

TRADEMARK ASSIGNMENT

Electronic Version v1.1

Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Asset Purchase Agreement		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
DOWDEN HEALTH MEDIA, INC.		04/30/2006	CORPORATION: NEW YORK
RECEIVING PARTY DATA			
Name:	WAINSCOT MEDIA, LLC		
Street Address:	110 Summit Avenue		
City:	Montvale		
State/Country:	NEW JERSEY		
Postal Code:	07645		
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE		
PROPERTY NUMBERS Total: 3			
Property Type	Number	Word Mark	
Registration Number:	3078248	NEW YORK SPACES	
Serial Number:	78865371	MONMOUTH HEALTH & LIFE	
Serial Number:	78865368	MORRIS HEALTH & LIFE	
CORRESPONDENCE DATA			
Fax Number:	(212)895-2900		
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>			
Phone:	2128952000		
Email:	dmack@brownraysman.com		
Correspondent Name:	Monica B. Richman		
Address Line 1:	900 Third Avenue		
Address Line 4:	New York, NEW YORK 10022		
ATTORNEY DOCKET NUMBER:	824729-26 DISB CODE 099		
NAME OF SUBMITTER:	Monica B. Richman		
Signature:	/monica b. richman/		

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REEL: 003353 FRAME: 0797

Date:

07/24/2006

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 York having a place of business at 425 Park Avenue, New York, New York 10022 ("Assignor") and WAINSCOT MEDIA, LLC, a limited liability company organized and existing under the laws of Delaware, with an address at 110 Summit Avenue, Montvale, New Jersey 07645 ("Assignee").

WHEREAS, Assignor and Assignee entered into an Asset Purchase Agreement dated as of April 30, 2006 ("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)(ii) 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.

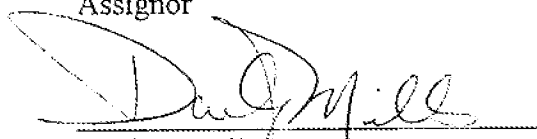
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IN WITNESS WHEREOF, this Assignment has been executed by the parties on
the day and year written below.

DOWDEN HEALTH MEDIA, INC.

Assignor

Dated as of: April 30, 2006


Daniel J. Mills
Executive Vice President

Subscribed and sworn to before me
this 19th day of May, 2006.


Notary Public

TAIFA R. JOHNSON
Notary Public, State of New York
No. 01J05077-01
Qualified in Kings County
Commission Expires September 3, 2006

WAINSCOT MEDIA, LLC

Assignee

Dated as of: April 30, 2006

Carroll V. Dowden
Chairman

Subscribed and sworn to before me
this ____ day of May, 2006.

Notary Public

Trademark Assignment

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

DOWDEN HEALTH MEDIA, INC.

Assignor

Date: April 30, 2006

Daniel J. Mills
Executive Vice President, Treasurer
and Secretary

Subscribed and sworn to before me
this 30th day of April, 2006.

Notary Public

WAINSCOT MEDIA, LLC

Assignee

Date: April 30, 2006

Carroll V. Dowden
Carroll V. Dowden
Chairman

Subscribed and sworn to before me
this 30th day of April, 2006.

Luke Frezza
Notary Public



EXHIBIT A

Registered/Filed Trademarks:

Trademark	Country	Reg. Date.	Reg. No.
BERGEN HEALTH AND LIFE	United States	6/15/2004	2,855,371
NEW YORK SPACES	United States	11/23/2004	3,078,248
MONMOUTH HEALTH & LIFE	United States	Filed April 19, 2006	78/865371
MORRIS HEALTH & LIFE	United States	Filed April 19, 2006	78/865368