



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

REC 102491768 TRADEMARKS ONLY

J.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):

Penny Press, Inc.

- Individual(s) Association General Partnership Limited Partnership Corporation-State Connecticut Other

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

3. Nature of conveyance:

- Assignment Merger Security Agreement Change of Name Other

Execution Date: July 2, 2003

2. Name and address of receiving party(ies)

Name: Penny Publications LLC

Internal

Address:

Street Address: 6 Prowitt Street

City: Norwalk State: CT Zip: 06855

- Individual(s) citizenship Association General Partnership Limited Partnership Corporation-State Other Limited Liability Company

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

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

A. Trademark Application No.(s)

1,389,871 1,391,576 1,436,935 B. Trademark Registration No.(s) 2,680,689 1,438,584 1,385,987 1,461,842 1,389,862 1,403,090 1,437,313

Additional number(s) attached Yes No 1,392,346 1,385,988

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

Name: Gregory J. Battersby

Internal Address: Grimes & Battersby, LLP

07/09/2003 GTON11 00000012 1389871 01 FC:8521 40.00 OP 02 FC:8522 275.00 OP

Street Address: 488 Main Avenue

Third Floor

City: Norwalk State: CT Zip: 06851

6. Total number of applications and registrations involved: 12

7. Total fee (37 CFR 3.41) \$ 320.00

- Enclosed Authorized to be charged to deposit account

8. Deposit account number: 07-2162

(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.

James G. Coplit

Name of Person Signing

Signature

July 3, 2003

Date

Total number of pages including cover sheet, attachments, and document: 4

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

Repln. Ref: 07/09/2003 GTON11 0015541700 DA#:072162 Name/Number:1389871 FC: 9204 \$5.00 CR

ASSIGNMENT

THIS AGREEMENT is entered into this 2 day of JULY, 2003 by and between Penny Press, Inc., a Connecticut Corporation with offices at 6 Prowitt Street, Norwalk, Connecticut 06855 ("ASSIGNOR") and Penny Publications LLC, a Delaware Limited Liability Company with offices at 6 Prowitt Street, Norwalk, Connecticut 06855 ("ASSIGNEE").

WITNESSETH:

WHEREAS, ASSIGNOR is the sole and exclusive owner of the trademark registrations for the marks identified more fully in the attached Schedule A (the "Trademarks"), and further is the sole and exclusive owner of all business goodwill related therewith; and

WHEREAS, ASSIGNEE desires to acquire all rights, title and interest in and to the Trademarks and all business goodwill related therewith;

NOW, THEREFORE, TO ALL WHOM IT MAY CONCERN:

Be it known that in consideration of the payment by ASSIGNEE to ASSIGNOR of the sum of ONE DOLLAR (\$1.00) and other valuable consideration, the receipt and sufficiency of which is hereby acknowledged, ASSIGNOR hereby sells, assigns and transfers unto ASSIGNEE the full and exclusive entire right, title and interest in and to the Trademarks, and the business goodwill associated therewith, including, without limitation, all renewals therefor, all proceeds therefor (including, but not limited to, all license royalties and proceeds of infringement suits), the right to

sue for past, present and future infringements, and the good will of the business associated with and symbolized by the Trademarks.

IN WITNESS WHEREOF, this Assignment has been duly executed on this 2 day of JULY, 2003.

Assignor: PENNY PRESS, INC.

Assignee: PENNY PUBLICATIONS LLC

By: *Peter Kanter*

By: *Peter Kanter*

Name: Peter Kanter

Name: Peter Kanter

Title: President

Title: Manager

Sworn and subscribed to before me this 2 day of July, 2003.

Ronna Marie Louis
Notary Public

My commission expires Jan. 31, 2008

SCHEDULE A

TRADEMARK REGISTRATIONS

<u>Mark</u>	<u>Country</u>	<u>Reg. No.</u>
ALL STAR	USA	1,438,584
APPROVED	USA	1,389,862
CLASSIC	USA	1,385,987
FAMILY	USA	1,403,090
FILL-IN PUZZLES & DESIGN	USA	1,461,842
GOOD TIME	USA	1,437,313
LOOP-A-WORD & DESIGN	USA	1,392,346
MERIT	USA	1,385,988
PENNY PRESS & DESIGN	USA	1,389,871
THE JOY OF CROSSWORDS	USA	1,391,576
VARIETY PUZZLES AND GAMES & DESIGN	USA	1,436,935
WORD SEEK (Stylized)	USA	2,680,689