

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Middlesex Savings Bank		07/03/2003	CORPORATION: MASSACHUSETTS

RECEIVING PARTY DATA

Name:	VanderWyk & Burnham Holdings LLC
Street Address:	P.O. Box 2789
City:	Acton
State/Country:	MASSACHUSETTS
Postal Code:	01720
Entity Type:	LIMITED LIABILITY COMPANY: MASSACHUSETTS

PROPERTY NUMBERS Total: 5

Property Type	Number	Word Mark
Registration Number:	1940681	VANDERWYK & BURNHAM
Registration Number:	1956305	V&B
Registration Number:	2040263	HIGHER LEARNING THROUGH HUMAN INTEREST
Registration Number:	2444752	HELPING HANDS
Registration Number:	2386199	LIFE: PART TWO

CORRESPONDENCE DATA

Fax Number: (508)929-3073
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: (508)791-3511
 Email: trademark@bowditch.com
 Correspondent Name: Robin L. Wilkes
 Address Line 1: 311 Main Street
 Address Line 2: Bowditch & Dewey, LLP
 Address Line 4: Worcester, MASSACHUSETTS 01615-0156

CH \$140.00 1940681

ATTORNEY DOCKET NUMBER:	161712.4006-001
NAME OF SUBMITTER:	Robin L. Wilkes
Signature:	/Robin Wilkes/
Date:	12/13/2005
Total Attachments: 7 source=assignment-bill of sale (00618271)#page1.tif source=assignment-bill of sale (00618271)#page2.tif source=assignment-bill of sale (00618271)#page3.tif source=assignment-bill of sale (00618271)#page4.tif source=assignment-bill of sale (00618271)#page5.tif source=assignment-bill of sale (00618271)#page6.tif source=assignment-bill of sale (00618271)#page7.tif	

SECURED PARTY BILL OF SALE

Middlesex Savings Bank (the "Secured Party") in its capacity as holder of a security interest in certain assets of Publicom, Inc. (the "Debtor"), in consideration of the receipt by the Secured Party of the sum of \$35,000.00 (the "Purchase Price") and other good and valuable consideration, hereby grants, assigns, sells, transfers and delivers to VanderWyk & Burnham Holdings LLC, a Massachusetts limited liability company (the "Purchaser"), all of the Debtor's right, title and interest in and to the personal property described on Exhibit A attached hereto, in which the Secured Party claims a security interest (the "Property") free and clear of all liens, security agreements and encumbrances, claims, demands and charges of every kind whatsoever. Upon acceptance of the terms of this Bill of Sale, and payment of the Purchase Price and any applicable taxes to the Secured Party, the Purchaser shall accept delivery of the Property at the premises of Publicom, Inc., 60 Aberdeen Avenue, Cambridge, Massachusetts (the "Premises").

Any and all storage charges from July 7, 2003, and all transportation and shipping charges shall be borne by the Purchaser. The Purchaser shall, in addition to the other amounts payable hereunder, pay all sales, use and other taxes, federal, state or otherwise, however designated, which are levied or imposed by reason of the transaction contemplated herein, other than taxes charge upon or by reference to the overall net income or profits of the Secured Party. Without limiting the foregoing, the Purchaser shall pay to the Secured Party an amount equal to any such taxes actually paid or required to be collected by the Secured Party prior to or concurrently with delivery of the Property.

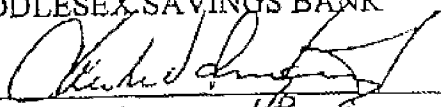
The Secured Party represents that it has a right to sell the Property pursuant to an Amended and Restated Loan and Security Agreement (All Assets) dated April 14, 2003 and related documents by and between Publicom, Inc. and the Secured Party.

THE SECURED PARTY MAKES NO WARRANTIES OR REPRESENTATIONS OF ANY KIND, EXPRESS OR IMPLIED, WITH RESPECT TO THE PROPERTY. THE PROPERTY IS SOLD "AS IS" AND "WHERE IS" AND THE SECURED PARTY MAKES NO WARRANTIES AS TO, AND SPECIFICALLY DISCLAIMS ANY WARRANTIES OF, TITLE, POSSESSION, QUIET ENJOYMENT, MERCHANTABILITY OR FITNESS FOR ANY PURPOSE WHATSOEVER EXCEPT AS SPECIFICALLY PROVIDED FOR HEREIN.

By acceptance of this Bill of Sale, the Purchaser agrees to indemnify and hold harmless the Secured Party from and against any loss, cost or expenses which the Secured Party may incur on account of any claims arising from any damage to the Premises, or to any other properties, caused by the Purchaser's entry upon the Premises or other properties and the disconnection, dismantling, packing or removal of the Property.

IN WITNESS WHEREOF, the undersigned have executed this Secured Party Bill of Sale as of this 7th day of July, 2003.

MIDDLESEX SAVINGS BANK

By: 
Name: CHARLES J. PASIKAWICZ, JR.
Title: Assistant Vice-President

Accepted and agreed:

VANDERWYK & BURNHAM HOLDINGS LLC

By: *Gary A. Maple* 11 JUL '03
Gary A. Maple
Its Manager

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Exhibit "A"

a. Any and all rights of Publicom, Inc., in and to those published titles, set forth on attached Schedule 1 and the following unpublished titles:

Unpublished Manuscripts:

- *A Year of Sundays* by Edward Webster
- *The Greenhouse Project* by William H. Thomas, M.D.

Included with any and all other rights of Publicom, Inc., in and to the above titles are all of Publicom, Inc.'s rights in and to all author contracts and royalty agreements pertaining to or relating to the above published titles and unpublished manuscripts. The author contracts and royalty agreements include the following:

Author	Contract Date	Book Title
Barnett, John	9/25/98	How to Feel Good As You Age
Cleghorn, Andrea	3/4/96	Rosie's Place
Day, Barbara	4/7/97	How to Enjoy Your Retirement
Hawthorne, Lillian	3/9/02	Sisters and Brothers All These Years
Ilardo, Joseph	3/5/97	As Parents Age
Ilardo, Joseph	8/15/00	Are Your Parents Driving You Crazy?
Loucks, Cynthia	2/9/00	But This Is My Mother!
Reynolds, Rebecca	9/13/04	Bring Me the Ocean - hardcover
Reynolds, Rebecca	11/25/96	Bring Me the Ocean - audiobook
Rothman, Carole	8/15/00	Are Your Parents Driving You Crazy?
Shull, Ira	5/1/96	For the Love of Teaching
Smith, Cathryn	2/22/02	The Glory Walk
Smith, Stanley	7/15/96	The Sacred Rules of Management
Sonnabend, Nancy Lelewer	2/17/94	Something's Not Right
Debra Stark	11/13/00	If Kallimos Had a Chef
Thomas, William	12/8/95	Life Worth Living
Thomas, William	11/23/98	Learning from Hannah
Thomas, William	4/23/02	The Greenhouse Project (working title)
Wagner, Tricia	4/7/97	How to Enjoy Your Retirement
Webster, Edward	3/19/02	A Year of Sundays

b. Any and all rights of Publicom, Inc., in certain registered and unregistered trademarks, including the tradename and imprint "VanderWyk & Burnham," and any and all variations, including but not limited to certain registered trademarks, more fully described as follows:

Mark: VanderWyk & Burnham (and design)
Reg. No.: 1,940,681
Reg. Date: December 12, 1995

Mark: V & B (and design)
Reg. No.: 1,956,305

Reg. Date: February 13, 1996

Mark: Higher Learning Through Human Interest
 Reg. No.: 2,040,263
 Reg. Date: February 25, 1997

Mark: Helping Hands
 Reg. No.: 2,444,752
 Reg. Date: April 17, 2001

Mark: Life: Part Two
 Reg. No.: 2,386,199
 Reg. Date: September 12, 2000

c. Possession and all rights and licenses pertaining to certain databases and downloads, including but not limited to the VanderWyk & Burnham publicity database, all data pertaining to or related to VanderWyk & Burnham marketing efforts and all Peachtree data related to VanderWyk & Burnham, including but not limited to the following:

- V & B Publicity database
- All contents of the hard drive of the computer formerly used by S. Paiva (V & B marketing)
- All contents of the hard drive of the computer formerly used by M. Mandel (Peachtree Accounting for V & B)

d. Possession and all rights and licenses to certain equipment and all software and software programs presently installed on the following, including but not limited to the following peripherals and software:

- Apple G4 Mac [with 20" monitor, keyboard, mouse; Quark Express; Photoshop; Suitcase]
- Apple G3 Mac [with 20" monitor, keyboard, mouse; Quark Express; Photoshop; Suitcase]
- Acumen System machine [Apple Power Mac with monitor, keyboard, mouse]
- IBM compatible PC with monitor, keyboard, mouse
- Apple I Mac [with Filemaker software]
- SnapServer [network storage fileserver]
- Brother Typewriter
- Hewlett-Packard black and white LaserJet printer

e. Possession and all rights and licenses to certain used furniture and miscellaneous personal property, specifically two (2) desks, two long tables, twelve (12) filing cabinets, two (2) chairs, two (2) gray bookcases, four (4) wall and three (3) flyer-display units, and miscellaneous packing and other materials in the fulfillment area of the premises of Publicom, Inc., more fully described as follows:

File Cabinets – 12:


- 4 – Rutter's office
- 4 – V & B fulfillment area
- 2 – Stacey Paiva's office
- 1 – Pat Moore's office
- 1 – Hall outside Rutter's office
- 2 Desks – Rutter's office
- 2 Chairs – 1 in the Fulfillment area, 1 in Rutter's office

- 2 Long tables in Fulfillment area
- 2 Gray Book Cases
- 7 Flyer Display Units
- Miscellaneous packing and shipping materials including scale

f. Possession and all rights and licenses to all files relating to VanderWyk & Burnham, current and archived, paper and electronic, located at the premises of Publicom, Inc., including but not limited to:

- V&B Promotional Flyers
- Catalogs
- Trade Mark Registrations
- Author Contracts & Royalty Records
- V&B Marketing correspondence
- V&B Databases and Website

g. Possession and all rights and licenses to all book inventory bearing the mark or imprint of VanderWyk & Burnham, whether located at 60 Aberdeen Avenue, Cambridge, Massachusetts or wherever any unsold VanderWyk & Burnham books and manuscripts may be located, including any and all information in Secured Party's possession regarding the current location of all such unsold books and manuscripts;

h. All rights in and to the website design and address related to or pertaining to www.vandb.com, as well as the existing toll-free number (1-800-784-7916) and any other telephone numbers issued to the name of VanderWyk & Burnham; 19 

i. All rights of VanderWyk & Burnham, a division of Publicom, Inc., existing pursuant to that agreement with BookWorld Services, Inc. dated June 15, 2000, provided, however, the Secured Party retains and reserves all rights to account due as of the date hereof under said agreement with BookWorld Services, Inc.;

j. All rights of Publicom, Inc., in and to all books and materials in any format or medium bearing the imprint or mark of VanderWyk & Burnham not otherwise conveyed.

SCHEDULE 1

EXHIBIT A
Pg. 1 of 2

Project Codes ↓	Book Abbreviations ↓	Title, Price, etc. ↓	Number of Books, Weight per Carton ↓	
85	APDC 2001	Are Your Parents Driving You Crazy? How to Resolve the Most Common Dilemmas by Joseph A. Iardo and Carole R. Rothman with Aging Parents (240 pages) \$14.95 (paperback)	48 bks, 36 lbs	ISBN: 1-889242-14-4
90	APA 1998	As Parents Age: A Psychological and Practical Guide by Joseph A. Iardo \$19.95 (paperback) *\$29.95 (hardcover)	24 bks, 27 lbs	(304 pages) ISBN: 1-889242-05-5 OOP -047
96	BMTO 1995	Bring Me the Ocean: Nature as Teacher, Messenger, and Intermediary by Rebecca A. Reynolds \$21.95 (hardcover)	28 bks, 32 lbs	(120 pages) ISBN: 0-9641089-2-5
91	BMTO Audiobook 1999	Bring Me the Ocean: The Natural World as Healer by Rebecca A. Reynolds \$18.95 (2 cassettes)	75 cassettes	(126 minutes) ISBN: 1-889242-01-2
86	BTMM 2000	But This Is My Mother! The Plight of Our Elders in American Nursing Homes by Cynthia Loucks \$14.95 (paperback) *\$21.95 (hardcover)	28 bks, 21 lbs	(264 pages for both) ISBN: 1-889242-12-8 OOP -13
93	FLT 1998	For the Love of Teaching: And Other Reasons Teachers Do What They Do Interview Portraits by Ira D. Shull \$23.95 (hardcover)	40 bks, 32 lbs	(192 pages) ISBN: 1-889242-03-
81	TGW 2003	The Glory Walk: An Unusual Tribute by Cathryn E. Smith \$xx.95 (hardcover?)	xx bks, xx lbs	(xxx page) ISBN: 1-889242-17-
82	HER2 2002 HER1 = 1998	How to Enjoy Your Retirement: Activities from A to Z—SECOND EDITION by Tricia Wagner and Barbara Day \$12.95 (paperback) \$19.95 (1st Edition—Project Code 89)	20 bks, 26 lbs	(280 page) ISBN: 1-889242-16-6 OOP -02
87	HFG 2000	How to Feel GOOD As You Age: A Voice of Experience by John Barnett \$12.95 (paperback) \$24.95 (hardcover)	28 bks, 32 lbs 24 bks, 36 lbs	(360 page) ISBN: 1-889242-08-8 ISBN: 1-889242-07-
84	IKHC 2001	If Kallimos Had a Chef: Natural Recipes for a Natural World by Debra Stark \$14.95 (paperback)	32 bks, 38 lbs	(272 page) ISBN: 1-889242-15-
88	LFH 1999	Learning from Harunah: Secrets for a Life Worth Living by Dr. William H. Thomas, M.D. \$21.95 (hardcover)	48 bks, 41 lbs	(240 page) ISBN: 1-889242-06-

*Item is available through V&B only

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| 95 | LWL
1996 | Life Worth Living: How Someone You Love Can Still Enjoy Life in a Nursing Home—
by Dr. William H. Thomas, M.D | The Eden Alternative in Action (232 pages) |
| | | \$17.95 (paperback) | 48 bks, 42 lbs ISBN: 0-9641089-6-8 |
| 94 | RP
1997 | Rosie's Place: Offering Women Shelter and Hope
by Andrea Cleghorn | (184 pages) |
| | | \$23.95 (hardcover) | 40 bks, 39 lbs ISBN: 0-9641089-9-2 |
| 92 | SRM
1997 | The Sacred Rules of Management: How to Get Control of Your Time and Your Work
by Stanley E. Smith | (80 pages) |
| | | \$17.95 (hardcover) | 56 bks, 33 lbs ISBN: 0-9641089-7-6 |
| 80 | SAB
2003 | Sisters and Brothers All These Years: Taking Another Look at the Longest Relation-
by Lillian S. Hawthorne | ship in Your Life (152 pages) |
| | | \$9.95 (paperback) | xx bks, xx lbs ISBN: 1-889242-19-5 |
| 98 | SNR
1994 | Something's Not Right: One Family's Struggle with Learning Disabilities
by Nancy Lelewer | (184 pages) |
| | | \$14.95 (paperback) | 56 bks, 33 lbs ISBN: 0-9641089-1-7 |
| | | *\$21.95 (hardcover) | 40 bks, 39 lbs ISBN: 0-9641089-0-9 |

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