

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL		
<b>CONVEYING PARTY DATA</b>			
Name	Formerly	Execution Date	Entity Type
IDT Corporation		07/27/2009	CORPORATION: DELAWARE
<b>RECEIVING PARTY DATA</b>			
Name:	CTM Media Holdings, Inc.		
Street Address:	11 Largo Drive South		
City:	Stamford		
State/Country:	CONNECTICUT		
Postal Code:	06907		
Entity Type:	CORPORATION: DELAWARE		
<b>PROPERTY NUMBERS Total: 1</b>			
Property Type	Number	Word Mark	
Serial Number:	76387640	TALK AMERICA	
<b>CORRESPONDENCE DATA</b>			
Fax Number:	(973)425-0161		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	973-425-8844		
Email:	fmoldovan@mdmc-law.com		
Correspondent Name:	Florina Moldovan, Esq.		
Address Line 1:	1300 Mount Kemble Avenue		
Address Line 4:	Morristown, NEW JERSEY 07962		
ATTORNEY DOCKET NUMBER:	10075-1080		
NAME OF SUBMITTER:	Florina Moldovan		
Signature:	/Florina Moldovan/		
Date:	08/05/2009		

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Total Attachments: 3

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### ASSIGNMENT OF MARKS

WHEREAS, IDT CORPORATION, a Delaware corporation ("Assignor"), has adopted and used, and is the owner of, the trademarks listed on the attached Schedule A (collectively, the "Marks"); and

WHEREAS, CTM MEDIA HOLDINGS, INC., a Delaware corporation ("Assignee"), is desirous of acquiring the Marks.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor does hereby transfer and assign unto Assignee, effective on the date hereof, all of its right, title and interest in, to and under the Marks, together with the goodwill of the business symbolized by the Marks in the United States and throughout the world, including any trademark registrations obtained on the Marks and any pending applications related thereto in the United States and in other countries worldwide, and together with all claims for damages by reason of past infringement thereof, with the right to sue for, and collect the same for its own use and benefit, and for the use and benefit of its successors and assigns.

IDT CORPORATION

By: *[Signature]*  
Name: Abilio Pereira  
Title: Cfo

Dated: July 27, 2009

STATE OF New Jersey )  
                                      ) SS  
COUNTY OF Essex )

REVIEWED BY	
LEGAL DEPT.	
Date	Initial
	<u>CS</u>

Sworn to and subscribed before me this 27<sup>th</sup> day of July, 2009.

*[Signature]*  
Notary Public

ZIPORA P. KAMINER  
Notary Public, State of New Jersey  
No. 226509B  
Qualified in Union County  
Commission Expires Oct. 19, 2010

Assignor also authorizes and requests the equivalent authorities in foreign countries to issue the patents of foreign countries to Assignee.

IN WITNESS WHEREOF, Assignor has caused this Assignment to be executed by its duly authorized officer effective as of the 27<sup>th</sup> day of JULY, 2009.

**IDT CORPORATION**

By: Abilio  
Name: Abilio Pereira  
Title: CEO

STATE OF NEW JERSEY )  
COUNTY OF ESSEX ) SS

REVIEWED BY LEGAL DEPT.	
Date	Initial
	<u>ES</u>

Sworn to and subscribed before me this 27<sup>th</sup> day of JULY, 2009.

Zipora Kaminer  
Notary Public

ZIPORA R. KAMINER  
Notary Public, State of New Jersey  
No. 226509B  
Qualified in Union County  
Commission Expires Oct. 19, 2010

**SCHEDULE A TO ASSIGNMENT OF MARKS**

<b>JURISDICTION</b>	<b>MARK</b>	<b>REG. NO./SERIAL NO.</b>	<b>REG. DATE/FILING DATE</b>
CANADA	City Sights and Sounds	1,240,763	12/15/2004
	Hamilton Sights and Sounds	1,240,769	12/15/2004
	Kingston Sights and Sounds	1,240,762	12/15/2004
	Ottawa Sights and Sounds	1,240,764	12/15/2004
	Toronto Sights and Sounds	1,240,768	12/15/2004
UNITED STATES	Talk America	76/387,640	3/27/2002