

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Trademark Security Agreement

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Alliance Entertainment Corporation		08/01/2007	CORPORATION: DELAWARE
Canoe & Kayak, Inc.		08/01/2007	CORPORATION: DELAWARE
CSK Publishing Company Incorporated		08/01/2007	CORPORATION: DELAWARE
McMullen Argus Publishing, Inc.		08/01/2007	CORPORATION: CALIFORNIA
Motor Trend Auto Shows Inc.		08/01/2007	CORPORATION: DELAWARE
PRIMEDIA Enthusiast Publications, Inc.		08/01/2007	CORPORATION: PENNSYLVANIA
PRIMEDIA Magazine Finance Inc.		08/01/2007	CORPORATION: DELAWARE
PRIMEDIA Special Interest Publications Inc.		08/01/2007	CORPORATION: DELAWARE
PRIMEDIA Specialty Group Inc.		08/01/2007	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	Citicorp North America, Inc., as Collateral Agent
Street Address:	390 Greenwich Street
City:	New York
State/Country:	NEW YORK
Postal Code:	10013
Entity Type:	CORPORATION:

PROPERTY NUMBERS Total: 175

Property Type	Number	Word Mark
Registration Number:	1666163	ABBEEY ROAD RECORD DIST.
Registration Number:	2957304	ALL GAME GUIDE
Registration Number:	2461111	AEC ONE STOP GROUP
Registration Number:	2908265	AEC SUPPLY CHAIN MANAGEMENT
Registration Number:	2401942	AM2PED

CH \$4390.00 1666163

Registration Number:	2454741	AM2PED
Registration Number:	2397766	AMIGO! AEC MUSIC INDEX
Registration Number:	1871150	ASTRO TALK
Registration Number:	2404000	CDF CONSUMER DIRECT FULFILLMENT
Registration Number:	1868115	CHILD STAR
Registration Number:	2393497	IDN INNOVATIVE DISTRIBUTION NETWORK
Registration Number:	2864025	ONE WAY RECORDS
Registration Number:	2620526	SCHWANN ONLINE
Registration Number:	2386063	SIMPATICOS
Registration Number:	2545587	THE STORE 24
Registration Number:	2578258	WEB AMI INTERACTIVE AEC MUSIC INDEX
Registration Number:	2016027	WINSTAR
Registration Number:	2054003	BIKE MAGAZINE
Registration Number:	1637556	BODY BOARDING
Registration Number:	2263174	BOX
Registration Number:	2401348	CANOE & KAYAK
Registration Number:	2290722	CANOE JOURNAL
Registration Number:	2240023	KAYAK TOURING
Registration Number:	2240022	PADDLESPORTS BUSINESS
Registration Number:	1066706	POWDER
Registration Number:	1125366	SKATEBOARDER
Registration Number:	1105105	SKATEBOARDER
Registration Number:	1994483	SLAM
Registration Number:	2288824	SLAM
Registration Number:	2967311	SLAM
Registration Number:	2500264	SLAM BASKETBALL CAMP
Registration Number:	2474083	SLAM MAGAZINE BASKETBALL CAMP
Registration Number:	2466709	SLAM MAGAZINE BASKETBALL CAMP
Registration Number:	1590339	SNOWBOARDER
Registration Number:	2398008	SUPERPARK
Registration Number:	1066705	SURFER
Registration Number:	2467308	SURFER TRAVEL REPORT
Registration Number:	1234543	SURFING
Registration Number:	1324485	SURFING
Registration Number:	1976793	SURFING

Registration Number:	1640435	SURFING
Registration Number:	2673013	SURFING VIDEO MAGAZINE
Registration Number:	2554122	SVM
Registration Number:	2517421	SVM
Registration Number:	2335267	THE #1 PADDLESPORTS RESOURCE
Registration Number:	2458972	THE OFFICIAL DIVE MAGAZINE OF THE NEW MILLENNIUM
Registration Number:	2240024	WHITEWATER PADDLING
Registration Number:	2169148	4 WHEEL DRIVE & SPORT UTILITY MAGAZINE
Registration Number:	2976158	AMERICAN THUNDER
Registration Number:	2120732	AMERICAN THUNDER
Registration Number:	2644827	ATV RIDER
Registration Number:	2604737	AUTOMOBILE
Registration Number:	2331583	AUTOMOBILE
Registration Number:	1619803	CAR AUDIO AND ELECTRONICS
Registration Number:	2726461	CAR OF THE YEAR
Registration Number:	2826214	CARTOONS
Registration Number:	3090556	CARTOONS
Registration Number:	2191967	CUSTOM RODDER
Registration Number:	2688174	DIRT RIDER
Registration Number:	3181526	ENDUROXCROSS
Registration Number:	2282455	ENTER HERE
Registration Number:	2350768	EURO TUNER
Registration Number:	2172484	EUROPEAN CAR
Registration Number:	2740876	EXIT RIGHT
Registration Number:	1403984	FOUR WHEELER
Registration Number:	2171720	FOUR WHEELER
Registration Number:	1743113	
Registration Number:	1743279	
Registration Number:	1744874	
Registration Number:	1681964	HOT BIKE
Registration Number:	2372437	HOT ROD
Registration Number:	2645266	HOT ROD
Registration Number:	0572151	HOT ROD
Registration Number:	3181001	HOT ROD POWER TOUR
Registration Number:	2266921	IMPORT TUNER

Registration Number:	3083139	IMPORT TUNER
Registration Number:	2685498	KIT CAR
Registration Number:	1685831	KIT CAR ILLUSTRATED
Registration Number:	1557901	LOW RIDER
Registration Number:	2798772	LOWRIDER
Registration Number:	1757298	LOW RIDER
Registration Number:	1996917	LOWRIDER
Registration Number:	2848402	LOWRIDER
Registration Number:	1748430	LOW RIDER
Registration Number:	3021339	LOWRIDER
Registration Number:	1743278	LOW RIDER
Registration Number:	1786707	LOWRIDER ARTE
Registration Number:	2910218	LOWRIDER EDGE
Registration Number:	2258796	LOWRIDER EURO
Registration Number:	1637584	MINITRUCKIN'
Registration Number:	3183684	
Registration Number:	2863834	MODIFIED
Registration Number:	2892595	MODIFIED COM
Registration Number:	2863833	MODIFIED MAG
Registration Number:	2905609	MODIFIED MAG
Registration Number:	2861717	MODIFIED.COM
Registration Number:	2367705	MOTOR TREND
Registration Number:	2988153	MOTORCYCLE ESCAPE
Registration Number:	2501973	MOTORCYCLIST
Registration Number:	2772988	MUSCLE CAR REVIEW
Registration Number:	2207744	MXRACER
Registration Number:	2519584	NMCA NATIONAL MUSCLE CAR ASSOCIATION
Registration Number:	1623572	OPEN WHEEL
Registration Number:	2558789	PETERSEN'S 4WHEEL AND OFF-ROAD
Registration Number:	2169147	POPULAR HOT RODDING
Registration Number:	3181000	POWER TOUR
Registration Number:	2561811	ROD & CUSTOM
Registration Number:	2638676	ROD & CUSTOM
Registration Number:	2947178	ROD & CUSTOM
Registration Number:	2206740	SPORT COMPACT CAR

Registration Number:	2588279	SPORT TRUCK
Registration Number:	2637700	SPORT/UTILITY OF THE YEAR
Registration Number:	1216645	STOCK CAR RACING
Registration Number:	2547484	STOCK CAR RACING
Registration Number:	1221612	STOCK CAR RACING
Registration Number:	1694281	STREET RODDER
Registration Number:	2499365	STREET TRUCKIN'
Registration Number:	2608996	SUPER STREET
Registration Number:	2697231	SUPER STREET
Registration Number:	2688042	THE WORLD'S #1 AUTOMOTIVE AUTHORITY
Registration Number:	2679947	TRUCK OF THE YEAR
Registration Number:	1637585	TRUCKIN'
Registration Number:	2642487	TRUCKIN'S SUV
Registration Number:	1955954	TURBO AND HI-TECH PERFORMANCE
Registration Number:	1374728	VETTE
Registration Number:	2774192	WHEELS AFIELD
Registration Number:	3118184	CLICK2PRINT
Registration Number:	1907322	DRESSAGE TODAY
Registration Number:	1897498	DRESSAGE TODAY
Registration Number:	2169554	EQUINE NETWORK
Registration Number:	2758304	EQUINE.COM
Registration Number:	2216471	EQUISEARCH
Registration Number:	1988480	EQUUS
Registration Number:	1991191	EQUUS
Registration Number:	1518894	HORSE & RIDER
Registration Number:	1661696	PRACTICAL HORSEMAN
Registration Number:	1735860	EAVESDROPPING
Registration Number:	1491072	SOAP OPERA DIGEST
Registration Number:	1666275	SOAP OPERA WEEKLY
Registration Number:	2398877	SOAP OPERA WEEKLY
Registration Number:	1617578	AUDIO VIDEO INTERIORS
Registration Number:	2497355	EDIGITALPHOTO.COM
Registration Number:	2544552	PHOTOGRAPHIC
Registration Number:	2069951	SHUTTERBUG
Registration Number:	1725547	STEREOPHILE

Registration Number:	2979605	BOATWORKS
Registration Number:	2133647	POWER & MOTORYACHT
Registration Number:	1650102	POWER AND MOTORYACHT
Registration Number:	0934484	SAIL
Registration Number:	0920246	SAIL
Serial Number:	78578248	FANTASY SURFER
Serial Number:	78295007	4X4 GARAGE
Serial Number:	78737578	ENDURO CROSS X
Serial Number:	77119890	ENDURO CROSS X
Serial Number:	78978120	ENGINE MASTERS
Serial Number:	78519453	ENGINE MASTERS
Serial Number:	77078305	HOT ROD
Serial Number:	78450410	HOT ROD
Serial Number:	78422409	HOT ROD GARAGE
Serial Number:	78954856	LOWRIDER
Serial Number:	78839290	LOWRIDER
Serial Number:	78756150	LOWRIDER
Serial Number:	78183061	LOWRIDER
Serial Number:	78412961	LOWRIDER GOLO
Serial Number:	78874392	MOTOR TREND TELEVISION
Serial Number:	78874403	MOTOR TREND TV
Serial Number:	77038270	PROJECT CAR
Serial Number:	77038285	SIPHON
Serial Number:	77043373	TRUCK TREND
Serial Number:	78450771	XCESS
Serial Number:	78969872	HOME THEATER
Serial Number:	78553517	KNOW THRU ASTROLOGY
Registration Number:	2829895	STREET CHOPPER
Serial Number:	77125363	N CIRCLE ENTERTAINMENT
Serial Number:	78401563	ALL MUSIC GUIDE

CORRESPONDENCE DATA

Fax Number: (202)756-9299

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

Phone: 8002210770

Email: matthew.mayer@thomson.com

TRADEMARK
REEL: 003622 FRAME: 0142

Correspondent Name: Corporation Service Company
Address Line 1: 1133 Avenue of the Americas
Address Line 2: Suite 3100
Address Line 4: New York, NEW YORK 10036

ATTORNEY DOCKET NUMBER:	CSC # 225024
NAME OF SUBMITTER:	Matthew Mayer
Signature:	/Matthew Mayer/
Date:	09/17/2007

Total Attachments: 11

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TRADEMARK SECURITY AGREEMENT

THIS TRADEMARK SECURITY AGREEMENT, dated as of August 1, 2007, by each of Alliance Entertainment Corporation, PRIMEDIA Specialty Group Inc., McMullen Argus Publishing, Inc., Canoe & Kayak, Inc., PRIMEDIA Magazine Finance, Inc., Motor Trend Auto Shows, Inc., CSK Publishing Company Incorporated, PRIMEDIA Enthusiast Publications, Inc., PRIMEDIA Special Interest Publications Inc. (each, a "**Grantor**" and collectively, the "**Grantors**"), in favor of CITICORP NORTH AMERICA, INC. ("**CNAI**"), as administrative agent and collateral agent for the Secured Parties (as defined in the Credit Agreement referred to below) (in such capacity as collateral agent, the "**Collateral Agent**").

Witnesseth:

WHEREAS, pursuant to that certain Term Loan Credit Agreement, dated as of August 1, 2007 (as the same may be amended, restated, supplemented or otherwise modified from time to time, the "**Credit Agreement**"), among SOURCE INTERLINK COMPANIES, INC. (the "**Borrower**"), the Guarantors party thereto, the Lenders party thereto, CNAI, as administrative agent and collateral agent, and JPMORGAN CHASE BANK, N.A., as syndication agent (the "**Syndication Agent**", and together with the Collateral Agent, the "**Agents**"), the Lenders have severally agreed to make extensions of credit to the Borrower upon the terms and subject to the conditions set forth therein;

WHEREAS, each Grantor is party to the Credit Agreement pursuant to which it has guaranteed the Obligations; and

WHEREAS, each Grantor is party to that certain Term Loan Pledge and Security Agreement dated as of August 1, 2007, in favor of the Collateral Agent for the benefit of the Secured Parties (the "**Pledge and Security Agreement**") pursuant to which the Grantor is required to execute and deliver this Trademark Security Agreement;

NOW, THEREFORE, in consideration of the premises and to induce the Lenders and the Agents to enter into the Credit Agreement and to induce the Lenders to make their respective extensions of credit to the Borrower thereunder, the Grantor hereby agrees with the Collateral Agent as follows:

Section 1. Defined Terms

Unless otherwise defined herein, terms defined in the Credit Agreement or in the Pledge and Security Agreement and used herein have the meaning given to them in the Credit Agreement or the Pledge and Security Agreement.

Section 2. Grant of Security Interest in Trademarks

Each Grantor, as collateral security for the full, prompt and complete payment and performance when due (whether at stated maturity, by acceleration or otherwise) of the Secured Obligations of such Grantor, hereby mortgages, pledges and hypothecates to the Collateral Agent for the benefit of the Secured Parties, and grants to the Collateral Agent for the benefit of the

Secured Parties a lien on and security interest in, all of its right, title and interest in, to and under the following Collateral of such Grantor (the "**Trademark Collateral**"):

- (a) all of its Trademarks and Trademark Licenses to which it is a party, including, without limitation, those listed opposite its name on Schedule I hereto;
- (b) all goodwill of the business connected with the use of, and symbolized by, each Trademark; and
- (c) all Proceeds of the foregoing, including, without limitation, any claim by such Grantor against third parties for past, present and future (i) infringement or dilution of any Trademark or Trademark licensed under any Trademark License or (ii) injury to the goodwill associated with any Trademark or any Trademark licensed under any Trademark License;

provided that the grant of security interest shall not include any Trademark that may be deemed invalidated, canceled or abandoned due to the grant and/or enforcement of such security interest, including, without limitation, any United States Trademark application that is based on an intent-to-use interest, unless and until such time that the grant and/or enforcement of the security interest will not affect the validity of such Trademark.


Section 3. Pledge and Security Agreement

The security interest granted pursuant to this Trademark Security Agreement is granted in conjunction with the security interest granted to the Collateral Agent pursuant to the Pledge and Security Agreement and each Grantor hereby acknowledges and affirms that the rights and remedies of the Collateral Agent with respect to the security interest in the Trademark Collateral made and granted hereby are more fully set forth in the Pledge and Security Agreement, the terms and provisions of which are incorporated by reference herein as if fully set forth herein.

[SIGNATURE PAGES FOLLOW]

IN WITNESS WHEREOF, each Grantor has caused this Trademark Security Agreement to be executed and delivered by its duly authorized officer as of the date first set forth above.

ALLIANCE ENTERTAINMENT CORPORATION,
PRIMEDIA SPECIALTY GROUP INC.,
MCMULLEN ARGUS PUBLISHING, INC.,
CANOE & KAYAK, INC.,
PRIMEDIA MAGAZINE FINANCE INC.,
MOTOR TREND AUTO SHOWS INC.,
CSK PUBLISHING COMPANY INCORPORATED,
PRIMEDIA ENTHUSIAST PUBLICATIONS, INC.,
PRIMEDIA SPECIAL INTEREST PUBLICATIONS INC.,
as Grantors

By: 
Name: Douglas J. Bates
Title: Vice President and Secretary

ACCEPTED AND AGREED
as of the date first above written:

CITICORP NORTH AMERICA, INC.
as Collateral Agent

By: _____
Name:
Title:

CITICORP NORTH AMERICA, INC.,
as the Collateral Agent

By: Caesar Wysoczynski
Name: Caesar Wysoczynski
Title: Vice President

[Term Loan Agreement Trademark Security Agreement]

Schedule I
to
Trademark Security Agreement

GRANTOR	REG./AP. NO.	MARK
Alliance Entertainment Corporation	1,666,163	Abbey Road Record Dist.
Alliance Entertainment Corporation	2,957,304	All Game Guide
Alliance Entertainment Corporation	2,461,111	AEC One Stop Group
Alliance Entertainment Corporation	2,908,265	AEC Supply Chain Management
Alliance Entertainment Corporation	2,401,942	AM2PED & Design
Alliance Entertainment Corporation	2,454,741	AM2PED & Design
Alliance Entertainment Corporation	2,397,766	Amigo! AEC Music Index & Design
Alliance Entertainment Corporation	1,871,150	Astro*Talk & Design
Alliance Entertainment Corporation	2,404,000	CDF Consumer Direct Fulfillment & Design
Alliance Entertainment Corporation	1,868,115	Child Star
Alliance Entertainment Corporation	2,393,497	IDN Innovative Distribution Network & Design
Alliance Entertainment Corporation	2,864,025	One Way Records
Alliance Entertainment Corporation	2,620,526	Schwann Online
Alliance Entertainment Corporation	2,386,063	Simpaticos
Alliance Entertainment Corporation	2,545,587	The Store 24 & Design
Alliance Entertainment Corporation	2,578,258	Web AMI Interactive AEC Music Index
Alliance Entertainment Corporation	2,016,027	Winstar
PRIMEDIA Specialty Group Inc.	2,054,003	Bike Magazine (Stylized)
McMullen Argus Publishing, Inc.	1,637,556	Body Boarding (Stylized)
PRIMEDIA Specialty Group Inc.	2,263,174	BOX
Canoe & Kayak, Inc.	2,401,348	Canoe & Kayak
Canoe & Kayak, Inc.	2,290,722	Canoe Journal (Supplemental Reg.)

3364006.EXE

Canoe & Kayak, Inc.	2,240,023	Kayak touring (Supplemental Reg.)
Canoe & Kayak, Inc.	2,240,022	Paddlesports Business (Supplemental Reg.)
PRIMEDIA Specialty Group Inc.	1,066,706	Powder
PRIMEDIA Specialty Group Inc.	1,125,366	Skateboarder
PRIMEDIA Specialty Group Inc.	1,105,105	Skateboarder
PRIMEDIA Specialty Group Inc.	1,994,483	Slam
PRIMEDIA Specialty Group Inc.	2,288,824	Slam & Design
PRIMEDIA Specialty Group Inc.	2,967,311	Slam & Design
PRIMEDIA Specialty Group Inc.	2,500,264	Slam Basketball Camp
PRIMEDIA Specialty Group Inc.	2,474,083	Slam Magazine Basketball Camp
PRIMEDIA Specialty Group Inc.	2,466,709	Slam Magazine Basketball Camp
PRIMEDIA Specialty Group Inc.	1,590,339	Snowboarder (Supplemental Reg.)
PRIMEDIA Specialty Group Inc.	2,398,008	Superpark
PRIMEDIA Specialty Group Inc.	1,066,705	Surfer
PRIMEDIA Specialty Group Inc.	2,467,308	Surfer Travel Report
McMullen Argus Publishing, Inc.	1,234,543	Surfing
McMullen Argus Publishing, Inc.	1,324,485	Surfing
McMullen Argus Publishing, Inc.	1,976,793	Surfing (Stylized)
McMullen Argus Publishing, Inc.	1,640,435	Surfing (Stylized) Outline Version
McMullen Argus Publishing, Inc.	2,673,013	Surfing Video Magazine
McMullen Argus Publishing, Inc.	2,554,122	SVM
McMullen Argus Publishing, Inc.	2,517,421	SVM (Stylized)
Canoe & Kayak, Inc.	2,335,267	The #1 Paddlesports Resource
PRIMEDIA Specialty Group Inc.	2,458,972	The Official Dive Magazine of the New Millennium
Canoe & Kayak, Inc.	2,240,024	Whitewater Paddling (Supplemental Reg.)
PRIMEDIA Specialty Group Inc.	78/578248	Fantasy Surfer
McMullen Argus Publishing, Inc.	2169148	4 Wheel Drive & Sport Utility Magazine

3364006.EXE

McMullen Argus Publishing, Inc.	2976158	American Thunder
McMullen Argus Publishing, Inc.	2120732	American Thunder
PRIMEDIA Specialty Group Inc.	2644827	ATV Rider
PRIMEDIA Magazine Finance Inc.	2604737	Automobile
PRIMEDIA Magazine Finance Inc.	2331583	Automobile
McMullen Argus Publishing, Inc.	1619803	CAR AUDIO AND ELECTRONICS (Stylized)
PRIMEDIA Specialty Group Inc.	2726461	CAR OF THE YEAR
PRIMEDIA Specialty Group Inc.	2826214	CARTOONS & DESIGN (Child)
PRIMEDIA Specialty Group Inc.	3090556	CARTOONS & DESIGN (Child)
McMullen Argus Publishing, Inc.	2191967	CUSTOM RODDER
PRIMEDIA Specialty Group Inc.	2688174	DIRT RIDER
PRIMEDIA Specialty Group Inc.	3181526	ENDUROCROSS
Motor Trend Auto Shows Inc.	2282455	ENTER HERE Design
Motor Trend Auto Shows Inc.	2350768	ENTER HERE Design
McMullen Argus Publishing, Inc.	2172484	EUROPEAN CAR
Motor Trend Auto Shows Inc.	2740876	EXIT RIGHT DESIGN
PRIMEDIA Specialty Group Inc.	1403984	FOUR WHEELER
PRIMEDIA Specialty Group Inc.	2171720	FOUR WHEELER
McMullen Argus Publishing, Inc.	1743113	GOLO MAN
McMullen Argus Publishing	1743279	GOLOMAN
McMullen Argus Publishing	1744874	GOLOMAN
McMullen Argus Publishing, Inc.	1681964	HOT BIKE
PRIMEDIA Specialty Group Inc.	2372437	HOT ROD
PRIMEDIA Specialty Group Inc.	2645266	HOT ROD
PRIMEDIA Specialty Group Inc.	572151	HOT ROD (STYLIZED)
PRIMEDIA Specialty Group Inc.	3181001	HOT ROD POWER TOUR
McMullen Argus Publishing, Inc.	2266921	IMPORT TUNER

3364006..EXE

McMullen Argus Publishing, Inc.	3083139	IMPORT TUNER
PRIMEDIA Specialty Group Inc.	2685498	KIT CAR
McMullen Argus Publishing, Inc.	1685831	KIT CAR ILLUSTRATED (Supplemental Reg.)
McMullen Argus Publishing, Inc.	1557901	LOW RIDER
McMullen Argus Publishing, Inc.	2798772	LOW RIDER (STYLIZED)
McMullen Argus Publishing, Inc.	1757298	LOW RIDER (STYLIZED)
McMullen Argus Publishing, Inc.	1996917	LOW RIDER (STYLIZED)
McMullen Argus Publishing, Inc.	2848402	LOW RIDER (STYLIZED)
McMullen Argus Publishing, Inc.	1748430	LOW RIDER (STYLIZED)
McMullen Argus Publishing, Inc.	3021339	LOW RIDER (STYLIZED)
McMullen Argus Publishing, Inc.	1743278	LOW RIDER (STYLIZED)
McMullen Argus Publishing, Inc.	1786707	LOW RIDER ARTE
McMullen Argus Publishing, Inc.	2910218	LOW RIDER EDGE (Stylized)
McMullen Argus Publishing, Inc.	2258796	LOW RIDER EURO
McMullen Argus Publishing, Inc.	1637584	MINITRUCKIN'
PRIMEDIA Specialty Group Inc.	3183684	MISC. Design (CALIPER)
PRIMEDIA Specialty Group Inc.	2863834	MODIFIED (Supplemental Reg.)
PRIMEDIA Specialty Group Inc.	2892595	MODIFIED COM & Design
PRIMEDIA Specialty Group Inc.	2863833	MODIFIED MAG (Supplemental Reg.)
PRIMEDIA Specialty Group Inc.	2905609	MODIFIED MAG & Design
PRIMEDIA Specialty Group Inc.	2861717	MODIFIED.COM (Supplemental Reg.)
PRIMEDIA Specialty Group Inc.	2367705	MOTOR TREND
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PRIMEDIA Specialty Group Inc.	2501973	MOTORCYCLIST
PRIMEDIA Specialty Group Inc.	2772988	MUSCLE CAR REVIEW
PRIMEDIA Specialty Group Inc.	2207744	MXRACER (Supplemental Reg.)

PRIMEDIA Specialty Group Inc.	2519584	NMCA NATIONAL MUSCLE CAR ASSOCIATION & DESIGN
PRIMEDIA Specialty Group Inc.	1623572	OPEN WHEEL
PRIMEDIA Specialty Group Inc.	2558789	PETERSEN'S 4 WHEEL & OFF-ROAD
McMullen Argus Publishing, Inc.	2169147	POPULAR HOT RODDING
PRIMEDIA Specialty Group Inc.	3181000	POWER TOUR
PRIMEDIA Specialty Group Inc.	2561811	ROD & CUSTOM
PRIMEDIA Specialty Group Inc.	2638676	ROD & CUSTOM
PRIMEDIA Specialty Group Inc.	2947178	ROD & CUSTOM
McMullen Argus Publishing, Inc.	2206740	SPORT COMPACT CAR
PRIMEDIA Specialty Group Inc.	2588279	SPORT TRUCK
PRIMEDIA Specialty Group Inc.	2637700	SPORT/UTILITY OF THE YEAR (Supplemental Reg.)
PRIMEDIA Specialty Group Inc.	1216645	STOCK CAR RACING
PRIMEDIA Specialty Group Inc.	2547484	STOCK CAR RACING
PRIMEDIA Specialty Group Inc.	1221612	STOCK CAR RACING & DESIGN
McMullen Argus Publishing, Inc.	2829895	STREET CHOPPER
McMullen Argus Publishing, Inc.	1694281	STREET RODDER
McMullen Argus Publishing, Inc.	2499365	STREET TRUCKIN'
PRIMEDIA Specialty Group Inc.	2608996	SUPER STREET & DESIGN (BLACK)
PRIMEDIA Specialty Group Inc.	2697231	SUPER STREET (STYLIZED)
PRIMEDIA Specialty Group Inc.	2688042	THE WORLD'S #1 AUTOMOTIVE AUTHORITY
PRIMEDIA Specialty Group Inc.	2679947	TRUCK OF THE YEAR
McMullen Argus Publishing, Inc.	1637585	TRUCKIN'
McMullen Argus Publishing, Inc.	2642487	TRUCKIN'S SUV
McMullen Argus Publishing, Inc.	1955954	TURBO AND HI-TECH PERFORMANCE (STYLIZED)

CSK Publishing Company Incorporated	1374728	VETTE
PRIMEDIA Specialty Group Inc.	2774192	WHEELS AFIELD (Supplemental Reg.)
PRIMEDIA Specialty Group Inc.	78/295007	4X4 GARAGE (Supplemental Reg.)
PRIMEDIA Specialty Group Inc.	78/737578	ENDURO CROSS X & Design
PRIMEDIA Specialty Group Inc.	77/119890	ENDURO CROSS X & Design
McMullen Argus Publishing, Inc.	78/978120	ENGINE MASTERS (Child)
McMullen Argus Publishing, Inc.	78/519453	ENGINE MASTERS (Parents)
PRIMEDIA Specialty Group Inc.	77/078305	HOT ROD
PRIMEDIA Specialty Group Inc.	78/450410	HOT ROD
PRIMEDIA Specialty Group Inc.	78/422409	HOT ROD GARAGE
McMullen Argus Publishing, Inc.	78/954856	LOW RIDER (STYLIZED)
McMullen Argus Publishing, Inc.	78/839290	LOWRIDER
McMullen Argus Publishing, Inc.	78/756150	LOWRIDER (STYLIZED Script) Logo
McMullen Argus Publishing, Inc.	78/183061	LOWRIDER (STYLIZED)
McMullen Argus Publishing, Inc.	78/412961	LOWRIDER GOLO & DESIGN
PRIMEDIA Specialty Group Inc.	78/412961	MOTOR TREND
PRIMEDIA Specialty Group Inc.	78/8743921	MOTOR TREND TELEVISION
PRIMEDIA Specialty Group Inc.	78/874403	MOTOR TREND TV
McMullen Argus Publishing, Inc.	77/038270	PROJECT CAR
McMullen Argus Publishing, Inc.	77/038285	SIPHON
PRIMEDIA Specialty Group Inc.	77/043373	TRUCK TREND
McMullen Argus Publishing, Inc.	78/450771	XCESS
PRIMEDIA Enthusiast Publications, Inc.	3118184	CLICK2PRINT
PRIMEDIA Enthusiast Publications, Inc.	1907498	DRESSAGE TODAY
PRIMEDIA Enthusiast Publications, Inc.	1897498	DRESSAGE TODAY (STYLIZED)
PRIMEDIA Enthusiast Publications, Inc.	2169554	EQUINE NETWORK
PRIMEDIA Enthusiast Publications, Inc.	2758304	EQUINE.COM & Horse Design

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PRIMEDIA Enthusiast Publications, Inc.	2216471	EQUISEARCH
PRIMEDIA Enthusiast Publications, Inc.	1988480	EQUUS
PRIMEDIA Enthusiast Publications, Inc.	1991191	EQUUS (STYLIZED)
PRIMEDIA Enthusiast Publications, Inc.	1518894	HORSE & RIDER
PRIMEDIA Enthusiast Publications, Inc.	1661696	PRACTICAL HORSEMAN
PRIMEDIA Magazine Finance Inc.	1735860	EAVESDROPPING <i>(Supplemental Reg.)</i>
PRIMEDIA Magazine Finance Inc.	1491072	SOAP OPERA DIGEST
PRIMEDIA Magazine Finance Inc.	1666275	SOAP OPERA WEEKLY <i>(Supplemental Reg.)</i>
PRIMEDIA Magazine Finance Inc.	2398877	SOAP OPERA WEEKLY
McMullen Argus Publishing, Inc.	1617578	AUDIO VIDEO INTERIORS
PRIMEDIA Special Interest Publications Inc.	2497355	EDIGITALPHOTO.COM <i>(Supplemental Reg.)</i>
PRIMEDIA Specialty Group Inc.	2544552	PHOTOGRAPHIC
PRIMEDIA Special Interest Publications Inc.	2069951	SHUTTERBUG
PRIMEDIA Specialty Group Inc.	1725547	STEREOPHILE
PRIMEDIA Specialty Group, Inc.	78/969872	HOME THEATER
PRIMEDIA Magazine Finance Inc.	2979605	BOATWORKS
PRIMEDIA Magazine Finance Inc.	2133647	POWER & MOTORYACHT (STYLIZED)
PRIMEDIA Magazine Finance Inc.	1650102	POWER & MOTORYACHT
PRIMEDIA Magazine Finance Inc.	934484	SAIL
PRIMEDIA Magazine Finance Inc.	920246	SAIL (STYLIZED)
Alliance Entertainment Corporation	78/553,517	Know Thru Astrology
Alliance Entertainment Corporation	77/125,363	N Circle Entertainment & Design
Alliance Entertainment Corporation	78/401563	All Music Guide

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