

02-05-2003



Form PTO-1594
(Rev. 10/02)
OMB No. 0651-0027 (exp. 6/30/2005)

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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): 2-3-03
 Quarto Communications Ltd.

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

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

2. Name and address of receiving party(ies)
 Name: Southern Living, Inc.
 Internal Address: Legal Department
 Street Address: 2100 Lakeshore Drive
 City: Birmingham State: AL Zip: 35209

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

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) 1,842,912

Additional number(s) attached Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
 Name: Ray Carle
 Internal Address: Legal Department

 Street Address: 2100 Lakeshore Drive

 City: Birmingham State: AL Zip: 35209

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:
501904

DO NOT USE THIS SPACE

9. Signature.

 Name of Person Signing

Sally S. Reilly
 Signature

1/28/03
 Date

Total number of pages including cover sheet, attachments, and document: 3

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

02/05/2003 LMUELLER 00000004 501904 1842912
01 FC:8521 40.00 CH

TRADEMARK
REEL: 002664 FRAME: 0012

ASSIGNMENT OF TRADEMARK

Whereas Quarto Communications Ltd., a Limited Partnership having 753392 Ontario Limited as its General Partner, 54 St. Patrick Street, Toronto, Ontario M5T 1V1, Canada ("Quarto"), has adopted, used, and is using in the U.S. a mark which is registered in the United States Patent and Trademark Office, Registration No. 1,842,912 in Class 16, dated July 5, 1994; and

Whereas Southern Living, Inc., 2100 Lakeshore Drive, Birmingham, Alabama 35209 U.S.A. ("SL"), is desirous of acquiring said mark and the registration thereof.

Now, therefore, for good and valuable consideration, receipt of which is hereby acknowledged, Quarto hereby assigns to SL all Quarto's rights to the mark in the U.S. arising out of Quarto's use in connection with the sale and distribution of COTTAGE LIFE magazine in the United States, together with the goodwill of the portion of the business symbolized by such use, and the above identified registration thereof, and SL hereby grants a license back to Quarto under the said mark and the said registration, all on the terms set forth in the Agreement between the parties dated December 20, 2002.

Dated as of this 20 day of December, 2002.

QUARTO COMMUNICATIONS LTD.,

a Limited Partnership having 753392 Ontario Limited as its General Partner, per 753392 Ontario Limited

By: _____

Title: PRESIDENT

Subscribed and sworn before me this 20 day of December, 2002.

Richard J. Pan

Notary Public

My commission expires for life.