademark Office:

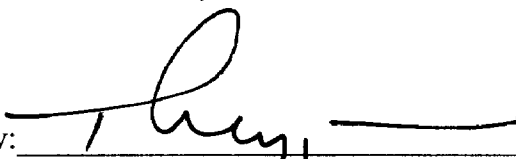
<u>Mark</u>	<u>Registration Number</u>	<u>Date of Registration</u>
THE MAGAZINE THAT MAKES A DIFFERENCE	2,354,114	May 30, 2000

WHEREAS, USA Weekend, Inc. ("Assignee"), a Delaware corporation, located at 7950 Jones Branch Drive, McLean, Virginia 22107, acquired Assignor's right, title and interest in the Mark, the registration thereof, and the goodwill associated therewith, pursuant to an Assignment Agreement entered into by the parties on December 31, 2000;

WHEREAS, the parties desire to confirm and make a record of such transfer of the Mark to Assignee;

NOW THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, Assignor acknowledges and confirms that it has assigned and transferred to Assignee, effective as of December 31, 2000, all of Assignor's right, title, and interest in and to the Mark, including the goodwill of the business symbolized thereby, in connection with the Assignment Agreement entered into by the parties on December 31, 2000, the terms and conditions of which are incorporated herein by reference.

GANNETT CO., INC.

By: 
Name: Thomas L. Chapple
Title: Secretary

Commonwealth of Virginia)
County of Fairfax) ss:

Subscribed and sworn to before me
this 30th day of October, 2002.


Notary Public

My Commission Expires: ~~My Commission Expires February 29, 2004~~