

**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
Thomas Bros. Maps		10/31/2003	CORPORATION: CALIFORNIA

RECEIVING PARTY DATA	
Name:	Rand McNally & Company
Street Address:	8255 North Central Park Avenue
City:	Skokie
State/Country:	ILLINOIS
Postal Code:	60076
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 7		
Property Type	Number	Word Mark
Registration Number:	2421828	
Registration Number:	1902558	TBM
Registration Number:	1809093	THE THOMAS GUIDE
Registration Number:	2520534	THE THOMAS GUIDE DIGITALEDITION
Registration Number:	1984986	THOMAS BROS. MAPS
Registration Number:	1694336	THOMAS BROS. MAPS
Registration Number:	1955683	

CORRESPONDENCE DATA	
Fax Number:	(312)861-2200
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>	
Phone:	312-861-2000
Email:	ccasey@kirkland.com
Correspondent Name:	Krista L. Nunemaker
Address Line 1:	200 East Randolph Drive
Address Line 2:	Suite 4800
Address Line 4:	Chicago, ILLINOIS 60601

CH \$190.00 2421828

ATTORNEY DOCKET NUMBER:	THOMAS BROS MAPS
NAME OF SUBMITTER:	Christine A. Casey
Total Attachments: 2 source=THOMAS BROS MAPS#page1.tif source=THOMAS BROS MAPS#page2.tif	

**TRADEMARK ASSIGNMENT**

THIS TRADEMARK ASSIGNMENT (this "Assignment") is made and entered into as of October 31, 2003 ("Effective Date") by and between Thomas Bros. Maps, a California corporation, with its principal office at 17731 Cowan, Irvine, California 92714 ("Assignor"), and Rand McNally & Company, a Delaware corporation, with its principal office at 8255 North Central Park Avenue, Skokie, Illinois 60076 ("Assignee").

WHEREAS, Assignor has adopted, used and is using the trademarks set forth on Schedule A attached hereto, together with the goodwill of the business associated therewith (collectively, the "Marks");

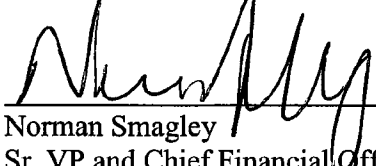
WHEREAS, Assignee is desirous of acquiring the Marks.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor hereby sells, assigns, transfers and sets over to Assignee the entire right, title and interest in and to the Marks, for the United States and for all foreign countries, including, without limitation, any registrations and applications therefor, any renewals and extensions of the registrations, and all other corresponding rights that are or may be secured under the laws of the United States or any foreign country, now or hereafter in effect, for Assignee's own use and enjoyment, and for the use and enjoyment of Assignee's successors, assigns or other legal representatives, as fully and entirely as the same would have been held and enjoyed by Assignor if this Assignment had not been made, together with all income, royalties or payments due or payable as of the Effective Date or thereafter, including, without limitation, all claims for damages by reason of past, present or future infringement or other unauthorized use of the Marks, with the right to sue for, and collect the same for Assignee's own use and enjoyment and for the use and enjoyment of its successors, assigns or other legal representatives.

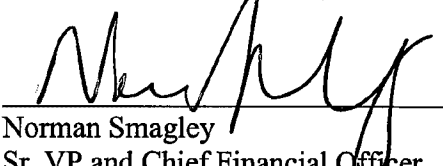
\* \* \* \* \*

IN WITNESS WHEREOF, Assignor and Assignee have caused this Assignment to be executed by their duly authorized representatives as of the Effective Date.

**THOMAS BROS. MAPS**

By   
Name: Norman Smagley  
Its: Sr. VP and Chief Financial Officer

**RAND MCNALLY & COMPANY**

By   
Name: Norman Smagley  
Its: Sr. VP and Chief Financial Officer

**SCHEDULE A**

<b>TRADEMARK</b>	<b>REGISTRATION NUMBER</b>
MISCELLANEOUS Design	2,421,828
TBM	1,902,558
THE THOMAS GUIDE	1,809,093
THE THOMAS GUIDE DIGITALEDITION	2,520,534
THOMAS BROS. MAPS	1,984,986
THOMAS BROS. MAPS	1,694,336
TRIANGLE Design	1,955,683