

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	SECURITY INTEREST

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
Hudson News Company		03/28/2008	CORPORATION: NEW JERSEY

**RECEIVING PARTY DATA**

Name:	Solar Capital LLC, as Administrative Agent
Street Address:	500 Park Avenue
Internal Address:	5th Floor
City:	New York
State/Country:	NEW YORK
Postal Code:	10022
Entity Type:	LIMITED LIABILITY COMPANY:

**PROPERTY NUMBERS Total: 10**

Property Type	Number	Word Mark
Registration Number:	2805202	AEROMART
Registration Number:	2764126	BOOK CORNER
Registration Number:	2092682	THE HUDSON GROUP
Registration Number:	2582311	HUDSON GROUP RETAIL SPECIALISTS
Registration Number:	2891111	HG
Registration Number:	1767766	HUDSON NEWS
Registration Number:	2702692	OUT OF TOWN NEWS
Registration Number:	3335110	A FIRST CLASS TICKET TO GREAT READING
Registration Number:	1765128	HUDSON NEWS
Registration Number:	2515598	RUNWAYS AND RAILS

**CORRESPONDENCE DATA**

Fax Number: (617)526-9899

CH \$265.00 2805202

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

Phone: 6175269628  
Email: cslattery@proskauer.com  
Correspondent Name: Christine Slattery  
Address Line 1: Proskauer Rose LLP  
Address Line 2: One International Place  
Address Line 4: Boston, MASSACHUSETTS 02110

ATTORNEY DOCKET NUMBER:	67662/010
NAME OF SUBMITTER:	Christine Slattery
Signature:	/Christine Slattery/
Date:	04/03/2008

**Total Attachments: 3**

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**SECURITY AGREEMENT**

**TRADEMARKS**

WHEREAS, Hudson News Company, a New Jersey corporation (herein referred to as "Grantor"), has adopted, used and is using the trademarks listed on Schedule 1 annexed hereto as part hereof, which trademarks are registered in the United States Patent and Trademark Office (the "Trademarks");

WHEREAS, Grantor is obligated to Solar Capital LLC, as Administrative Agent (referred to herein as the "Grantee") and the other Secured Parties as defined in the Omnibus Pledge and Security Agreement dated as of March 28, 2008 (as amended, restated, amended and restated, supplemented, renewed, extended or otherwise modified from time to time, the "Security Agreement") among Grantor, the other Pledgors named therein and the Grantee for the payment and performance of the Secured Obligations (as defined in the Security Agreement); and

WHEREAS, pursuant to the Security Agreement, Grantor has granted to Grantee a security interest in all right, title and interest of Grantor in and to the Trademarks, together with the goodwill of the business symbolized by the Trademarks and the applications and registrations thereof, and all proceeds thereof, including, without limitation, any and all causes of action which may exist by reason of infringement thereof (the "Trademark Collateral"), to secure the payment, performance and observance of the Secured Obligations;

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Grantor does hereby further grant to Grantee a security interest in the Trademark Collateral to secure the prompt payment, performance and observance of the Secured Obligations.

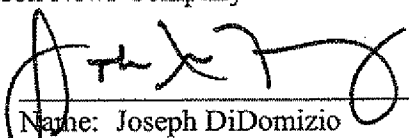
Grantor does hereby further acknowledge and affirm that the rights and remedies of Grantee with respect to the security interest in the Trademark Collateral made and granted hereby are more fully set forth in the Security Agreement, the terms and provisions of which are hereby incorporated herein by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

Grantee's address is Solar Capital LLC, 500 Park Avenue, 5<sup>th</sup> Floor, New York, New York 10022, Attention: David Mait, Telecopier No.: (212) 993-1679.

IN WITNESS WHEREOF, Grantor has caused this Security Agreement to be  
duly executed by its officer thereunto duly authorized as of the 28<sup>th</sup> day of March, 2008.

Hudson News Company

By:

  
Name: Joseph DiDomizio

Title: President and  
Chief Executive Officer

SCHEDULE 1 TO SECURITY AGREEMENT

TRADEMARKS

<u>Owner</u>	<u>Trademark</u>	<u>Registration Date</u>	<u>Registration No.</u>
Hudson News Company	Aeromart	1/13/2004	2,805,202
Hudson News Company	Book Corner	9/16/2003	2,764,126
Hudson News Company	The Hudson Group	9/2/1997	2,092,682
Hudson News Company	Hudson Group Retail Specialists (& design)	6/18/2002	2,582,311
Hudson News Company	HG (& design)	10/05/2004	2,891,111
Hudson News Company	Hudson News	4/27/1993	1,767,766
Hudson News Company	Out of Town News	4/1/2003	2,702,692
Hudson News Company	A First Class Ticket to Great Reading	11/13/2007	3,335,110
Hudson News Company	Hudson News (Stylized)	4/13/1993	1,765,128
Hudson News Company	Runways and Rails	12/4/2001	2,515,598