

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
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NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL
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CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Sherwood Partners, Inc.		07/30/2003	CORPORATION: CALIFORNIA

RECEIVING PARTY DATA	
Name:	National Consumer Marketing, LLC
Street Address:	230 Fifth Avenue
City:	New York
State/Country:	NEW YORK
Postal Code:	10001
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 25

Property Type	Number	Word Mark
Serial Number:	76175007	URBAN CARRIER
Registration Number:	2657889	PUBLISHERSCHOICE.COM
Registration Number:	2589486	GLUCOSAMEND
Registration Number:	2643552	ROGERS & WEBSTER COLLECTIBLES
Registration Number:	2643551	ROGERS & WEBSTER COLLECTIBLES
Registration Number:	2242365	THE ULTIMATE AQUARIUM VIDEO
Registration Number:	2240107	THE ULTIMATE FIREPLACE VIDEO
Registration Number:	2168293	WORLD'S MOST EXOTIC TRAVEL DESTINATIONS
Registration Number:	2149687	CUTEST CAT CAPERS
Registration Number:	2432441	HARD HAT HARRY'S
Registration Number:	2190185	WORLD'S GREATEST TRAIN RIDE VIDEOS
Registration Number:	2190184	WORLD'S GREATEST TRAIN RIDE VIDEOS
Registration Number:	2017097	PUBLISHERS CHOICE VIDEO
Registration Number:	2126476	HEALTHSTYLE
Registration Number:	1872362	HARD HAT HARRY

CH \$640.00 76175007

Registration Number:	1866588	AMAZING BREAKTHROUGHS IN HEALTH
Registration Number:	1884053	AMERICAN FAMILY
Registration Number:	1500017	LADY ROYALE
Registration Number:	1484768	ROGERS & WEBSTER
Registration Number:	1445671	PUBLISHERS CHOICE
Registration Number:	1677930	PUBLISHERS CHOICE
Registration Number:	1670226	PUBLISHERS CHOICE
Registration Number:	760749	AMERICAN FAMILY
Registration Number:	2625987	COMFORT CARRY-ALL
Registration Number:	2523351	AMERICAN FAMILY

CORRESPONDENCE DATA

Fax Number: (212)692-1021
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 212-692-1000
Email: bashort@duanemorris.com
Correspondent Name: Bridget A. Short
Address Line 1: 380 Lexington Avenue
Address Line 2: Duane Morris LLP
Address Line 4: New York, NEW YORK 10168

ATTORNEY DOCKET NUMBER:	Y1676-00004
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NAME OF SUBMITTER:	Bridget A. Short
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Total Attachments: 8
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TRADEMARK ASSIGNMENT

WHEREAS, on May 19, 2003, *nunc pro tunc*, National Syndications, Inc. filed an assignment for the benefit creditors (“Assignment”); and

WHEREAS, SHERWOOD PARTNERS, INC., a California corporation, with a place of business at 1849 Sawtelle Blvd., Los Angeles, California 90025, (hereinafter “Sherwood Partners solely as Assignee for the benefit of creditors of National Syndications, Inc.”), has been designated as the Assignee for the benefit of the creditors of National Syndications, Inc.; and

WHEREAS, by virtue of Assignment under applicable Delaware law, Sherwood Partners solely as Assignee for the benefit of creditors of National Syndications, Inc. has full power and authority to see and dispose of any and all property of National Syndications, Inc. as it sees fit for the benefit of National Syndications, Inc.’s creditors; and

WHEREAS, Sherwood Partners solely as Assignee for the benefit of creditors of National Syndications, Inc. has been assigned and has a bona fide intent to use the mark URBAN CARRIER, Ser. No. 76-175,007 (“Mark”) on or in connection with the goods and services identified in the application; and

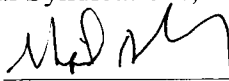
WHEREAS, Sherwood Partners solely as Assignee for the benefit of creditors of National Syndications, Inc. has been assigned the application to register the Mark on the Principal Register of the United States Patent and Trademark Office based on its bona fide intent to use the Mark in commerce on or in connection with the goods and services identified in the respective application (hereinafter the “Application”); and

WHEREAS, NATIONAL CONSUMER MARKETING, LLC, a Delaware Limited Liability Company, with a place of business at 230 Fifth Avenue, New York, New York 10001 (hereinafter “Assignee”), desires to acquire that portion of the business of Sherwood Partners

solely as Assignee for the benefit of creditors of National Syndications, Inc. on or in connection with which it has a bona fide intent to use the Mark and the Application therefore;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Sherwood Partners solely as Assignee for the benefit of creditors of National Syndications, Inc. hereby assigns and transfers the Mark and the Application therefore, together with that portion of its business on or in connection with which it has a bona fide intent to use the Mark, and all of its rights therein, to Assignee.

SHERWOOD PARTNERS, INC., solely as Assignee for the benefit of creditors of National Syndications, Inc.

By: 

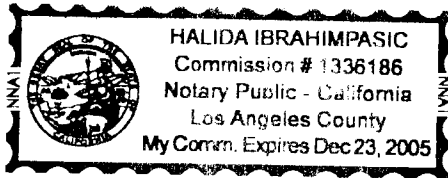
Name: MICHAEL A. MARY

Title: Partner

ACKNOWLEDGMENT

STATE OF CALIFORNIA)
) ss.:
COUNTY OF Los Angeles)

On this 30 day of July, 2003
to me known, who, being by me duly sworn, did depose and say that MICHAEL A. MAIDY is (position) of
(assignor), the Assignor above-named, and acknowledged that he/~~she~~ executed the foregoing
Assignment on behalf of said Assignor and pursuant to authority duly received.



Halida Ibrahimasic

Notary Public

NY165671.1

ASSIGNMENT

WHEREAS, on May 19, 2003, *nunc pro tunc*, National Syndications, Inc. filed an assignment for the benefit creditors (“Assignment”); and

WHEREAS, SHERWOOD PARTNERS, INC., a California corporation, with a place of business at 1849 Sawtelle Blvd., Los Angeles, California 90025, (hereinafter “Sherwood Partners solely as Assignee for the benefit of creditors of National Syndications, Inc.”), has been designated as the Assignee for the benefit of the creditors of National Syndications, Inc.; and

WHEREAS, by virtue of the Assignment, Sherwood Partners solely as Assignee for the benefit of creditors of National Syndications, Inc., holds all right, title, and interest previously held by National Syndications, Inc. in the trademarks identified on Schedule A attached hereto (“Trademarks”); and

WHEREAS, by virtue of the Assignment under applicable Delaware law, Sherwood Partners solely as Assignee for the benefit of creditors of National Syndications, Inc., has full power and authority to see and dispose of any and all property of National Syndications, Inc., including the Trademarks, as it sees fit for the benefit of National Syndications, Inc.’s creditors; and

WHEREAS, Sherwood Partners solely as Assignee for the benefit of creditors of National Syndications, Inc., has been assigned by merger assignment the Trademarks now registered in United States Patent and Trademark Office;

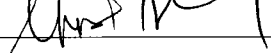
WHEREAS, NATIONAL CONSUMER MARKETING, LLC, a Delaware limited liability company with an address at 230 Fifth Avenue, New York, New York 10001 (“Assignee”), has acquired said registered Trademarks and all associated goodwill in said Trademarks by a General Assignment dated May 19, 2003; and

WHEREAS, to the best of Sherwood Partner's knowledge, solely as Assignee for the benefit of creditors of National Syndications, Inc., no proceedings to cancel the registrations are pending and no other party makes a claim of ownership to these Trademarks, or the registrations therefor;

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, effective as of May 19, 2003, *nunc pro tunc*, Sherwood Partners solely as Assignee for the benefit of creditors of National Syndications, Inc., assigns to Assignee all rights, title and interest in and to said Trademarks and the above-named registrations therefor, together with the goodwill of the business symbolized by said Trademarks.

SHERWOOD PARTNERS, INC. solely as
Assignee for the benefit of creditors of
National Syndications, Inc.,

Dated:

By:  _____

SCHEDULE A

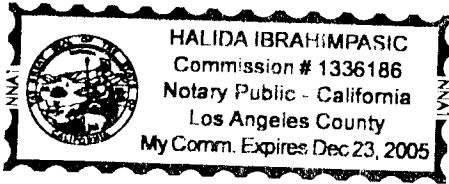
<u>MARK</u>	<u>REG. NO.</u>
PUBLISHERSCHOICE.COM	2,657,889
GLUCOSAMEND	2,589,486
ROGERS & WEBSTER COLLECTIBLES (Stylized)	2,643,552
ROGERS & WEBSTER COLLECTIBLES	2,643,551
THE ULTIMATE AQUARIUM VIDEO	2,242,365
THE ULTIMATE FIREPLACE VIDEO	2,240,107
WORLD'S MOST EXOTIC TRAVEL DESTINATIONS and Design	2,168,293
CUTEST CAT CAPERS	2,149,687
HARD HAT HARRY'S	2,432,441
WORLD'S GREATEST TRAIN RIDE VIDEOS and Design	2,190,185
WORLD'S GREATEST TRAIN RIDE VIDEOS	2,190,184
PUBLISHERS CHOICE VIDEO and Design	2,017,097
HEALTHSTYLE	2,126,476
HARD HAT HARRY	1,872,362
AMAZING BREAKTHROUGHS IN HEALTH	1,866,588
AMERICAN FAMILY	1,884,053
LADY ROYALE	1,500,017
ROGERS & WEBSTER	1,484,768
PUBLISHERS CHOICE	1,445,671
PUBLISHERS CHOICE	1,677,930

PUBLISHERS CHOICE	1,670,226
AMERICAN FAMILY	760,749
COMFORT CARRY-ALL (Stylized)	2,625,987
AMERICAN FAMILY	2,523,351

ACKNOWLEDGMENT

STATE OF CALIFORNIA)
COUNTY OF *Los Angeles*) ss.:

On this 30 day of (*July 2003*), (year), before me personally appeared MICHAEL A. MAIDY,
to me known, who, being by me duly sworn, did depose and say that he/~~she~~ is (position) of
(assignor), the Assignor above-named, and acknowledged that he/~~she~~ executed the foregoing
Assignment on behalf of said Assignor and pursuant to authority duly received.



Halida Ibrahimasic

Notary Public

NY165671.1