

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
Philadelphia Media Network, Inc.		10/28/2010	CORPORATION: DELAWARE

**RECEIVING PARTY DATA**

Name:	Philadelphia Media Network (Digital) LLC
Street Address:	400 North Broad Street
City:	Philadelphia
State/Country:	PENNSYLVANIA
Postal Code:	19130
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE

**PROPERTY NUMBERS Total: 10**

Property Type	Number	Word Mark
Serial Number:	76690173	PHILLY.COM
Serial Number:	76690177	
Serial Number:	77486578	OVER 1.1 MILLION BOOKS, MOVIES, MUSIC AND GAMES TO GO AND FETCH
Serial Number:	77486541	"ZEPPEY! GO FETCH!"
Serial Number:	77486553	ZEPPEY
Serial Number:	76690178	
Serial Number:	77534919	PHILLY UNCORKED
Serial Number:	77548443	PHREQUENCY.COM
Serial Number:	77486489	PHILLY.COM
Registration Number:	2722762	EXTRAORDINARY HOME FASHIONS

**CORRESPONDENCE DATA**

Fax Number: (202)887-4288

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

**900175433**

**TRADEMARK  
 REEL: 004308 FRAME: 0419**

**CH \$265.00 76690173**

Phone: 202-887-4103  
Email: lgeyer@akingump.com  
Correspondent Name: Laura Talley Geyer  
Address Line 1: 1333 New Hampshire Ave, NW  
Address Line 4: Washington, DISTRICT OF COLUMBIA 20036-1564

ATTORNEY DOCKET NUMBER:	686412.0001
NAME OF SUBMITTER:	Laura Talley Geyer
Signature:	/Laura Talley Geyer/
Date:	11/01/2010

Total Attachments: 3  
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source=PMN\_Assignment\_to\_Digital#page3.tif

**INTELLECTUAL PROPERTY ASSIGNMENT AGREEMENT**

This INTELLECTUAL PROPERTY ASSIGNMENT AGREEMENT ("**Agreement**") is effective as of this \_\_\_ day of October, 2010, by and between Philadelphia Media Network, Inc., a Delaware Corporation with an address at 400 North Broad Street, Philadelphia, PA 19130 ("**Assignor**") and Philadelphia Media Network (Digital) LLC, a Delaware limited liability company with an address at 400 North Broad Street, Philadelphia, PA 19130 ("**Assignee**").

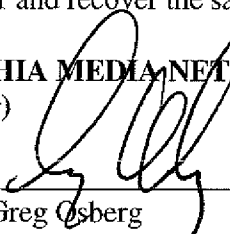
WHEREAS, pursuant to the Intellectual Property Assignment Agreement dated October 8, 2010 ("**Assignment**"), Assignor acquired from Philly Online, LLC ("**POLLC**") and PMH Holdings, LLC ("**PMHLLC**") all of POLLC's and PMHLLC's Intellectual Property (as defined in the Assignment), including all right, title and interest in and to the trademarks and service marks, trade dress, trade names, and any applications and registrations therefor, and all goodwill associated therewith, domain names, and all other intellectual property identified on **Schedule A** attached hereto (the "**Assigned Intellectual Property**");

WHEREAS, Assignee is desirous of acquiring all right, title, and interest in and to the Assigned Intellectual Property;

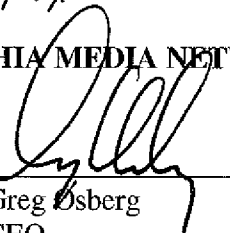
WHEREAS, it is desired that the present Agreement may be made of record in the United States Patent and Trademark Office, the United States Copyright Office, and any other domestic or foreign government offices as desired by Assignee.

NOW THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, and intending to be legally bound hereby, Assignor hereby transfers, conveys, sells, and assigns to Assignee, all right, title, and interest in and to the Assigned Intellectual Property, including the goodwill associated therewith, and all other rights in and to the Assigned Intellectual Property throughout the world, in perpetuity, in all media whether now or hereafter known or invented, and all rights to damages and profits, due or accrued, arising out of past infringements of said Assigned Intellectual Property, and the right to sue for and recover the same.

**PHILADELPHIA MEDIA NETWORK INC.**  
(Assignor)

By:   
Name: Greg Osberg  
Title: CEO  
Date: 10/28/10

**PHILADELPHIA MEDIA NETWORK (DIGITAL) LLC**

By:   
Name: Greg Osberg  
Title: CEO  
Date: 10/28/10

**SCHEDULE A**

**PHILLY ONLINE, LLC - Trademarks**

<b><u>Mark</u></b>	<b><u>Jurisdiction</u></b>	<b><u>Registration No. App. No.</u></b>	<b><u>Registration/ App. Date</u></b>	<b><u>Record Owner</u></b>
<b>PHILLY.COM &amp; DESIGN (COLOR)</b>	US	76/690,173	June 2, 2008	Philly Online, LLC
<b>BALL DESIGN</b>	US	76/690,177	June 2, 2008	Philly Online, LLC
<b>OVER 1.1 MILLION BOOKS, MOVIES</b>	US	77/486,578	May 29, 2008	Philly Online, LLC
<b>“ZEPPY! GO FETCH”</b>	US	77/486,541	5/29/2008	Philly Online, LLC
<b>ZEPPY</b>	US	77/486,553	May 29, 2008	Philly Online, LLC
<b>DOG DESIGN</b>	US	76/690,178	May 30, 3008	Philly Online, LLC
<b>PHILLY UNCORKED</b>	US	77/534,919	July 30, 2008	Philly Online, LLC
<b>PHREQUENCY.COM</b>	US	77/548,443	August 15, 2008	Philly Online, LLC
<b>PHILLY.COM &amp; DESIGN (BLACK AND WHITE)</b>	US	76/690,173	June 2, 2008	Philly Online, LLC
<b>PHILLY.COM</b>	US	77/486,489	May 29, 2008	Philly Online, LLC
<b>PHILLY.COM</b>	US	2,722,762	June 3, 2003	Philly Online, LLC

**PMH Holdings, LLC – Trademarks**

<u>Mark</u>	<u>Jurisdiction</u>	<u>Registration No./App. No.</u>	<u>Registration/ App. Date</u>	<u>Record Owner</u>
PHILLY.COM THE REGION'S HOME PAGE	US	TX 5-568-063	June 17, 2002	PMH Holdings, Inc.

**PMH Holdings, LLC – Copyrights**

<u>Grantor</u>	<u>Copyrights</u>	<u>Registration Date</u>	<u>Status</u>	<u>Registration No.</u>
PMH Holdings, LLC	PHILLY.COM THE REGION'S HOME PAGE	June 17, 2002	Registered	TX-5-568-063