

RECORDATION FORM COVER SHEET TRADEMARKS ONLY

SUBSTITUTE FORM PTO 1594
1-31-92

U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

AHC Media, LLC

- Individual(s)
- General Partnership
- Corporation
- Other - Delaware Limited Liability Company
- Association
- Limited Partnership

Additional name(s) of conveying party(ies) attached Yes No

3. Nature of Conveyance:

- Assignment
- Security Agreement
- Other: _____
- Merger
- Change of Name

Execution Date: January 14, 2008

2. Name and address of receiving party(ies):

National City Bank
One South Broad St.- 14th Floor
Philadelphia, PA 19107

- Individual(s) citizenship: _____
- Association: _____
- General Partnership: _____
- Limited Partnership: _____
- Corporation: _____
- Other: National Banking Association

If assignee is not domiciled in the United States, a domestic representative designation is attached Yes No
(Designation must be a separate document from Assignment)
Additional name(s) & addresses attached? Yes No

4. Application number(s) or registration number(s):

A. Trademark Application No.(s):

N/A

B. Trademark Reg. No.(s):

See Attached Schedule A

Additional numbers attached Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:

Jill Bronson, Esq.
Drinker Biddle & Reath LLP
One Logan Square
18th & Cherry Streets
Philadelphia, PA 19103-6996

Attorney Docket No. 181573

6. Total number of applications and registrations involved:

49

7. Total fee (37 CFR 3.41) \$1,240.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit Account Number:

50-0573

DO NOT USE THIS SPACE

9. To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

Jill Bronson

Name of Person Signing

Jill Bronson

Signature

Jan 14, 2008

Date

Total number of pages including cover sheet, attachments and document: 10

OMB No. 0651-0011 (exp. 4/94)

Do not detach this portion

Mail documents to be recorded with required cover sheet information to:

Mail Stop Assignment Recordation Services
Director of the United States Patent and Trademark Office
P.O. Box 1450
Alexandria, VA 22313-1450

CH \$1240.00 500573 3161120

SCHEDULE A

Trademarks

<u>Trademark Registration Number</u>	<u>Mark</u>	<u>Registration Date</u>
3,161,120	FREECME	October 17, 2006
3,161,121	FREECME.COM	October 17, 2006
3,147,196	HOSPITAL INFECTION CONTROL	September 26, 2006
2,634,592	TRAVEL MEDICINE ADVISOR	October 15, 2002
2,596,352	PHYSICIANS GUIDE TO ALTERNATIVE MEDICINE	July 16, 2002
2,620,655	TRAUMA REPORTS	September 17, 2002
2,619,140	DIAGNOSTICS & IMAGING UPDATE	September 10, 2002
2,614,819	CLINICAL ONCOLOGY ALERT	September 3, 2002
2,614,818	HOSPICE MANAGEMENT ADVISOR	September 3, 2002
2,584,096	HOSPITAL CASE MANAGEMENT	June 18, 2002
2,603,182	ED NURSING	July 30, 2002
2,828,658	CE-WEB	March 30, 2004
2,597,285	BIOWORLD ONLINE	July 23, 2002
2,571,104	CMEWEB	May 21, 2002
2,737,533	CBSELECT	July 15, 2003
2,925,534	CME SELECT	February 8, 2005
2,698,215	BIOWORLD SNAPSHOTS	March 18, 2003

2,428,849	CANCER RESEARCH ALERT	February 13, 2001
2,393,003	RN ADVANCED PRACTICE ALERT	October 10, 2000
2,500,768	ALTERNATIVE MEDICINE ALERT	October 23, 2001
2,447,187	PATIENT FOCUSED CARE & SATISFACTION	April 24, 2001
2,369,598	HEALTHCARE RISK MANAGEMENT	July 18, 2000
2,454,559	ED LEGAL LETTER	May 29, 2001
2,397,405	DRUG UTILIZATION REVIEW	October 24, 2000
2,454,560	PATIENT EDUCATION MANAGEMENT	May 29, 2001
2,481,007	HEALTHCARE BENCHMARKS	August 21, 2001
2,436,370	REHAB CONTINUUM REPORT	March 20, 2001
2,397,409	OCCUPATIONAL HEALTH MANAGEMENT	October 24, 2000
2,333,191	MEDICAL ETHICS ADVISOR	March 21, 2000
2,420,280	GERIATRIC EMERGENCY MEDICINE REPORTS	January 9, 2001
2,440,234	HOSPITAL PAYMENT & INFORMATION MANAGEMENT	April 3, 2001
2,440,239	HOSPITAL ACCESS MANAGEMENT	April 3, 2001
2,282,889	ED MANAGEMENT	October 5, 1999
2,280,917	SAME-DAY SURGERY	September 28, 1999
2,002,884	BIOSCAN	September 24, 1996
1,985,865	BIOSCAN	July 9, 1996
1,813,701	CONTRACEPTIVE TECHNOLOGY UPDATE	December 28, 1993
1,814,914	CLINICAL CARDIOLOGY ALERT	January 4, 1994

1,813,699	HOSPITAL EMPLOYEE HEALTH	December 28, 1993
1,810,771	HOSPITAL HOME HEALTH	December 14, 1993
1,840,497	AIDS ALERT	June 21, 1994
1,802,091	BBI	November 2, 1993
1,650,755	BIOWORLD	July 16, 1991
1,610,318	AIDS GUIDE FOR HEALTH CARE WORKERS	August 14, 1990
1,334,249	INFECTIOUS DISEASE ALERT	May 7, 1985
1,334,248	INTERNAL MEDICINE ALERT	May 7, 1985
1,373,723	NEUROLOGY ALERT	December 3, 1985
1,332,083	OB/GYN CLINICAL ALERT	April 23, 1985
1,075,518	HOSPITAL PEER REVIEW (Stylized)	October 18, 1977

GRANT OF SECOND LIEN SECURITY INTEREST

WHEREAS, AHC MEDIA LLC, a Delaware limited liability company (“AHC”), has adopted, used and is using the trademarks described on Schedule A (the “Trademarks”);

WHEREAS, AHC is a party to a Second Lien Security Agreement dated as of July 6, 2007 (as the same may be amended, restated, modified, and/or supplemented from time to time, the “Agreement”) in favor of NATIONAL CITY BANK as Agent for itself and other Secured Parties referred to in the Agreement (in such capacity, with its successors and assigns hereinafter referred to as “Agent”); and

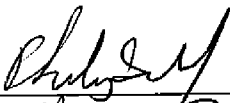
WHEREAS, pursuant to the Agreement, AHC granted to Agent (for the benefit of the Secured Parties) a security interest in all right, title and interest of AHC in and to, among other things, the Trademarks, together with all goodwill associated therewith, all applications and/or registrations pertaining thereto, and all proceeds thereof, including, without limitation, any and all past, present and future causes of action which may exist by reason of infringement thereof (the “Collateral”), to secure the payment, performance and observance of the Secured Obligations, as that term is defined in that certain Amended and Restated Second Lien Credit Agreement, dated as of July 17, 2007 (as the same may be amended, restated, modified and/or supplemented from time to time, the “Credit Agreement”).

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, AHC does hereby grant to Agent a security interest in the Collateral to secure the prompt payment, performance and observance of its obligations, including without limitation the Secured Obligations. The security interest granted hereby is junior to the lien granted in connection with that certain Second Amended and Restated Security Agreement dated as of July 6, 2007 and that certain Grant of First Lien Security Interest dated on or about December 10, 2007 (as the same may be amended, restated, modified, and/or supplemented from time to time) in favor of National City Bank, as agent for itself and other Secured Parties in connection with the Amended and Restated Credit Agreement dated as of July 6, 2007 (as the same may be amended, restated, modified and/or supplemented from time to time, the “First Lien Credit Agreement”), pursuant to a certain intercreditor agreement between the Agent in connection with the lien evidenced hereby and the agent for the lenders under the First Lien Credit Agreement, as such intercreditor agreement may be amended, restated, modified and/or supplemented from time to time.

AHC does hereby further acknowledge and affirm that the rights and remedies of Agent with respect to the security interest in the Collateral made and granted hereby are fully set forth in the Agreement, the terms and provisions of which are hereby incorporated herein by reference as if fully set forth herein.

IN WITNESS WHEREOF, AHC has caused this Grant of Second Lien Security Interest to be duly executed by its officer thereunto duly authorized as of the 9 day of January, 2008.

AHC MEDIA LLC

By: 
Name: Philip Gabel
Title: President & CEO

Signature Page to Second Lien Grant of Security Interest - Trademark

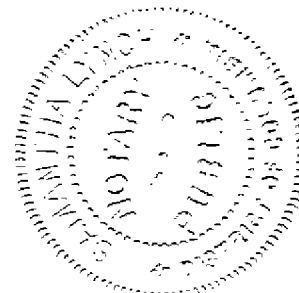
STATE OF Washington)
COUNTY OF District of)
Columbia

ss.:

On this 9 day of January, 2008, before me personally appeared Phil Gabel, to me known, who, being by me duly sworn, did depose and say that he/she is a President of CDG of AHC Media LLC, a Delaware limited liability company, the company described in and which executed the foregoing instrument, and he/she acknowledged to me that the instrument was the free deed and act of said company for the purposes therein set forth and intending to be legally bound thereby and intending that this instrument be recorded.

Samantha Gabel
Notary Public

My Commission Expires 5/14/2012



SCHEDULE A**Trademarks**

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