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

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

Phone: 4012749200

Email: trademark@eapdlaw.com

Correspondent Name: Efrosyni losiphidis
Address Line 1: PO Box 55874

Address Line 4: Boston, MASSACHUSETTS 02205

ATTORNEY DOCKET NUMBER: 34981/0266 US - GNC

TRADEMARK REEL: 003209 FRAME: 0249

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NAME OF SUBMITTER: Efrosyni losiphidis				
Signature:	/Efrosyni losiphidis/			
Date:	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.

WITNESS WHEREOF, Assignor has caused this Tradema executed as of the date set forth below.	ırk Assignm	ient to be
THE McGRAW-HILL (COMPANIE	S, INC.

Dated: November 4, 2005

Title: Senior Vice President, Finance &

Planning

THE VENDOME GROUP, LLC

Dated: November_, 2005

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

Ву: ___ Name: Jason P. Hauben

Title: Senior Vice President, Finance &

Planning

THE VENDOME GROUP, LLC

Dated: November <u>9</u>, 2005

Name: Dean M. Vogel

Title: Founder and President

[Signature page to Trademark Assignment]

Schedule A

Trademarks

BATH (C) II II	TT 1: 1	TO VICTORIA WAY OF A CONTRACT OF THE CONTRACT
e.MD (Stylized)	United	REFERENCE#: 300D559-US0
	States	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	United	REFERENCE#: 300C940-US0
INFORMATICS	States	FILED: 5/2/1994
	States	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
		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
	1 Ortugar	FILED: 12/21/2001
		APPL#: 360878
		REGDT: 4/9/2003
		REGH: 4/9/2003
		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.
MEDYCYNA PO DYPLOMIE	Poland	REFERENCE#: 400B022-PL0
MEDICHALODILLOME	1 Olanu	NET PROBUCE. 400D022-FE0

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		FILED: 8/25/1994
	1	APPL#: Z-137400
		REGDT: 5/17/1999
	-	REG#: 111210
		STATUS: REGISTERED
		CLASSES: 16 printed matter, publications and magazines in class 16
		To prince manner, passession and magnetic in the re-
ORVOSTOVABBKEPZO	Hungary	REFERENCE#: 400C001-HU0
SZEMLE		FILED: 1/4/1996
		APPL#: M96 00030
		REGDT: 3/11/1998
		REG#: 149353
		STATUS: REGISTERED
		· I
		CLASSES: 16 printed matter and publications; namely magazines. (in
		class 16)
POSTGRADUATE	Brazil	REFERENCE#: 4002357-BRO
MEDICINE	Diazii	•
MEDICINE		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
	Trangary	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

	···r	
		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 ot her 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	DEFENDANCE!! 4000057 DV 0
	Poland	REFERENCE#: 4002357-PL0
		FILED: 12/16/1991
		APPL#: Z-104298
		REGDT: 10/12/1994
		REG#: 78574
		STATUS: REGISTERED
Ministra		CLASSES: 16 paper, publications
	Portugal	REFERENCE#: 4002357-PT0
		FILED: 1/16/2001
	İ	APPL# : 352739
		REGDT: 7/29/2003
		REG#: 352739
		STATUS: REGISTERED
		CLASSES: 16 magazines and publications.
		<u> </u>
·	Slovak	REFERENCE#: 4002357-SK0
	Republic	FILED: PROPOSED
		APPL#:
		REGDT:
		REG#:
		STATUS:
		CLASSES:
	South	REFERENCE#: 4002357-ZA0
	Africa	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)
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Spain REFERENCE#: 4002357-ES0 FILED: 5/12/1998 APPL#: 2.161.274 REGDT: 11/20/1998 REG#: 0.161274/9 STATUS: REGISTERED CLASSES: 16 magazines and publications			
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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.

PRV_765343_3/GCHACLAS

TRADEMARK REEL: 003209 FRAME: 0258

RECORDED: 12/13/2005