

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
McGraw-Hill Companies, Inc.		11/08/2005	CORPORATION: NEW YORK
RECEIVING PARTY DATA			
Name:	Vendome Group, LLC		
Street Address:	149 Fifth Avenue		
Internal Address:	10th Floor		
City:	New York		
State/Country:	NEW YORK		
Postal Code:	11010		
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE		
PROPERTY NUMBERS Total: 4			
Property Type	Number	Word Mark	
Registration Number:	2129111	E.MD	
Registration Number:	1909984	HEALTHCARE INFORMATICS	
Registration Number:	0855132	POSTGRADUATE MEDICINE	
Registration Number:	1116390	THE PHYSICIAN AND SPORTSMEDICINE	
CORRESPONDENCE DATA			
Fax Number:	(888)325-9188		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	4012749200		
Email:	trademark@eapdlaw.com		
Correspondent Name:	Efrosyni Iosiphidis		
Address Line 1:	PO Box 55874		
Address Line 4:	Boston, MASSACHUSETTS 02205		
ATTORNEY DOCKET NUMBER:	34981/0266 US - GNC		

CH \$115.00 2129111

NAME OF SUBMITTER:	Efrosyni Iosiphidis
Signature:	/Efrosyni Iosiphidis/
Date:	12/13/2005
Total Attachments: 8 source=tm assign mcgraw vendome in the US#page1.tif source=tm assign mcgraw vendome in the US#page2.tif source=tm assign mcgraw vendome in the US#page3.tif source=tm assign mcgraw vendome in the US#page4.tif source=tm assign mcgraw vendome in the US#page5.tif source=tm assign mcgraw vendome in the US#page6.tif source=tm assign mcgraw vendome in the US#page7.tif source=tm assign mcgraw vendome in the US#page8.tif	

TRADEMARK ASSIGNMENT

WHEREAS, THE MCGRAW-HILL COMPANIES, INC., a New York corporation, with its principal place of business located at 1221 Avenue of the Americas, New York, New York 10020 ("Assignor"), owns and has used in its business the trademarks set forth on Schedule A hereto (the "Marks"); and

WHEREAS, pursuant to the Asset Purchase Agreement, dated November 8, 2005 (the "Agreement"), by and between Assignor and Vendome Group, LLC, a Delaware limited liability company, with its principal place of business located at 149 Fifth Avenue, 10th Floor, New York, New York 11010 ("Assignee"), Assignor has agreed to assign its right, title and interest in and to the Marks; and

WHEREAS, Assignee desires to accept and acquire Assignor's right, title and interest in and to the Marks;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor does hereby sell, assign, and transfer to Assignee and its successors or assigns, its entire right, title and interest in and to the Marks and in and to any registrations, renewals and extensions that may be granted thereon along with the goodwill of the business symbolized thereby, including all rights therein provided by international conventions and treaties, as well as any and all rights derived from use of the Marks, either by itself or by licensees, as well as the right to sue for past, present and future infringement thereof.

Assignor shall timely execute and deliver any reasonable additional documents and perform, at Assignee's expense, such reasonable additional acts necessary or desirable to record and perfect the interest of Assignee in and to the Marks, and shall not enter into any agreement in conflict with this Assignment.

Notwithstanding the foregoing, the assignment of the Marks by Assignor to Assignee hereunder does not include and shall not be deemed to include any sale, assignment or transfer of any right, title or interest in and to (including as a trade name, trademark, corporate name, domain name or otherwise) the McGraw-Hill logo, "McGraw-Hill", "The McGraw-Hill Companies, Inc.", "MH", "Standard & Poor's", "S&P" or any derivations thereof.

This Trademark Assignment is subject in all respects to the terms and conditions of the Agreement and nothing herein shall be deemed to supersede any covenant, agreement, representation or warranty of any party set forth therein. Capitalized terms used herein and not otherwise defined shall have the meanings ascribed to them in the Agreement.

This Assignment may be executed in one or more counterparts, each of which shall be deemed an original, and all of which together shall constitute one and the same agreement.

IN WITNESS WHEREOF, Assignor has caused this Trademark Assignment to be duly and properly executed as of the date set forth below.

THE MCGRAW-HILL COMPANIES, INC.

Dated: November 4, 2005

By: Jason P. Hauben
Name: Jason P. Hauben
Title: Senior Vice President, Finance &
Planning

THE VENDOME GROUP, LLC

Dated: November __, 2005

By: _____
Name: Dean M. Vogel
Title: Founder and President

[Signature page to Trademark Assignment]

IN WITNESS WHEREOF, Assignor has caused this Trademark Assignment to be duly and properly executed as of the date set forth below.

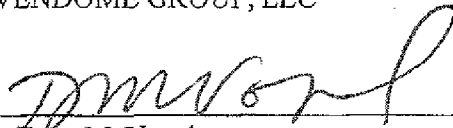
THE MCGRAW-HILL COMPANIES, INC.

Dated: November __, 2005

By: _____
Name: Jason P. Hauben
Title: Senior Vice President, Finance &
Planning

THE VENDOME GROUP, LLC

Dated: November 9, 2005

By:  _____
Name: Dean M. Vogel
Title: Founder and President

[Signature page to Trademark Assignment]

Schedule A

Trademarks

e.MD (Stylized)	United States	REFERENCE#: 300D559-US0 FILED: 3/14/1997 APPL#: 75/25,687 REGDT: 1/31/1998 REG#: 2,129,111 STATUS: REGISTERED CLASSES: 16 publication, namely, a magazine covering information in the medical and healthcare fields 41 - arranging and conducting educational conferences in the medical and healthcare fields
HEALTHCARE INFORMATICS	United States	REFERENCE#: 300C940-US0 FILED: 5/2/1994 APPL#: 74/519,183 REGDT: 8/8/1995 REG#: 1,909,984 STATUS: REGISTERED CLASSES: 16 magazine about the use of computers in the healthcare industry
HOSPITAL PRACTICE	Hungary	REFERENCE#: 400B347-HU0 FILED: 12/13/1995 APPL#: M9503710 REGDT: 3/11/1998 REG#: 149281 STATUS: REGISTERED CLASSES: 16 magazine and biomedical communications articles published for and distributed to physicians. (in class 16)
	Portugal	REFERENCE#: 400B347-PT0 FILED: 12/21/2001 APPL#: 360878 REGDT: 4/9/2003 REG#: 360878 STATUS: REGISTERED CLASSES: 16 magazines and publications
	Spain	REFERENCE#: 400B347-ES0 FILED: 5/28/1998 APPL#: 2.164.762 REGDT: 11/20/1998 REG#: 02164762/3 STATUS: REGISTERED CLASSES: 16 magazines and publications.
MEDYCYNĄ PO DYPLOMIE	Poland	REFERENCE#: 400B022-PL0

		FILED: 8/25/1994 APPL#: Z-137400 REGDT: 5/17/1999 REG#: 111210 STATUS: REGISTERED CLASSES: 16 printed matter, publications and magazines in class 16
ORVOSTOVABBKEPZO SZEMLE	Hungary	REFERENCE#: 400C001-HU0 FILED: 1/4/1996 APPL#: M96 00030 REGDT: 3/11/1998 REG#: 149353 STATUS: REGISTERED CLASSES: 16 printed matter and publications; namely magazines. (in class 16)
POSTGRADUATE MEDICINE	Brazil	REFERENCE#: 4002357-BRO FILED: 1/17/1996 APPL#: 819032620 REGDT: 9/22/1998 REG#: 819032620 STATUS: REGISTERED CLASSES: 11
	Colombia	REFERENCE#: 4002357-CO0 FILED: 9/30/1992 APPL#: 368613 REGDT: 2/10/1994 REG#: 151.647 STATUS: REGISTERED CLASSES: 16 - magazines, newsletters, publications and all other goods in this class
	Hungary	REFERENCE#: 4002357-HU0 FILED: 1/19/1996 APPL#: M96 00168 REGDT: 3/12/1998 REG#: 149413 STATUS: REGISTERED CLASSES: 16 printed matter and publications; namely magazines. (in class 16)
	India	REFERENCE#: 4002357-IN0 FILED: 8/12/1999 APPL#: 870916 REGDT: REG#: STATUS: PENDING CLASSES: 16
	Japan	REFERENCE#: 4002357-JP0 FILED: 10/23/1992

		APPL#: 4-305073 REGDT: 7/31/1996 REG#: 3176421 STATUS: REGISTERED CLASSES: 16
	Mexico	REFERENCE#: 4002357-MX0 FILED: 10/3/1991 APPL#: 123833 REGDT: 6/27/1994 REG#: 464638 STATUS: REGISTERED CLASSES: 16 - paper, cardboard and goods made from these materials, not included in other classes; printed matter; bookbinding material; photographs; stationery; adhesives for stationery or household purposes; artists materials; paint brushes; typewriters and office requisites (except furniture); instructional and teaching material (except apparatus); plastic materials for packaging (not included in other classes); playing cards; printers' type; printing blocks.
	Poland	REFERENCE#: 4002357-PL0 FILED: 12/16/1991 APPL#: Z-104298 REGDT: 10/12/1994 REG#: 78574 STATUS: REGISTERED CLASSES: 16 paper, publications
	Portugal	REFERENCE#: 4002357-PT0 FILED: 1/16/2001 APPL#: 352739 REGDT: 7/29/2003 REG#: 352739 STATUS: REGISTERED CLASSES: 16 magazines and publications.
	Slovak Republic	REFERENCE#: 4002357-SK0 FILED: PROPOSED APPL#: REGDT: REG#: STATUS: CLASSES:
	South Africa	REFERENCE#: 4002357-ZA0 FILED: 11/18/1994 APPL#: 94/12686 REGDT: 5/8/1997 REG#: 94/12686 STATUS: REGISTERED CLASSES: 16 printed matter and publications; namely magazines. (in class 16)

	Spain	REFERENCE#: 4002357-ES0 FILED: 5/12/1998 APPL#: 2.161.274 REGDT: 11/20/1998 REG#: 02161274/9 STATUS: REGISTERED CLASSES: 16 magazines and publications
	Turkey	REFERENCE#: 4002357-TR0 FILED: 10/2/1992 APPL#: 8646/92 REGDT: 10/2/1992 REG#: 142056 STATUS: REGISTERED CLASSES: 16 magazines, newsletters, publications and all other goods in international class 16.
	United States	REFERENCE#: 3002357-US0 FILED: 2/1/1968 APPL#: 290,052 REGDT: 8/20/1968 REG#: 855,132 STATUS: REGISTERED CLASSES: 16 monthly medical magazine
THE PHYS. AND SPORTSMEDICINE	United States	REFERENCE#: 3001098-US0 FILED: 6/16/1978 APPL#: 174,765 REGDT: 4/10/1979 REG#: 1,116,390 STATUS: REGISTERED CLASSES: 16 monthly magazine
THE PHYSICIAN AND SPORTSMEDICINE	Colombia	REFERENCE#: 4001098-CO0 FILED: 12/13/1995 APPL#: 95058953 REGDT: 8/15/1996 REG#: 190149 STATUS: REGISTERED CLASSES: 16 magazines and newspapers
	Japan	REFERENCE#: 4001098-JP0 FILED: 10/23/1992 APPL#: 4-305074 REGDT: 7/31/1996 REG#: 3176422 STATUS: REGISTERED CLASSES: 16 magazines and newspapers

	Mexico	REFERENCE#: 4001098-MX0 FILED: 12/16/1992 APPL#: 157023 REGDT: 8/18/1993 REG#: 439972 STATUS: REGISTERED CLASSES: 16 magazines, newsletters, publications and all other goods in international class
	Portugal	REFERENCE#: 4001098-PTO FILED: 3/24/1999 APPL#: 354.887 REGDT: 1/24/2002 REG#: 354.887 STATUS: REGISTERED CLASSES: 16 magazines and publications.
	Spain	REFERENCE#: 4001098-ES0 FILED: 1/23/2001 APPL#: 2372885 REGDT: 7/20/2001 REG#: 2372885 STATUS: REGISTERED CLASSES: 16 magazines and publications.