

Form PTO-1594 (Rev. 03/01) OMB No. 0651-0027 (exp. 5/31/2002) Tab settings	RECORDATION FORM COVER SHEET TRADEMARKS ONLY	U.S. DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office
To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.		
1. Name of conveying party(ies): Douglas Publications, Inc. <input type="checkbox"/> Individual(s) <input type="checkbox"/> Association <input type="checkbox"/> General Partnership <input type="checkbox"/> Limited Partnership <input checked="" type="checkbox"/> Corporation-State VA <input type="checkbox"/> Other _____ Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	2. Name and address of receiving party(ies) Name: <u>Citizens Bank of Massachusetts</u> Internal _____ Address: _____ Street Address: <u>28 State Street</u> City: <u>Boston</u> State: <u>MA</u> Zip: <u>02109</u> <input type="checkbox"/> Individual(s) citizenship _____ <input type="checkbox"/> Association _____ <input type="checkbox"/> General Partnership _____ <input type="checkbox"/> Limited Partnership _____ <input type="checkbox"/> Corporation-State _____ <input checked="" type="checkbox"/> Other <u>Massachusetts Chartered Bank</u> <small>If assignee is not domiciled in the United States, a domestic representative designation is attached: <input type="checkbox"/> Yes <input type="checkbox"/> No (Designations must be a separate document from assignment) Additional name(s) & address(es) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</small>	
3. Nature of conveyance: <input type="checkbox"/> Assignment <input type="checkbox"/> Merger <input checked="" type="checkbox"/> Security Agreement <input type="checkbox"/> Change of Name <input type="checkbox"/> Other _____ Execution Date: <u>12/1/03</u>	4. Application number(s) or registration number(s): A. Trademark Application No.(s) _____ _____ B. Trademark Registration No.(s) _____ _____ Additional number(s) attached <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	
5. Name and address of party to whom correspondence concerning document should be mailed: Name: <u>Christopher E. Kondracki</u> Internal Address: _____ _____ Street Address: <u>2001 Jefferson Davis, Hwy.</u> <u>Suite 505</u> City: <u>Arlington</u> State: <u>VA</u> Zip: <u>22202</u>	6. Total number of applications and registrations involved: 12 7. Total fee (37 CFR 3.41).....\$ <u>315.00</u> <input type="checkbox"/> Enclosed <input checked="" type="checkbox"/> Authorized to be charged to deposit account 8. Deposit account number: <u>19-3545</u>	
DO NOT USE THIS SPACE		
9. Signature. <div style="display: flex; justify-content: space-between; align-items: flex-end;"> <div style="width: 30%;"> <u>Christopher E. Kondracki</u> Name of Person Signing </div> <div style="width: 30%; text-align: center;"> Signature </div> <div style="width: 30%; text-align: right;"> <u>12/24/03</u> Date </div> </div> <div style="text-align: center; margin-top: 5px;"> Total number of pages including cover sheet, attachments, and document: 7 </div>		

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

CH \$315.00 193545 76474953

**Continuation of Item 4
Trademarks**

Trademarks	Registration Number	Registration Date	Serial Number	Application Date
Lifting & Transportation International			76474953	Dec. 13, 2002
Flooring Magazine			76474951	Dec. 13, 2002
Human Capital	2,745,399	July 29, 2003	76474952	Dec. 13, 2002
FacilityCare			76474950	Dec. 13, 2002
The Salesman's Guide			76474960	Dec. 13, 2002
Mass Merchandisers & Off-Price Apparel Buyers			76474956	Dec. 13, 2002
Women's and Children's Wear Buyers			76474961	Dec. 13, 2002
Premium, Incentive & Travel Buyers			76474957	Dec. 13, 2002
Association Meeting & Event Planners			76474954	Dec. 13, 2002
Corporate Meeting Planners			76474955	Dec. 13, 2002
The Hospital Phone Book			76474959	Dec. 13, 2002
SG			76474958	Dec. 13, 2002

AMENDMENT TO
TRADEMARK
AND
TRADEMARK APPLICATION SECURITY AGREEMENT

This Amendment to Trademark and Trademark Application Security Agreement (the "Amendment") is made as of the 1st day of December, 2003 by and between

Douglas Publications, Inc. (the "Borrower"), a Virginia corporation, having its principal place of business at 2807 North Farnham Road, Suite 200, Richmond, Virginia 23294, and

Citizens Bank of Massachusetts (the "Bank"), a Massachusetts state chartered bank having a place of business at 28 State Street, Boston, Massachusetts 02109

in consideration of the mutual covenants herein contained and benefits to be derived herefrom.

WITNESSETH:

WHEREAS, the Borrower executed and delivered a certain Trademark and Trademark Application Security Agreement dated as of October 23, 2002 in favor of the (the "Security Agreement") and filed with the United States Trademark Office on November 4, 2002 in Reel 2570, Frame 777, pursuant to which the Borrower pledged, assigned and granted a security interest in favor of the Bank in certain Trademarks (as defined therein); and

WHEREAS, the Borrower has acquired additional Trademarks and desires to hereby confirm the pledge of, and the grant of a security interest in, such additional Trademarks in favor of the Bank.

NOW, THEREFORE, it is hereby agreed as follows:

1. **Definitions.** All capitalized terms herein and not otherwise defined shall have the same meaning herein as in the Security Agreement.
2. **Amendment to Exhibit A.** Exhibit A to the Security Agreement is hereby amended by adding thereto, the Trademarks set forth on Exhibit A, annexed hereto and incorporated herein by reference.
3. **Miscellaneous:**
 - (a) Except as provided herein, all terms and conditions of the Security Agreement remain in full force and effect. The Borrower hereby ratifies, confirms and reaffirms all of the representations, warranties and covenants therein contained, including, without limitation, the grant of the security interest in favor of the Bank in and to all existing and hereafter acquired Trademarks.
 - (b) This Amendment may be executed in several counterparts and by each party on a separate counterpart, each of which when so executed shall be an original and all which together shall constitute one instrument.

(c) This Amendment covers the entire understanding of the parties with respect to the matters set forth herein and supersedes all prior discussions and negotiations hereon.

IN WITNESS WHEREOF, the parties have hereto have caused this Amendment to be executed and their seals to be hereto affixed as of the date first above written.

"Borrower"

DOUGLAS PUBLICATIONS, INC.

By: Alan M. Douglas

Name: ALAN M. DOUGLAS

Title: President

"Bank"

CITIZENS BANK OF MASSACHUSETTS

By: Joanne P. O'Keefe

Name: JOANNE P. O'KEEFE

Title: VICE-PRESIDENT

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COMMONWEALTH OF VIRGINIA

_____, SS 12-11, 2003

Then personally appeared the above named Alan Douglas, the President of Douglas Publications, Inc. and acknowledged the foregoing to be the free act and deed of Douglas Publications, Inc., before me,

SYBIL L. ABARCA
Notary Public, Commonwealth of Virginia
My Commission Expires June 30, 2007

Sybil Abarca
Notary Public
My Commission Expires:

COMMONWEALTH OF MASSACHUSETTS

Maddox, SS Dec 12, 2003

Then personally appeared the above named Joune O'Keefe, the Vice President of Citizens Bank of Massachusetts and acknowledged the foregoing to be the free act and deed of Citizens Bank of Massachusetts, before me,

Rita L. Schultheiss
Notary Public
My Commission Expires:

RITA L. SCHULTHEISS, Notary Public
My commission expires April 2, 2004

EXHIBIT

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