

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

**08/24/2005
 900030785**

SUBMISSION TYPE:	CORRECTIVE ASSIGNMENT
NATURE OF CONVEYANCE:	Corrective Assignment to correct the Correction of clerical error-Assignee incorrectly listed as K-III KG Holdings Corporation; should be K-III KG Holdings, Inc. previously recorded on Reel 001130 Frame 0487. Assignor(s) hereby confirms the Assigns the entire interest and goodwill..

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Katharine Gibbs School (Incorporated)		03/07/1994	CORPORATION: NEW YORK

RECEIVING PARTY DATA

Name:	K-III KG Holdings, Inc.
Street Address:	745 Fifth Avenue
Internal Address:	23rd Floor
City:	New York
State/Country:	NEW YORK
Postal Code:	10151
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 2

Property Type	Number	Word Mark
Registration Number:	1017159	KATHARINE GIBBS
Registration Number:	1017158	KATHARINE GIBBS SCHOOL

CORRESPONDENCE DATA

Fax Number: (312)577-8894
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 312-577-8408
Email: deborah.wing@kattenlaw.com
Correspondent Name: Deborah Wing
Address Line 1: 525 West Monroe
Address Line 4: Chicago, ILLINOIS 60661

NAME OF SUBMITTER: Deborah Wing

CF 565.01 1017158

Signature:	/daw/
Date:	08/24/2005
Total Attachments: 2 source=gibbs#page1.tif source=gibbs#page2.tif	

TRADEMARK

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25-482



RECORDATION FORM COVER SHEET TRADEMARKS ONLY

U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

Top settings

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

1. Name of conveying party(ies):

Katharine Gibbs School (Incorporated)

2. Name and address of receiving party(ies):

Name: K-III KG Holdings Corporation

Internal Address: c/o K-III Communications Corp.

Street Address: 745 Fifth Avenue (23rd Floor)

City: New York, State: NY ZIP: 10151

- Individual(s)
- General Partnership
- Corporation-State of New York
- Other
- Association
- Limited Partnership

03 NY

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

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other
- Merger
- Change of Name

Execution Date: March 7, 1994

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State of Delaware
- Other

03 DE

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)

B. Trademark registration No.(s)

1017158, 1017159

Additional numbers attached? Yes No

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

Name: Donna L. Candido, Esq.

Internal Address: Cowan, Liebowitz & Latman, P.C.

Street Address: 605 Third Avenue

City: New York State: NY ZIP: 10158

6. Total number of applications and registrations involved:

Two

7. Total fee (37 CFR 3.41): \$ 65.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number: to be used only in the event that enclosed check is deficient: 03-3415

(Attach duplicate copy of this page if paying by deposit account)

340 TD 04/19/94 1017158
340 TD 04/19/94 1017158

DO NOT USE THIS SPACE

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0 482 25.00 CK

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.

Donna L. Candido

Name of Person Signing

Donna L. Candido

Signature

TRADEMARK

REEL: 003197 FRAME: 0928

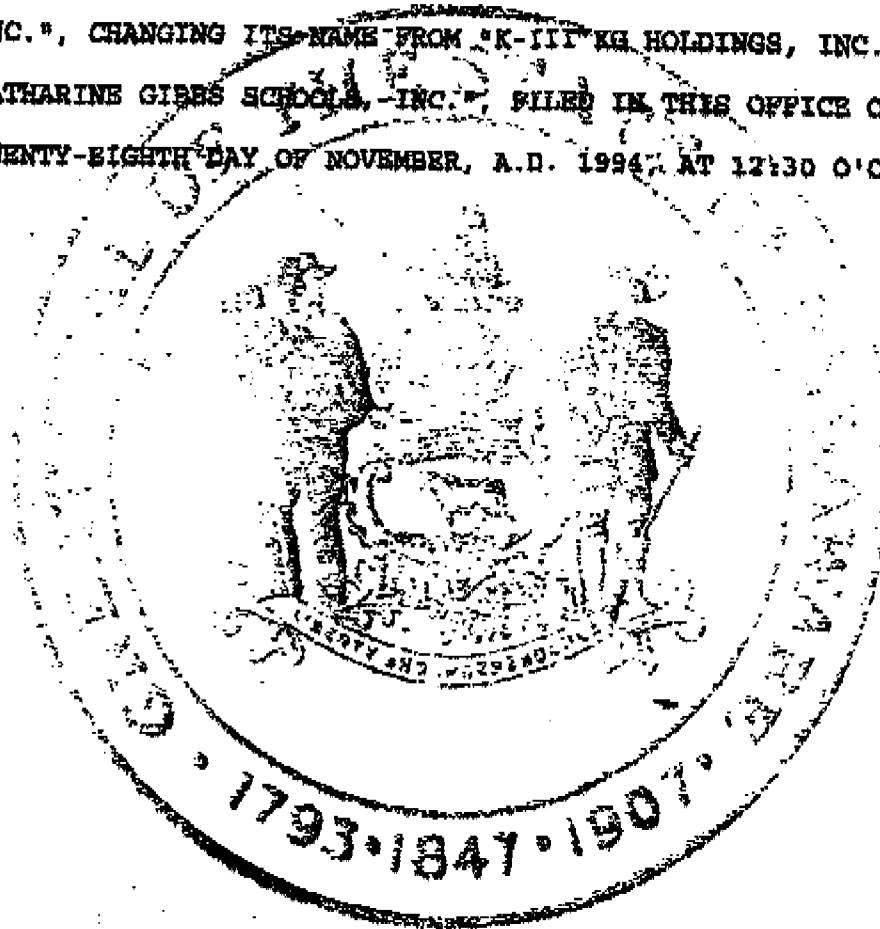
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APR 30 PM 12:36 TRADEMARK

State of Delaware
Office of the Secretary of State

PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "K-III KG HOLDINGS, INC.", CHANGING ITS NAME FROM "K-III KG HOLDINGS, INC." TO "THE KATHARINE GIBBS SCHOOLS, INC.", FILED IN THIS OFFICE ON THE TWENTY-EIGHTH DAY OF NOVEMBER, A.D. 1994, AT 12:30 O'CLOCK P.M.



Edward J. Freel

Edward J. Freel, Secretary of State

2367916 8100

971119332

AUTHENTICATION:

DATE:

8418275

04-14-97

TRADEMARK

REEL: 003197 FRAME: 0929

**CERTIFICATE OF AMENDMENT
OF
CERTIFICATE OF INCORPORATION**

X-III KG Holdings, Inc., a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware,

DOES HEREBY CERTIFY:

FIRST: That the Board of Directors of said corporation, by the unanimous written consent of its members, filed with the minutes of the Board, adopted a resolution proposing and declaring advisable the following amendment to the Certificate of Incorporation of said corporation:

RESOLVED, that the Certificate of Incorporation of X-III KG Holdings, Inc. be amended by changing the First Article thereof so that, as amended, said Article shall be and read as follows:

FIRST: The name of the Corporation is "The Katharine Gibbs Schools, Inc."

SECOND: That in lieu of a meeting and vote of stockholders, the stockholders have given unanimous written consent to said amendment in accordance with the provisions of Section 228 of the General Corporation Law of the State of Delaware.

THIRD: That the aforesaid amendments was duly adopted in accordance with the applicable provisions of Sections 242 and 228 of the General Corporation Law of the State of Delaware.

IN WITNESS WHEREOF, said X-III KG Holdings, Inc., has caused this certificate to be signed by Beverly C. Chell, its Vice Chairman this 7th day of November, 1994.

X-III KG Holdings, Inc.

By: 
Beverly C. Chell
Vice Chairman

TOTL P.22

TRADEMARK ASSIGNMENT

WHEREAS, Katharine Gibbs School (Incorporated), a New York corporation ("Assignor") is using and is the owner of certain trademarks, service marks, trade names and trade dress listed in Annex A (the "Marks"); and

WHEREAS, KPIII KG Holdings Corporation, a Delaware corporation ("Assignee") desires to acquire the Marks;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor hereby sells, assigns and transfers to Assignee, its successors and assigns, absolutely and forever, the entire right, title and interest, whether statutory or at common law, in and to the Marks and such other trademarks, service marks, trade names and trade dress as may be owned by Assignor and used in connection with the Marks, together with (a) all registrations thereof, (b) the goodwill of the business symbolized by them throughout the world, and (c) all causes of action for any and all previously occurring infringements of the rights being assigned and the right to receive and retain the proceeds relating to those infringements.

Assignor agrees to execute further papers and to do such other acts as may be necessary and proper to vest full title in and to the Marks in Assignee.

IN WITNESS WHEREOF, the Assignor has caused this Trademark Assignment to be executed and delivered as of March 7, 1994.

KATHARINE GIBBS SCHOOL (INCORPORATED),
A NEW YORK CORPORATION

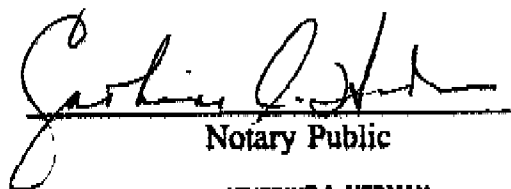
By: David Walsh
Name: DAVID WALSH
Title: ATTORNEY IN FACT

TRADEMARK

REEL 130 FRAME 98

STATE OF NEW YORK)
 : ss.:
COUNTY OF NEW YORK)

On this 7th day of March, 1994 before me personally appeared David Walsh, to me known to be the person who executed the foregoing Trademark Assignment, who being by me duly sworn, deposes and says that he is attorney in fact for Katharine Gibbs School (Incorporated), a New York corporation, which executed the foregoing Trademark Assignment; and that he signed his name thereto pursuant to authority granted to him by the board of directors of said corporation.


Notary Public

CATHERINE A. HEDMAN
Notary Public, State of New York
No. 31-4991964
Qualified in New York County
Commission Expires Feb. 18, 1996

TRADEMARK

REEL 130 FRAME 99

ANNEX 1

<u>Mark Name</u>	<u>U.S. Registration Number</u>	<u>U.S. Registration Date</u>
Katharine Gibbs	1017159	7/29/75
Katharine Gibbs School	1017158	7/29/75

REEL 1301 FRAME 500
 TRADEMARK

APR 11 96
 U.S. PATENT AND TRADEMARK
 OFFICE