

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Montcalm Publishing Corporation		04/30/2008	CORPORATION: NEW YORK
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Spartan Media Corp.		
<b>Street Address:</b>	210 East State Route 4		
<b>Internal Address:</b>	Suite 211		
<b>City:</b>	Paramus		
<b>State/Country:</b>	NEW JERSEY		
<b>Postal Code:</b>	07652		
<b>Entity Type:</b>	CORPORATION: NEVADA		
<b>PROPERTY NUMBERS Total: 4</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
Registration Number:	1639741	FOX	
Registration Number:	3391558	GALLERY	
Registration Number:	2106752	'GIRL NEXT DOOR'	
Registration Number:	2269877	LOLLYPOPS	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	(201)488-3884		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
<b>Phone:</b>	(201) 343-7775		
<b>Email:</b>	goldbergpat@earthlink.net		
<b>Correspondent Name:</b>	Richard M. Goldberg		
<b>Address Line 1:</b>	25 East Salem Street		
<b>Address Line 2:</b>	Suite 419		
<b>Address Line 4:</b>	Hackensack, NEW JERSEY 07601		
<b>ATTORNEY DOCKET NUMBER:</b>	218/3/058-061		

OP \$115.00 1639741

NAME OF SUBMITTER:	Richard M. Goldberg
Signature:	/Richard M. Goldberg/
Date:	05/26/2008
Total Attachments: 2 source=218-058-061-TM-ASSIGNMENT#page1.tif source=218-058-061-TM-ASSIGNMENT#page2.tif	

**ASSIGNMENT OF TRADEMARKS**

WHEREAS Montcalm Publishing Corporation, a New York corporation with offices at 116 West 23rd Street, New York, New York 10023 ("Assignor"), has adopted, has used and is using (except for those indicated as lapsed) the trademarks set forth on Exhibit A attached hereto and incorporated herein (the "Trademarks"), each of which was registered in the United States Patent and Trademark Office on the date set forth next to such Trademark on Exhibit A and is assigned the registration number and serial number set forth next to such Trademark on such exhibit; and

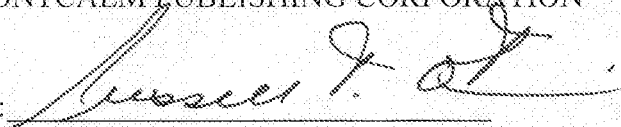
WHEREAS Spartan Media Corp., a Nevada corporation with offices at 210 East State Route 4, Suite 211, Paramus, New Jersey 07652 ("Assignee") is desirous of acquiring the Trademarks and the registrations thereof;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor does hereby assign unto Assignee all right, title and interest in and to the Trademarks, together with the good will of the business symbolized by the Trademarks, and the above identified registrations thereof and all registrations from any jurisdiction outside of the United States.

The terms and conditions of this Assignment of Trademarks shall be construed in accordance with, and governed in all respects by, the internal laws of the State of New York (without giving effect to principles of conflicts of laws).

IN WITNESS WHEREOF, the undersigned has executed this Assignment as of this 30<sup>th</sup> day of April, 2008.

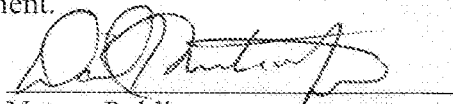
MONTCALM PUBLISHING CORPORATION

By:   
Russell T. Orenstein  
President

Acknowledgment

STATE OF NEW YORK)  
COUNTY OF NEW YORK) ss:

On the 30th day of April, in the year 2008, before me, the undersigned personally appeared Russell T. Orenstein, personally known to me or proved to me on the basis of satisfactory evidence to be the individual whose name is subscribed to the within instrument and acknowledged to me that he executed the same in his capacity, and that by his signature on the instrument, the individual, or the person upon behalf of which the individual acted, executed the instrument.

  
Notary Public

DAVID T. METCALFE  
Notary Public, State of New York  
No. 02ME4825518  
Qualified in Suffolk County  
Commission Expires Nov. 30, 2008

**Exhibit A  
Trademarks**

Trademark	USPTO Registr. Date	Serial #	Registration #
FOX	April 2, 1991	74065992	1639741
GALLERY	March 4, 2008	77224283	3391558
GALLERY*	July 6, 1999	75471031	2259294
GALLERY*	July 20, 1993	74338250	1782679
GIRL NEXT DOOR	October 21, 1997	75142000	2106752
GIRL NEXT DOOR*	June 15, 1999	75470637	2253483
GIRL NEXT DOOR*	August 30, 1988	73625173	1502140
LOLLYPOPS	August 10, 1999	75431167	2269877
'GIRL NEXT DOOR' CONTEST ALBUM*	June 29, 1999	75475174	2257034
GIRL NEXT DOOR' AMATEUR EROTIC PHOTOGRAPHY CONTEST ALBUM*	June 15, 1999	75475173	2253527
GALLERY'S 'GIRL NEXT DOOR'*	June 22, 1999	75470590	2255458
THE G SPOT*	December 8, 1998	75435033	2209267
POCKETFOX*	April 15, 1986	73555898	1389860

\* Lapsed