

02-07-2003

3 SHEET  
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102359066

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

1. Name of conveying party(ies):

**Weider Publications, Inc.**

- Individual(s)                       Association
- General Partnership               Limited Partnership
- Corporation-State (DE)
- Other \_\_\_\_\_

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

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

Name: **Weider Publications, LLC**

Internal Address: \_\_\_\_\_

Street Address: **21100 Erwin Street**

City: **Woodland Hills** State: **CA** ZIP: **91367**

- Individual(s) citizenship \_\_\_\_\_
- Association \_\_\_\_\_
- General Partnership \_\_\_\_\_
- Limited Partnership \_\_\_\_\_
- Corporation-State \_\_\_\_\_
- Other **Delaware Limited Liability Company**

If assignee is not domiciled in the United States, a domestic representative designation is attached:  Yes  No  
(Designation 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: **January 23, 2003**

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

A. Trademark Application No.(s)

**76065912**

See Attached Continuation of Item Four

B. Trademark Registration No.(s)

See Attached Continuation of Item Four

Additional number(s) attached?  Yes  No

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

Name: **Robyn Rahbar, Esq.**

Internal Address: **Simpson Thacher & Bartlett**

Street Address: **425 Lexington Avenue**

City: **New York** State: **NY** ZIP: **10017**

6. Total number of applications and registrations involved: **89**

7. Total fee (37 CFR 3.41): **\$2,240.00**

- Enclosed
- Authorized to be charged to ~~deposit account~~ credit card

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.

**Robyn Rahbar, Esq.**  
Name of Person Signing

*Robyn Rahbar*  
Signature

**2/6/03**  
Date

02/10/2003 DBYRNE 00000004 76065912

Total number of pages including cover sheet, attachments, and document: **8**

01 FC:8521  
02 FC:8522

40.00 DP documents to be recorded with required cover sheet information to:  
2200.00 DP Commissioner of Patents and Trademarks, Box Assignments  
Washington, D.C. 20231

**TRADEMARK**  
**REEL: 002664 FRAME: 0703**

**CONTINUATION OF ITEM FOUR FROM RECORDATION COVER SHEET**

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

<b>App. No.</b>	<b>App. No.</b>	<b>App. No.</b>	<b>App. No.</b>
76/065,912	76/363,124	76/379,154	76/475,870
75/908,799	76/379,152	76/379,156	76/475,872
75/909,315	76/381,535	76/379,151	76/363,121
76/363,114	76/381,534	76/379,718	76/454,921
76/272,580	76/381,533	76/379,155	76/363,111
76/272,579	76/379,510	76/379,160	75/492,547
76/394,759	76/379,150	76/358,478	75/492,538
76/394,758	76/461,984	76/379,509	75/942,667
76/394,757	76/272,582	76/379,508	75/492,546
76/394,760	76/272,581	76/379,506	75/397,970
76/394,756	76/198,601	76/363,123	75/942,666
76/446,341	76/198,600	76/265,048	76/272,578
75/923,079	76/198,602	76/475,511	76/363,113
76/272,577	76/194,791	76/363,122	76/358,480
76/272,576			

<b>Reg. No.</b>	<b>Reg. No.</b>	<b>Reg. No.</b>	<b>Reg. No.</b>
2,493,865	2,465,029	1,519,426	2,571,727
2,188,470	2,285,899	1,956,592	1,495,154
1,994,180	2,472,316	2,197,109	1,525,562
2,553,015	2,186,744	1,240,271	2,189,909
2,186,743	2,109,655	2,254,062	1,498,564
1,340,659	2,053,774	2,259,027	2,134,850
2,162,235	2,105,850	1,790,311	2,189,911
2,433,879	2,291,337	2,429,023	2,639,482

**TRADEMARK ASSIGNMENT**

This Trademark Assignment ("Assignment") is effective as of January 23, 2003 by and between WEIDER PUBLICATIONS, INC., a Delaware corporation, located and doing business at 21100 Erwin Street, Woodland Hills, CA 91367, ("Assignor") and WEIDER PUBLICATIONS, LLC, a Delaware limited liability company, located and doing business at 21100 Erwin Street, Woodland Hills, CA 91367 ("Assignee");

WHEREAS, Assignor has adopted, used, is using, and owns the trademark registrations listed in Schedule A and the trademark applications listed in Schedule B, each attached hereto and incorporated herein by this reference, and all other rights appurtenant thereto, including, but not limited to, all common law rights, trade name rights, causes of action, and the right to recover for past infringement (collectively, the "Trademarks");

WHEREAS, Assignor has acquired goodwill associated with and symbolized by said Trademarks and has not abandoned the same;

WHEREAS, Assignee is desirous of acquiring all rights, title, and interest in and to the Trademarks; and

WHEREAS, Assignor is willing to assign to Assignee all rights, title, and interest as Assignor may possess in and to the Trademarks;

NOW, THEREFORE, for good and adequate consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor hereby assigns and sells to Assignee all rights, title, and interest as Assignor may possess in and to the Trademarks together with the goodwill symbolized by said Trademarks.

**ASSIGNOR:**

**Weider Publications, Inc., a Delaware corporation**

Executed this 23rd day of January, 2003.

By: J. Russell Denson  
Name: J. Russell Denson  
Title: President and Chief Executive Officer

**ASSIGNEE:**

**Weider Publications, LLC, a Delaware limited liability company**

Executed this 23rd day of January, 2003.

By: J. Russell Denson  
Name: J. Russell Denson  
Title: Chief Executive Officer

**SCHEDULE A****REGISTERED TRADEMARKS**

<b>REGISTERED TRADEMARKS</b>	<b>REG. NO.</b>	<b>REG. DATE</b>
FIT FOR LIFE RESPONSE PAK	2,493,865	10/2/2001
FIT PREGNANCY	1,994,180	8/13/1996
FIT PREGNANCY	2,188,470	9/8/1998
FIT-X	2,553,015	3/26/2002
FLEX	1,340,659	6/11/1985
FLEX	2,186,743	9/1/1998
FOR GIRLS WHO DARE TO BE REAL	2,162,235	6/2/1998
H.U.G.E. HARDGAINER'S ULTIMATE GROWTH ENHANCEMENT SYSTEM	2,433,879	3/6/2001
HARD BODY RESPONSE PAK	2,465,029	7/3/2001
HARDGAINER'S ULTIMATE GROWTH ENHANCEMENT SYSTEM	2,285,899	10/12/1999
HERS	2,472,316	7/24/2001
JUMP	2,109,655	10/28/1997
JUMP	2,186,744	9/1/1998
LIVING FIT	2,053,774	4/22/1997
LIVING FIT	2,105,850	10/14/1997
LIVING FIT	2,291,337	11/9/1999
MEN'S FITNESS	1,519,426	1/3/1989
MEN'S FITNESS	1,956,592	2/13/1996
MEN'S FITNESS	2,197,109	10/20/1998
MUSCLE & FITNESS	1,240,271	5/31/1983
MUSCLE & FITNESS	2,254,062	6/15/1999
NATURAL HEALTH	2,259,027	7/6/1999
NATURAL HEALTH THE GUIDE TO WELL-BEING & DESIGN	1,790,311	8/31/1993
PRIME HEALTH & FITNESS	2,429,023	2/20/2001
REAL GIRL SIGHTINGS	2,571,727	5/21/2002
SHAPE	1,495,154	7/5/1988
SHAPE	1,525,562	2/21/1989

WPI - U.S. TRADEMARKS

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**TRADEMARK**  
**REEL: 002664 FRAME: 0706**

<b>REGISTERED TRADEMARKS</b>	<b>REG. NO.</b>	<b>REG. DATE</b>
SHAPE	2,189,909	9/15/1998
SHAPE (Stylized)	1,498,564	8/2/1988
SHAPE COOKS	2,134,850	2/3/1998
SHAPE COOKS	2,189,911	9/15/1998
SHAPE ESCAPE	2,639,482	10/22/2002

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WPI - U.S. TRADEMARKS

TRADEMARK  
REEL: 002664 FRAME: 0707

**SCHEDULE B****TRADEMARK APPLICATIONS**

<b>TRADEMARK APPLICATION</b>	<b>SERIAL NO.</b>	<b>FILING DATE</b>
ACTIVE.LIFE.STYLE	76/065,912	6/8/2000
ARMED FORCES	75/908,799	2/2/2000
ARMED FORCES and Design	75/909,315	2/3/2000
FIT PREGNANCY BRAND FRANCHISE ENCYCLOPEDIA	76/363,114	1/25/2002
FLEX -BATTLE OF THE BICEPS	76/272,579	6/15/2001
FLEX - BATTLE OF THE BICEPS	76/272,580	6/15/2001
FLEX MAGAZINE	76/394,759	4/8/2002
FLEX MAGAZINE	76/394,757	4/8/2002
FLEX MAGAZINE	76/394,758	4/8/2002
FLEX MAGAZINE	76/394,760	4/8/2002
FLEX MAGAZINE	76/394,756	4/8/2002
FLEXY	76/446,341	9/3/2002
GIFT-O-METER	75/923,079	2/18/2000
JOE WEIDER'S BATTLE OF THE BICEPS	76/272,577	6/15/2001
JOE WEIDER'S BATTLE OF THE BICEPS	76/272,576	6/15/2001
MEN'S FITNESS BRAND FRANCHISE ENCYCLOPEDIA	76/363,124	1/25/2002
MUSCLE & FITNESS	76/379,152	2/22/2002
MUSCLE & FITNESS	76/381,534	3/1/2002
MUSCLE & FITNESS	76/381,535	3/1/2002
MUSCLE & FITNESS	76/381,533	3/1/2002
MUSCLE & FITNESS	76/379,510	2/22/2002
MUSCLE & FITNESS	76/379,150	2/22/2002
MUSCLE & FITNESS	76/461,984	10/28/2002
MUSCLE & FITNESS — BATTLE OF THE BICEPS	76/272,581	6/15/2001
MUSCLE & FITNESS — BATTLE OF THE BICEPS	76/272,582	6/15/2001
MUSCLE & FITNESS' BIG MAN ON	76/198,600	1/20/2001

WPI - U.S. TRADEMARKS

OC579734.2

**TRADEMARK**  
**REEL: 002664 FRAME: 0708**

<b>TRADEMARK APPLICATION</b>	<b>SERIAL NO.</b>	<b>FILING DATE</b>
CAMPUS		
MUSCLE & FITNESS' BIG MAN ON CAMPUS	76/198,601	1/20/2001
MUSCLE & FITNESS' BIG MAN ON CAMPUS	76/194,791	1/10/2001
MUSCLE & FITNESS' BIG MAN ON CAMPUS	76/198,602	1/20/2001
MUSCLE & FITNESS HERS	76/379,154	2/22/2002
MUSCLE & FITNESS HERS	76/379,156	2/22/2002
MUSCLE & FITNESS HERS	76/379,151	2/22/2002
MUSCLE & FITNESS HERS (Stylized)	76/379,718	2/22/2002
MUSCLE & FITNESS HERS (Stylized)	76/379,155	2/22/2002
MUSCLE & FITNESS HERS (Stylized)	76/379,160	2/22/2002
MUSCLE & FITNESS HOMEBODY	76/358,478	1/14/2002
MUSCLE & FITNESS (Stylized)	76/379,509	2/22/2002
MUSCLE & FITNESS (Stylized)	76/379,508	2/22/2002
MUSCLE & FITNESS (Stylized)	76/379,506	2/22/2002
NATURAL HEALTH BRAND FRANCHISE ENCYCLOPEDIA	76/363,123	1/25/2002
NATURAL HEALTH NEWS	76/265,048	6/1/2001
PARTNER POWER PROGRAM	76/475,511	12/16/2002
SHAPE	76/363,122	1/25/2002
SHAPE	76/475,870	12/17/02
SHAPE	76/475,872	12/17/02
SHAPE (Stylized)	76/363,121	1/25/2002
SHAPE (Stylized)	76/454,921	9/23/2002
SHAPE BRAND FRANCHISE ENCYCLOPEDIA	76/363,111	1/25/2002
SHAPE'S ESSENTIAL GUIDE TO ADVENTURE TRAVEL	75/492,547	5/28/1998
SHAPE'S ESSENTIAL GUIDE TO BEAUTY	75/492,538	5/23/1998
SHAPE'S ESSENTIAL GUIDE TO FALL	75/942,667	3/13/2000
SHAPE'S ESSENTIAL GUIDE TO GEAR	75/492,546	5/23/1998
SHAPE'S ESSENTIAL GUIDE TO SUMMER	75/397,970	12/1/1997

WPI - U.S. TRADEMARKS

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TRADEMARK  
REEL: 002664 FRAME: 0709

<b>TRADEMARK APPLICATION</b>	<b>SERIAL NO.</b>	<b>FILING DATE</b>
SHAPE'S ESSENTIAL GUIDE TO WINTER	75/942,666	3/13/2000
SHAPE'S FIT FOR ADVENTURE	76/272,578	6/15/2001
WEIDER BRAND FRANCHISE ENCYCLOPEDIA	76/363,113	1/25/2002
WEIDER'S HOMEBODY	76/358,480	1/14/2002

WPI - U.S. TRADEMARKS

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RECORDED: 02/06/2003

TRADEMARK  
REEL: 002664 FRAME: 0710