

TRADEMARK ASSIGNMENT

Electronic Version v1.1

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SUBMISSION TYPE:

NEW ASSIGNMENT

NATURE OF CONVEYANCE:

ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Dowden Health Media, Inc.		03/31/2005	CORPORATION: NEW JERSEY

RECEIVING PARTY DATA

Name:	Dowden Health Corp.
Street Address:	425 Park Avenue
Internal Address:	c/o Lebharr-Friedman, Inc.
City:	New York
State/Country:	NEW YORK
Postal Code:	10022
Entity Type:	Company: NEW YORK

PROPERTY NUMBERS Total: 11

Property Type	Number	Word Mark
Registration Number:	2358770	VETERANS' HEALTH
Registration Number:	1981754	HEARTHEALTH NEWS
Registration Number:	1911324	HEALTHWORDS FOR WOMEN
Registration Number:	1255281	THE JOURNAL OF FAMILY PRACTICE
Registration Number:	2855371	BERGEN HEALTH & LIFE
Registration Number:	2778787	CURRENT PSYCHIATRY
Registration Number:	2565938	BEANSTALK
Registration Number:	2487026	OBG MANAGEMENT
Registration Number:	1020181	CONTEMPORARY SURGERY
Registration Number:	1381382	CONTEMPORARY ORTHOPAEDICS
Serial Number:	76621641	NEW YORK SPACES

CORRESPONDENCE DATA

900023244

TRADEMARK
REEL: 003068 FRAME: 0302

CH \$290.00 2358770

Fax Number: (212)895-2900

Correspondence will be sent via US Mail when the fax attempt is unsuccessful.

Phone: 2128952000

Email: PTO2@brownraysman.com

Correspondent Name: Monica B. Richman

Address Line 1: 900 Third Avenue

Address Line 4: New York, NEW YORK 10022

NAME OF SUBMITTER:

Monica B. Richman

Signature:

/monica b. richman/

Date:

04/18/2005

Total Attachments: 5

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TRADEMARK ASSIGNMENT

This Assignment Agreement is by and between DOWDEN HEALTH MEDIA, INC., a corporation organized and existing under the laws of New Jersey having a place of business at 110 Summit Avenue, Montvale, New Jersey 07645 ("Assignor") and DOWDEN HEALTH CORP., a company organized and existing under the laws of New York, with an address at c/o Lebhar-Friedman, Inc., 425 Park Avenue, New York, New York 10022 ("Assignee").

WHEREAS, Assignor, Assignee and Lebhar-Friedman, Inc. entered into an Asset Purchase Agreement dated as of March 31, 2005 ("Asset Purchase Agreement"), pursuant to which Assignor assigned and sold to Assignee, among other things, all right, title, and interest in and to certain intellectual property identified in Section 2.1(a)(vi) to the Asset Purchase Agreement.

WHEREAS, Assignor is the owner of certain trademarks listed on the attached Exhibit A (the "Marks"), including any corresponding trademark applications and/or trademark registrations (the "Applications and Registrations");

WHEREAS, Assignee desires to acquire all of Assignor's right, title and interest in and to the Marks, including all Applications and Registrations.

In consideration of the foregoing and for other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor assigns to Assignee, all of Assignor's right, title, and interest in and to the Marks, including all Applications and Registrations and all common law rights, together with the business, or portion thereof, to which the Marks pertain, the goodwill symbolized by use of the

Marks, and the right to sue third parties for and recover damages from past and future infringement of the Marks.

All covenants and obligations herein shall be binding on and inure to the benefit of Assignor, Assignee and their respective successors and permitted assigns.

Assignor hereby authorizes the Commissioner of Patents and Trademarks of the United States, and any official of any other country empowered to issue trademark registrations, to record this Assignment, and to issue or transfer all said Applications and/or Registrations to Assignee as owner of all right, title and interest therein, or otherwise as Assignee may direct, in accordance with the terms of this Assignment.


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IN WITNESS WHEREOF, this Assignment has been executed by the parties on
the day and year written below.

DOWDEN MEDIA HEALTH, INC.

Assignor

Date: March 31, 2005


Carroll V. Dowden, President

Subscribed and sworn to before me
this 30 day of March, 2005.

Catherine D. Jell
Notary Public

17. COMMISSION EXPRESSES CONCERN

DOWDEN HEALTH CORP.

Assignee

Date: March 31, 2005

J. Roger Friedman, President

Subscribed and sworn to before me
this 31st day of March, 2005.


Notary Public

ERIC D. MARTINS
NOTARY PUBLIC, STATE OF NEW YORK
No. 60-2563800
Qualified in Westchester County
Commission Expires May 31, 2006

IN WITNESS WHEREOF, this Assignment has been executed by the parties on
the day and year written below.

DOWDEN MEDIA HEALTH, INC.

Assignor

Date: March 31, 2005

Carroll V. Dowden, President

Subscribed and sworn to before me
this 31st day of March, 2005.

Notary Public

DOWDEN HEALTH CORP.

Assignee

Date: March 31, 2005

J. Roger Friedman, President

Subscribed and sworn to before me
this 31st day of March, 2005.

Notary Public

ERIC D. MARTINS
NOTARY PUBLIC, STATE OF NEW YORK
No. 60-2563800
Qualified in Westchester County
Commission Expires May 31, 2006 7406

EXHIBIT A:**Registered Trademarks:**

Trademark	Country	Reg. Date.	Reg. No.
VETERAN'S HEALTH	United States	6/13/2000	2,358,770
HEARTIHEALTH NEWS	United States	6/18/1996	1,981,754
HEALTHWORDS FOR WOMEN	United States	8/15/1995	1,911,324
THE JOURNAL OF FAMILY PRACTICE AND DESIGN	United States	10/25/1983	1,255,281
BERGEN HEALTH AND LIFE	United States	6/15/2004	2,855,371
CURRENT PSYCHIATRY	United States	10/28/2003	2,778,787
BEANSTALK	United States	4/30/2002	2,565,938
OBG MANAGEMENT	United States	9/11/2001	2,487,026
CONTEMPORARY SURGERY	United States	9/9/1975	1,020,181
CONTEMPORARY ORTHOPAEDICS	United States	2/4/1986	1,381,382

Trademark Applications Pending:

Trademark	Country	Filing Date	Serial No.
NEW YORK SPACES	United States	11/23/2004	76/621,641

Trademarks In Use But Not Registered:

DOWDEN HEALTH MEDIA
DOWDEN HEALTH MEDIA AND CIRCLE DESIGN
THE JOURNAL OF FAMILY PRACTICE (word mark)
MAYO CLINIC PROCEEDINGS
COMMUNITY HEALTH
HEALTHKEYS
LIFESCOPE
E-HEALTH FLASH
E-HEALTH FLASH AND DESIGN
E-NURSERIES
SEND-A-SMILE CENTER
MEDICAL DECISION POINT
MEDICAL DECISION POINT (STYLIZED)
MEDICAL DECISION POINT EDUCATION FOR THE REAL WORLD
MEDICAL DECISION POINT EDUCATION FOR THE REAL WORLD (STYLIZED)