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TRADEMARKS ONLY

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

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):

J.H. ZERBEY NEWSPAPERS, INC.

7-2-03

- 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: OGDEN DIRECTORIES OF PENNSYLVANIA, INC.

Internal Address:

Street Address: 1500 West Main Street

City: Wheeling State: WV Zip: 26003

- Individual(s) citizenship Association General Partnership Limited Partnership Corporation-State Pennsylvania 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: June 13, 2003

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

A. Trademark Application No.(s) 76/375,018 and 76/374,962

B. Trademark Registration No.(s) 2,269,278; 2,306,686; and 2,337,116

Additional number(s) attached Yes No

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

Name: Davin L. Seamon, Esquire

Internal Address: Steptoe & Johnson PLLC

Bank One Center

6th. Floor

Street Address: 229 West Main Street

P.O. Box 2190

City: Clarksburg State: WV Zip: 26301

6. Total number of applications and registrations involved: 5

7. Total fee (37 CFR 3.41) \$ 140.00

- Enclosed Authorized to be charged to deposit account

8. Deposit account number:

194295

DO NOT USE THIS SPACE

9. Signature.

Davin L. Seamon - Counsel for Assignee Name of Person Signing

Signature

June 27, 2003 Date

Total number of pages including cover sheet, attachments, and document: 5

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

07/03/2003 6T0N11 00000013 194295 76375018

01 FC:0521 40.00 DA 02 FC:0522 100.00 DA

ASSIGNMENT

WHEREAS J.H. ZERBEY NEWSPAPERS, INC. is a corporation formed under the Laws of the Commonwealth of Pennsylvania and having offices at 111 Mahantongo Street, Pottsville, PA 17901, hereinafter referred to as "ASSIGNOR,"

WHEREAS, ASSIGNOR has adopted and used in its business the name and marks identified in Exhibit A hereto in connection with the goods and services listed on each registration identified in Exhibit A, has a bona fide intent to use or has used in its business, the names and marks identified in Exhibit B hereto in connection with the goods and services listed in each application identified in Exhibit B, and is the owner of the various trademark and service mark applications and registrations identified in Exhibits A and B hereto (collectively the "Trademark Rights");

WHEREAS, OGDEN DIRECTORIES OF PENNSYLVANIA, INC., a corporation formed under the Laws of the Commonwealth of Pennsylvania and having offices at 1500 West Main Street, Wheeling, WV 26003, hereinafter referred to as "ASSIGNEE," is desirous of acquiring the Trademark Rights; and

WHEREAS, ASSIGNOR and ASSIGNEE have entered into the Asset Purchase Agreement dated April 25, 2003, as amended by that certain First Amendment to Asset Purchase Agreement, dated as of June ___, 2003 (the "Asset Purchase Agreement"), in which ASSIGNOR agreed to convey to ASSIGNEE all of ASSIGNOR's right, title and interest in and to the Trademark Rights.

NOW THEREFOR, for good and valuable consideration, the sufficiency and receipt of which are hereby acknowledged, the undersigned ASSIGNOR hereby acknowledges and confirms the assignment and conveyance to ASSIGNEE as follows:

1. ASSIGNOR hereby sells, assigns, and transfers to ASSIGNEE, all of ASSIGNOR's right, title and interest in, to and under the Trademark Rights, together with the goodwill associated therewith, and, in the case of any United States Trademark or Service Mark Applications identified in Exhibit B and filed based upon a bona fide intent to use the mark in commerce, ASSIGNOR hereby sells, assigns and transfers to ASSIGNEE, ASSIGNOR's entire right, title and interest in and to such intent to use applications associated with the Directory Business, as the term "Directory Business" is defined in the Asset Purchase Agreement.
2. The validity, performance, construction and effect of this Assignment shall be governed by the substantive laws of the Commonwealth of Pennsylvania.

IN WITNESS THEREOF, the ASSIGNOR has caused this Assignment to be executed by a duly authorized representative as of the date executed below.

ASSIGNOR:

J.H. ZERBEY NEWSPAPERS, INC.

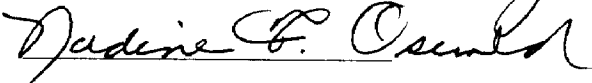


Uzal H. Martz, Jr.
President

Date: June 13, 2003

Notary:

Sworn before me this 13th day of June, 2003



Notary Public

Notarial Seal
Nadine F. Oswald, Notary Public
Schuylkill Haven Boro, Schuylkill County
My Commission Expires May 12, 2007

EXHIBIT A

U.S. TRADEMARK AND SERVICE MARK REGISTRATIONS

MARK	APPL. NO.	REG. NO.
THE EASY TO READ TELEPHONE DIRECTORY and Design	74/571,400	2,269,278
EASY TO WIN PAYOFF	75/386,285	2,306,686
PLAY EASY TO WIN PAYOFF and Design	75/386.284	2,337,116

EXHIBIT B
U.S. TRADEMARK AND SERVICE MARK APPLICATIONS

MARK	APP. NO.
MID COAST EASY TO READ TELEPHONE DIRECTORY	76/375,018
THE EASY TO READ TELEPHONE DIRECTORY	76/374,962