

SUBSTITUTE FORM PTO 1594
1-31-92

RECORDATION FORM COVER SHEET TRADEMARKS ONLY

U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

<p>1. Name of conveying party(ies): Marquis Who's Who LLC</p> <p><input type="checkbox"/> Individual(s) <input type="checkbox"/> Association <input type="checkbox"/> General Partnership <input type="checkbox"/> Limited Partnership <input type="checkbox"/> Corporation <input checked="" type="checkbox"/> Other <u>Delaware limited liability company</u></p> <p>Additional name(s) of conveying party(ies) attached <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	<p>2. Name and address of receiving party(ies): National City Bank One South Broad Street, 14th Floor Philadelphia, Pennsylvania 19107</p> <p><input type="checkbox"/> Individual(s) citizenship: _____ <input type="checkbox"/> Association: _____ <input type="checkbox"/> General Partnership: _____ <input type="checkbox"/> Limited Partnership: _____ <input type="checkbox"/> Corporation: _____ <input checked="" type="checkbox"/> Other: <u>United States national banking association</u></p> <p><small>If assignee is not domiciled in the United States, a domestic representative designation is attached <input type="checkbox"/> Yes <input type="checkbox"/> No (Designation must be a separate document from Assignment) Additional name(s) & addresses attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</small></p>
<p>3. Nature of Conveyance:</p> <p><input type="checkbox"/> Assignment <input type="checkbox"/> Merger <input checked="" type="checkbox"/> Security Agreement <input type="checkbox"/> Change of Name <input type="checkbox"/> Other: _____</p> <p>Execution Date: <u>June 14, 2004</u></p>	

<p>4. Application number(s) or registration number(s):</p> <p>A. Trademark Application No.(s):</p>	<p>B. Trademark Reg. No.(s): SEE SCHEDULE A</p>
<p>Additional numbers attached <input type="checkbox"/> Yes <input type="checkbox"/> No</p>	

<p>5. Name and address of party to whom correspondence concerning document should be mailed:</p> <p>Harriet E. Perkins, Esq. Drinker Biddle & Reath LLP One Logan Square 18th and Cherry Streets Philadelphia, PA 19103-6996</p> <p>Attorney Docket No. <u>34151/189807</u></p>	<p>6. Total number of applications and registrations involved: <u>32</u></p> <hr/> <p>7. Total fee (37 CFR 3.41) <u>\$815.00</u></p> <p><input type="checkbox"/> Enclosed <input checked="" type="checkbox"/> Authorized to be charged to deposit account</p> <hr/> <p>8. Deposit Account Number: <u>50-0573</u></p>
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9. *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.*

HARRIET E. PERKINS		8/17/04
Name of Person Signing	Signature	Date

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

OMB No. 0651-0011 (exp. 4/94)

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Mail documents to be recorded with required cover sheet information to:

Mail Stop Assignment Recordation Services
Director of the United States Patent and Trademark Office
Box 1450
Alexandria, VA 22313-1450

CIH \$815.00 600673 1923629

Schedule A

Mark or Application	Registration Number or Serial Number	Date of Registration or Application
MARQUIS	1,923,629	Oct. 3, 1995
MARQUIS WHO'S WHO	1,959,899	March 5, 1996
MARQUIS WHO'S WHO	2,241,435	April 27, 1999
NATIONAL REGISTER PUBLISHING	2,447,663	May 1, 2001
THE COMPLETE MARQUIS WHO'S WHO ON CD ROM	2,254,665	June 22, 1999
WHO'S WAS WHO IN AMERICA (Stylized Lettering)	509,921	May 17, 1949
WHO'S WHO (Stylized Letters)	991,399	Aug. 20, 1974
WHO'S WHO IN ADVERTISING	2,247,047	May 25, 1999
WHO'S WHO IN AMERICA	2,275,121	Sept. 7, 1999
WHO'S WHO IN AMERICA (Stylized Letters)	378,389	June 11, 1940
WHO'S WHO IN AMERICAN EDUCATION	2,245,357	May 18, 1999
WHO'S WHO IN AMERICAN EDUCATION	1,730,993	Nov. 10, 1992
WHO'S WHO IN AMERICAN HISTORY	769,205	May 5, 1964
WHO'S WHO IN AMERICAN LAW	2,245,379	May 18, 1999
WHO'S WHO IN AMERICAN LAW	1,529,670	March 14, 1989
WHO'S WHO IN AMERICAN NURSING	2,278,704	Sept. 21, 1999
WHO'S WHO IN AMERICAN POLITICS	2,247,065	May 25, 1999
WHO'S WHO IN ENTERTAINMENT	1,599,566	June 5, 1990
WHO'S WHO IN FINANCE & INDUSTRY	1,106,632	Nov. 21, 1978
WHO'S WHO IN MEDICINE AND HEALTHCARE	2,242,351	May 4, 1999
WHO'S WHO IN RELIGION	2,244,179	May 11, 1999

Mark or Application	Registration Number or Serial Number	Date of Registration or Application
WHO'S WHO IN RELIGION	2,247,021	May 25, 1999
WHO'S WHO IN SCIENCE AND ENGINEERING	1,805,247	Nov. 16, 1993
WHO'S WHO IN THE EAST	696,101	April 12, 1960
WHO'S WHO IN THE MEDIA AND COMMUNICATIONS	2,275,120	Sept. 7, 1999
WHO'S WHO IN THE MIDWEST	696,099	April 12, 1960
WHO'S WHO IN THE SOUTH AND SOUTHWEST	696,098	April 12, 1960
WHO'S WHO IN THE WEST	696,100	April 12, 1960
WHO'S WHO IN THE WORLD	931,159	March 21, 1972
WHO'S WHO OF AMERICAN WOMEN	2,245,380	May 18, 1999
WHO'S WHO OF AMERICAN WOMEN	729,754	April 10, 1962
WHO'S WHO OF EMERGING LEADERS IN AMERICA	1,538,128	May 9, 1989

TRADEMARK SECURITY AGREEMENT

WHEREAS, Marquis Who's Who LLC, a Delaware limited liability company, with a principal place of business at 603 Central Avenue, New Providence, New Jersey 07974 ("Debtor"), is the owner of certain trademarks described on the attached Schedule A, which trademarks are registered in the United States Patent and Trademark Office (the "Trademarks"); and

WHEREAS, Debtor is a party to a certain Security Agreement dated as of June 15, 2004 (as the same may be amended, restated, modified, and/or supplemented from time to time, the "Security Agreement"), in favor of National City Bank, as Agent for the Secured Parties referred to therein ("Agent"), with a principal place of business at One South Broad Street, 14th Floor, Philadelphia, Pennsylvania 19107;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Debtor does hereby grant to Agent a security interest in and lien on all right, title, and interest of Debtor in and to the Trademarks, together with the goodwill of the business symbolized by the Trademarks, and the applications for and registrations thereof, and all renewals and extensions thereof, and any and all causes of action for infringement thereof, and any and all royalties for any licenses thereof (the "Collateral"), to secure the payment, performance and observance of the obligations set forth in the Security Agreement. Debtor does hereby further acknowledge and affirm that the rights and remedies of Agent with respect to the security interest in the Collateral made and granted hereby are more fully set forth in the Security Agreement, the terms and provisions of which are hereby incorporated herein by reference as if fully set forth herein.

IN WITNESS WHEREOF, Debtor has caused this Trademark Security Agreement to be duly executed as of June 14, 2004.

MARQUIS WHO'S WHO LLC

By: _____
Name: _____
Title: _____

Gene McGovern
CEO