

RECORDATION FORM COVER SHEET TRADEMARKS ONLY

U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

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


<p>1. Name of conveying party(ies):</p> <p>LEXINGTON LIBRARY, INC.</p> <p><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 of New York <input type="checkbox"/> Other _____</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):</p> <p>DORCHESTER MEDIA, LLC 333 Seventh Avenue New York, New York 10001-5004</p> <p><input type="checkbox"/> Individual(s) citizenship _____ <input type="checkbox"/> Association _____ <input type="checkbox"/> General Partnership _____ <input type="checkbox"/> Limited Partnership _____ <input checked="" type="checkbox"/> Corporation - State of New York <input type="checkbox"/> Other _____</p> <p>Domestic representative is attached: <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No Additional name(s) & address(es) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>
<p>3. Nature of conveyance:</p> <p><input checked="" type="checkbox"/> Assignment <input type="checkbox"/> Merger <input type="checkbox"/> Security Agreement <input type="checkbox"/> Change of Name <input type="checkbox"/> Other _____</p> <p>Execution Date: January 23, 2004</p>	

<p>4. (A.) Trademark Application No.(s)</p>	<p>4. (B.) Trademark Registration No.(s)</p> <p>1366615 1195696</p> <p>Additional numbers attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>
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<p>5. Correspondence should be mailed to:</p> <p>VICTOR M. TANNENBAUM ABELMAN, FRAYNE & SCHWAB 150 East 42nd Street New York, New York 10017</p>	<p>6. Total number of applications and registrations involved:..... 2</p> <p>7. Total fee (37 CFT 3.41): \$ 65.00</p> <p><input type="checkbox"/> Enclosed (The said Deposit Account should be charged for any official fee not fully covered by the enclosed check)</p> <p><input checked="" type="checkbox"/> Authorized to be charged to deposit account Deposit account number: 01-0035</p> <p>(Attach duplicate copy of this page if paying by deposit account)</p>
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DO NOT USE THIS SPACE

8. 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.

VICTOR M. TANNENBAUM  11/19/04
Name of Person Signing Signature Date

Total number of pages comprising cover sheet, attachments and documents: **4**

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DECLARATION

I, JOHN C. PREBICH of Dorchester Media, LLC ("Dorchester"), do hereby make the following declaration on behalf of Dorchester:

1) Pursuant to the terms of an Asset Purchase Agreement effective as of January 23, 2004, Dorchester acquired, inter alia, all right, title and interest in and to the following trademarks registered in the United States of America and the goodwill associated therewith from Lexington Library, Inc.:

<u>TRADEMARK</u>	<u>NUMBER</u>
BLACK BEAT	1366615
JIVE	1195696

2) The statements herein are true and are based on my own knowledge. Further, these statements were made with the knowledge that willful false statements and the like so made are punishable by fine or imprisonment, or both, under Section 1001 of Title 18 of the United States Code and that such willful false statements may jeopardize the validity of the application or document or any registration resulting therefrom.

Executed this 15th day of November, 2004

By 
 Title: President & CEO