

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	SECURITY INTEREST

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Legacy.com		10/31/2002	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	Tribune Company, as administrative agent
Street Address:	435 North Michigan Avenue
Internal Address:	Suite 600
City:	Chicago
State/Country:	ILLINOIS
Postal Code:	60611
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 8

Property Type	Number
Registration Number:	2556944
Registration Number:	2550813
Registration Number:	2541369
Registration Number:	2495169
Serial Number:	75897896
Serial Number:	75898078
Serial Number:	75898079
Serial Number:	75897898

CORRESPONDENCE DATA

Fax Number: (214)981-3400
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 214-981-3319
 Email: mroberts@sidley.com
 Correspondent Name: Elisabeth A. Evert, Esq.
 Address Line 1: 717 North Harwood

CH \$215.00 2556944

Address Line 2: Suite 3400
Address Line 4: Dallas, TEXAS 75201

ATTORNEY DOCKET NUMBER: 629-10200

NAME OF SUBMITTER: Elisabeth A. Evert, Esq.

Total Attachments: 4
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COLLATERAL ASSIGNMENT OF TRADEMARKS,
SERVICE MARKS AND TRADE NAMES

WHEREAS, LEGACY.COM, INC., a Delaware corporation ("Assignor"), having its chief executive office at 820 Davis Street, Suite 504, Evanston, Illinois, is the owner of all right, title and interest in and to the United States trademarks, service marks and trade names and United States trademark and service mark registrations and trade name, trademark and service mark applications set forth on Schedule A attached hereto (the "Trademarks, Service Marks, Trade Names and Registrations and Applications");

WHEREAS, the Assignor may be indebted to various lenders represented by Tribune Company, as administrative agent (the "Administrative Agent") under Convertible Secured Promissory Notes (the "Notes"), each dated as of November 1, 2002 and entered into by the Assignor with each lender; and

WHEREAS, to secure its obligations under the Notes, the Assignor wishes to assign to the Administrative Agent, and to grant to the Administrative Agent a security interest in and lien upon, the Trademarks, Service Marks, Trade Names and Registrations and Applications.

NOW, THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, and subject to the terms and conditions of the Collateral Assignment of Intellectual Property dated as of November 1, 2002, as from time to time amended, made by the Assignor in favor of the Administrative Agent, the Assignor hereby assigns to the Administrative Agent, and grants to the Administrative Agent a security interest in and a lien upon, the Trademarks, Service Marks, Trade Names and Registrations and Applications to secure the Assignor's obligations and indebtedness under the Notes.

Date: October 31, 2002

LEGACY.COM, INC.

By:

Christopher Bartol

Name:

CHRISTOPHER BARTOL

Title:

PRESIDENT & CEO

TRADEMARK

REEL: 002691 FRAME: 0400

STATE OF Illinois)

)ss.:

COUNTY OF Cook)



On this 31 ⁵⁷ October day of ~~November~~ 2002, before me personally came Don Barthol, who being duly sworn, did depose and say that he is the PRESIDENT & CEO ^{Christy} of Legacy.com, Inc., the corporation described in and which executed the above instrument as Assignor, and that he signed his name thereto on behalf of, and pursuant to the authority granted by, said corporation.

Carmen Torres

Notary Public

CHI 2526787v4

Schedule A
to
Collateral Assignment of Trademarks, Service Marks and Trade Names
of Legacy.com, Inc.

Assignor is seeking to register the trademark applications listed below with the United States Patent and Trademark Office. Assignor cannot give any assurance that such registrations will be granted. Presently, Assignor has one registered trademark as noted below.

Trademark	Status	Description of Goods/Services
LEGACY.COM	Application filed January 7, 2000; Notice of Allowance issued January 16, 2001	Providing obituary and memorial information over a global computer network
WHERE LIFE STORIES LIVE ON	Application filed January 7, 2000; Published for opposition January 30, 2001	Providing obituary and memorial information over a global computer network
LEGACY MEMORIAL	Application filed January 18, 2000; Published for opposition December 12, 2000	Providing obituary and memorial information including tributes, stories, and photographs, and other information including flowers, gifts, funeral service, guest book and charitable donations over a global computer network.
LEGACY NOTICE	Application filed January 18, 2000; Published for opposition December 12, 2000	Providing death notices and funeral service information including date and time, directions and map, and other information including flowers, gifts and charitable donations over a global computer network
LEGACY BIOGRAPHY	Application filed January 18, 2000; Approved for publication February 14, 2001	Providing obituary and memorial information including tributes, biographies, stories, and photographs over a global computer network
LEGACY.COM and design	Application filed January 19, 2000; Published for opposition December 19, 2000	Providing obituary and memorial information over a global computer network
LEGACY GUEST	Application filed January 19,	Providing guest book information

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Trademark	Status	Description of Goods/Services
BOOK	2000; Published for opposition December 12, 2000	including identity of visitors and personal messages in connection with obituary and memorial services over a global computer network
OBIT DETAILS and design	Registered September 12, 2000	Providing obituary information over the global computer network
OBIT FINDER	Application filed February 18, 2000; Response to Office Action sent January 12, 2001	Computer services, namely providing search engines for locating obituaries.

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