

**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

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
PNC Bank, National Association, as agent for and on behalf of the Lenders		12/23/2010	National Banking Association: UNITED STATES

**RECEIVING PARTY DATA**

<b>Name:</b>	Thompson Media Group LLC
<b>Street Address:</b>	805 15th Street NW, 3rd Floor
<b>City:</b>	Washington
<b>State/Country:</b>	DISTRICT OF COLUMBIA
<b>Postal Code:</b>	20005
<b>Entity Type:</b>	LIMITED LIABILITY COMPANY: DELAWARE

**PROPERTY NUMBERS Total: 22**

Property Type	Number	Word Mark
Registration Number:	1745775	THOMPSON PUBLISHING GROUP
Registration Number:	3161121	FREECME.COM
Registration Number:	2925534	CME SELECT
Registration Number:	2369598	HEALTHCARE RISK MANAGEMENT
Registration Number:	1985865	BIOSCAN
Registration Number:	1813701	CONTRACEPTIVE TECHNOLOGY UPDATE
Registration Number:	1814914	CLINICAL CARDIOLOGY ALERT
Registration Number:	1813699	HOSPITAL EMPLOYEE HEALTH
Registration Number:	1810771	HOSPITAL HOME HEALTH
Registration Number:	1840497	AIDS ALERT
Registration Number:	1802091	BBI
Registration Number:	1650755	BIOWORLD
Registration Number:	1610318	AIDS GUIDE FOR HEALTH CARE WORKERS

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**TRADEMARK**  
 REEL: 004441 FRAME: 0349

Registration Number:	1334249	INFECTIOUS DISEASE ALERT
Registration Number:	1334248	INTERNAL MEDICINE ALERT
Registration Number:	1373723	NEUROLOGY ALERT
Registration Number:	3147196	HOSPITAL INFECTION CONTROL
Registration Number:	3161120	FREECME
Registration Number:	1332083	OB/GYN CLINICAL ALERT
Registration Number:	2965593	SHESHUNOFF
Registration Number:	2437414	ALEXINFORMATION
Registration Number:	2437413	ALEXINFORMATION

**CORRESPONDENCE DATA**

Fax Number: (214)981-3400  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
Phone: 214-981-3483  
Email: dclark@sidley.com  
Correspondent Name: Dusan Clark, Esq.  
Address Line 1: Sidley Austin LLP  
Address Line 2: 717 N. Harwood St., Suite 3400  
Address Line 4: Dallas, TEXAS 75201

ATTORNEY DOCKET NUMBER:	50279-30020
NAME OF SUBMITTER:	Dusan Clark
Signature:	/Dusan Clark/
Date:	12/27/2010

**Total Attachments: 9**  
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## TRADEMARK ASSIGNMENT

This Trademark Assignment is made and entered into as of December 23, 2010, by and between PNC Bank, National Association, as agent for and on behalf of the Lenders identified (and as defined) in the Credit Agreement<sup>1</sup>, ("Assignor"), and Thompson Media Group LLC, a Delaware limited liability company ("Assignee") (collectively referred to herein as the "Parties").

WHEREAS, on September 21, 2010, each of Thompson Publishing Holding Co., Inc., TPG AES Holding Co., Inc., Thompson Publishing Group, Inc., Thompson Publishing Development, LLC, Alex eSolutions, Inc., AHC Media LLC, and The Performance Institute, Inc. (collectively, the "Debtors") filed voluntary petitions for relief under chapter 11 of Title 11 of the United States Code (the "Bankruptcy Code") in the United States Bankruptcy Court in the District of Delaware (the "Bankruptcy Court");

WHEREAS, on September 21, 2010, the Debtors and Assignor, as agent for and on behalf of the Lenders, entered into that certain Asset Purchase Agreement (the "Purchase Agreement") whereby the Assignor, on behalf of the Lenders, agreed to purchase substantially all of the Debtors' assets (the "Acquired Assets") pursuant to a sale under section 363 of the Bankruptcy Code;

WHEREAS, on November 19, 2010, the Bankruptcy Court entered the *Order: (A) Approving Asset Purchase Agreement And Authorizing The Sale Of Assets Of Debtors Outside The Ordinary Course Of Business; (B) Authorizing And Approving Sale Of Assets Free And Clear Of Liens, Claims, Encumbrances, And Interests; (C) Approving Assumption And Assignment Of Designated Executory Contracts And Unexpired Leases; And (D) Granting Related Relief* (the "Sale Order") [Docket No. 178], which authorizes the sale of the Acquired Assets as defined in and contemplated by the Purchase Agreement;

WHEREAS, pursuant to the Contribution, Sale and Exchange Agreement by and between the Parties of even date herewith (the "Contribution Agreement"), Assignor has assigned to Assignee all of Assignor's right, title and interest in Assignor's intellectual property throughout the world (the "Intellectual Property"), including, without limitation, any and all trademarks and trademark registrations and applications listed on the attached Schedule 1, which is incorporated herein by this reference, and all goodwill associated and connected therewith or symbolized thereby (collectively referred to herein as the "Trademarks"); and

WHEREAS, pursuant to the Contribution Agreement, Assignee has acquired all of Assignor's right, title and interest in and to, among other assets, the Intellectual Property, including, without limitation, the Trademarks, and the Parties wish to record such acquisition in the U.S. Patent and Trademark Office, the Italian Patent and Trademark Office and all other

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<sup>1</sup> "Credit Agreement" shall mean that certain Amended and Restated Credit Agreement by and among TPG AES Holding Co., Inc., as Borrower; the Financial Institutions identified therein as Lenders; PNC Bank, National Association as successor to National City Bank, as Administrative Agent and Sole Bookrunner; General Electric Capital Corporation, as Syndication Agent; and National City Bank and General Electric Capital Markets Inc., as Co-Lead Arrangers, dated as of July 6, 2007 and as amended, restated, supplemented or otherwise modified from time to time.

applicable trademark offices where the Trademarks are registered or are the subject of pending applications for registration.

NOW, THEREFORE, for other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Parties hereby agree as follows:

1. Pursuant to the Contribution Agreement, Assignor, as beneficial owner, hereby irrevocably contributes, transfers, grants, bargains, assigns, conveys and delivers to Assignee, without recourse, all of Assignor's right, title and interest in and to the Trademarks and any and all rights under the Purchase Agreement relating thereto, together with the goodwill symbolized by the Trademarks, including, without limitation, the right to bring an action or proceeding at law or in equity or before any governmental authority for any past, present or future infringement, misappropriation, unauthorized use, dilution or violation of any of the Trademarks, or to prevent another person or entity from obtaining any trademark that might be detrimental to the rights assigned herein, and to collect all damages, awards, settlements and proceeds relating to the Trademarks, the registrations and applications for registration thereof, and all the benefits of the Trademarks. Assignor further consents to recordation of this Trademark Assignment by Assignee, including, without limitation, with the U.S. Patent and Trademark Office, the Italian Patent and Trademark Office and all other applicable trademark offices where the Trademarks are registered or are the subject of pending applications for registration.

2. Notwithstanding anything to the contrary contained herein, the Trademarks shall not include any trademark application that would be deemed invalidated, canceled or abandoned due to the contribution, assignment and/or conveyance of the Trademarks hereunder, including, without limitation, all United States trademark applications that are based on an intent-to-use, unless and until such time that the contribution, assignment and/or conveyance will not cause the invalidation, cancellation or abandonment of such trademark application.

3. This Trademark Assignment is subject to all the terms and conditions of the Contribution Agreement. The Parties intend that this Trademark Assignment is for recordation purposes only and its terms shall not modify the applicable terms and conditions of the Contribution Agreement, which govern the Parties' rights and interests in the Intellectual Property.

**[SIGNATURE PAGE FOLLOWS]**

**ASSIGNOR**


PNC BANK, NATIONAL ASSOCIATION, as  
agent for, and on behalf of, the Lenders

By: *Gary A. Best*  
Name: Gary A. Best  
Title: Vice President

[SIGNATURE PAGE TO TRADEMARK ASSIGNMENT]

**SCHEDULE 1**  
**TRADEMARK REGISTRATIONS AND APPLICATIONS**

[See attached.]

Mark	Previous Owner	Reg. No. (App. No.)	Reg. Date (App. Date)	Status
THOMPSON PUBLISHING GROUP	Thompson Publishing Group, Inc.	1,745,775	1/12/1993	Registered; Renewal due 1/12/2013
TAXLIBRARY.COM	Thompson Publishing Group, Inc./Tax Analysts, Inc. – record is unclear (was registration assigned?)	2,226,871	2/23/1999	Cancelled 11/26/2005
	Thompson Publishing Group, Inc.	2,317,558	2/15/2000	Cancelled 11/18/2006
TAX OWL	Thompson Publishing Group, Inc.	2,060,965	5/13/1997	Cancelled 2/14/2004
CYBER U	Thompson Publishing Group, Inc.	(75/019,683)	(11/9/1995)	Abandoned 12/12/1996
CYBER UNIVERSITY	Thompson Publishing Group, Inc.	(75/019,682)	(11/19/1995)	Abandoned 12/12/1996
SENIORITY NETWORK	Thompson Publishing Group, Inc.	(74/594,738)	(11/3/1994)	Abandoned 11/7/1995
FREECME.COM	AHC Media LLC	3,161,121	10/17/2006	Registered; Section 8 & 15 Declaration due 10/17/2012
CME SELECT	AHC Media LLC	2,925,534	2/8/2005	Registered; Section 8 & 15 Declaration due 2/8/2011
HEALTHCARE RISK MANAGEMENT	AHC Media LLC	2,369,598	7/18/2000	Registered; Renewal due 7/18/2020
BIOSCAN	AHC Media LLC	1,985,865	7/9/1996	Registered; Renewal due 7/9/2016

Mark	Previous Owner	Reg. No. (App. No.)	Reg. Date (App. Date)	Status
CONTRACEPTIVE TECHNOLOGY UPDATE	AHC Media LLC	1,813,701	12/28/1993	Registered; Renewal due 12/28/2013
CLINICAL CARDIOLOGY ALERT	AHC Media LLC	1,814,914	1/4/1994	Registered; Renewal due 1/4/2014
HOSPITAL EMPLOYEE HEALTH	AHC Media LLC	1,813,699	12/28/1993	Registered; Renewal due 12/28/2013
HOSPITAL HOME HEALTH	AHC Media LLC	1,810,771	12/14/1993	Registered; Renewal due 12/14/2013
AIDS ALERT	AHC Media LLC	1,840,497	6/21/1994	Registered; Renewal due 6/21/2014
BBI	AHC Media LLC	1,802,091	11/2/1993	Registered; Renewal due 11/2/2013
BIOWORLD	AHC Media LLC	1,650,755	7/16/1991	Registered; Renewal due 7/16/2011
AIDS GUIDE FOR HEALTH CARE WORKERS	AHC Media LLC	1,610,318	8/14/1990	Registered; Late renewal due 2/14/2011
INFECTIOUS DISEASE ALERT	AHC Media LLC	1,334,249	5/7/1985	Registered; Renewal due 5/7/2015
INTERNAL MEDICINE ALERT	AHC Media LLC	1,334,248	5/7/1985	Registered; Renewal due 5/7/2015
NEUROLOGY ALERT	AHC Media LLC	1,373,723	12/3/1985	Registered; Renewal due 12/3/2015
HOSPITAL INFECTION CONTROL	AHC Media LLC	3,147,196	9/26/2006	Registered; Section 8 & 15 Declaration due 9/26/2013
FREECME	AHC Media LLC	3,161,120	10/17/2006	Registered; Section 8 & 15 Declaration due 10/17/2013



Mark	Previous Owner	Reg. No. (App. No.)	Reg. Date (App. Date)	Status
OB/GYN CLINICAL ALERT	AHC Media LLC	1,332,083	4/23/1985	Registered; Renewal due 4/23/2015
AMERICAN HEALTH CONSULTANTS	AHC Media LLC	(78/831,029)	(3/7/2006)	Abandoned 12/30/2006
CE-WEB	AHC Media LLC	2,828,658	3/30/2004	Cancelled 11/5/2010
CESELECT	AHC Media LLC	2,737,533	7/15/2003	Cancelled 2/20/2010
BIOWORLD SNAPSHOTS	AHC Media LLC	2,698,215	3/18/2003	Cancelled 10/24/2009
TRAVEL MEDICINE ADVISOR	AHC Media LLC	2,634,592	10/15/2002	Cancelled 5/23/2009
TRAUMA REPORTS	AHC Media LLC	2,620,655	9/17/2002	Cancelled 5/16/2009
DIAGNOSTICS & IMAGING UPDATE	AHC Media LLC	2,619,140	9/10/2002	Cancelled 5/16/2009
CLINICAL ONCOLOGY ALERT	AHC Media LLC	2,614,819	9/3/2002	Cancelled 5/16/2009
HOSPICE MANAGEMENT ADVISOR	AHC Media LLC	2,614,818	9/3/2020	Cancelled 5/16/2009
ED NURSING	AHC Media LLC	2,603,182	7/30/2002	Cancelled 5/2/2009
BIOWORLD ONLINE	AHC Media LLC	2,597,285	7/23/2002	Cancelled 4/25/2009
PHYSICIANS GUIDE TO ALTERNATIVE MEDICINE	AHC Media LLC	2,596,352	7/16/2002	Cancelled 4/18/2009
HOSPITAL CASE MANAGEMENT	AHC Media LLC	2,584,096	6/18/2002	Cancelled 3/21/2009
CMWEB	AHC Media LLC	2,571,104	5/21/2002	Cancelled 2/28/2009
MEDICAL ETHICS ADVISOR	AHC Media LLC	2,333,191	3/21/2000	Cancelled 10/22/2010
REHAB CONTINUUM REPORT	AHC Media LLC	2,436,370	3/20/2001	Cancelled 7/29/2008
ALTERNATIVE MEDICINE ALERT	AHC Media LLC	2,500,768	10/23/2001	Cancelled 7/25/2008

Mark	Previous Owner	Reg. No. (App. No.)	Reg. Date (App. Date)	Status
HEALTHCARE BENCHMARKS	AHC Media LLC	2,481,007	8/21/2000	Cancelled 5/23/2008
PATIENT EDUCATION BENCHMARKS	AHC Media LLC	2,454,560	5/29/2001	Cancelled 3/8/2008
ED LEGAL LETTER	AHC Media LLC	2,454,559	5/29/2001	Cancelled 3/8/2008
PATIENT FOCUSED CARE & SATISFACTION	AHC Media LLC	2,447,187	4/24/2001	Cancelled 1/26/2008
HOSPITAL ACCESS MANAGEMENT	AHC Media LLC	2,440,329	4/3/2001	Cancelled 1/5/2008
HOSPITAL MANAGEMENT & INFORMATION MANAGEMENT	AHC Media LLC	2,440,234	4/3/2001	Cancelled 1/5/2008
EMERGENCY MEDICINE ALERT	AHC Media LLC	2,375,203	8/8/2000	Cancelled 5/12/2007
TB MONITOR	AHC Media LLC	2,375,199	8/8/2000	Cancelled 5/12/2007
PEDIATRIC AND ADOLESCENT MEDICINE REPORTS	AHC Media LLC	2,351,057	5/16/2000	Cancelled 2/24/2007
GERIATRIC EMERGENCY MEDICINE REPORTS	AHC Media LLC	2,420,280	1/9/2001	Cancelled 10/13/2007
OCCUPATIONAL HEALTH MANAGEMENT	AHC Media LLC	2,397,409	10/24/2000	Cancelled 7/28/2007
DRUG UTILIZATION REVIEW	AHC Media LLC	2,397,405	10/24/2000	Cancelled 7/28/2007
RN ADVANCED PRACTICE ALERT	AHC Media LLC	2,393,003	10/10/2000	Cancelled 7/14/2007
CANCER RESEARCH ALERT	AHC Media LLC	2,428,849	2/13/2001	Cancelled 11/17/2007
SPORTS MEDICINE REPORTS	AHC Media LLC	2,386,635	9/12/2000	Cancelled 6/16/2007
ED MANAGEMENT	AHC Media LLC	2,282,889	10/5/1999	Cancelled 5/8/2010
SAME-DAY SURGERY	AHC Media LLC	2,280,917	9/28/1999	Cancelled 5/1/2010

Mark	Previous Owner	Reg. No. (App. No.)	Reg. Date (App. Date)	Status
BIOSCAN	AHC Media LLC	2,002,884	9/24/1996	Cancelled 6/30/2007
<b>HOSPITAL PEER REVIEW</b>	AHC Media LLC	1,075,518	10/18/1977	Expired
HOSPITAL ACCESS MANAGEMENT	AHC Media LLC	2,440,239	4/3/2001	Cancelled 1/5/2008
SHESHUNOFF	Alex eSolutions, Inc.	2,965,593	7/12/2005	Registered; Renewal due 7/12/2015
ALEXINFORMATION	Alex eSolutions, Inc.	2,437,414	3/20/2001	Registered; Renewal due 3/20/2011
ALEXINFORMATION	Alex eSolutions, Inc.	2,437,413	3/20/2001	Registered; Renewal due 3/20/2011
ALEX EBUSINESS	Alex eSolutions, Inc.	(76/137,328)	(9/27/2000)	Abandoned 5/28/2002
ALEX EPROCUREMENT	Alex eSolutions, Inc.	(76/137,327)	(9/27/2000)	Abandoned 4/23/2001
ALEX ECOMMERCE	Alex eSolutions, Inc.	(76/137,326)	(9/27/2000)	Abandoned 5/28/2002
ALEXINFORMATION'S THE OPPORTUNITIES REPORT	Alex eSolutions, Inc.	2,340,500	4/11/2000	Cancelled 11/12/2010
BANK COMPLIANCE EXPERT	Alex eSolutions, Inc.	2,350,435	5/16/2000	Cancelled 2/24/2007
SHESHUNOFF Y-9 REPORT ANALYZER	Alex eSolutions, Inc.	2,528,135	1/8/2002	Cancelled 10/10/2008
BANKFOCUS	Alex eSolutions, Inc.	2,635,886	10/15/2002	Cancelled 5/23/2009
GRANTS MANAGEMENT ADVISORY SERVICE	Grants Management Advisory Service, Inc.	(73/270,354)	(7/15/1980)	Abandoned 9/30/1983
GOVERNMENT BUSINESS COUNCIL	The Performance Institute, Inc.	(76/678,912)	(6/29/2007)	Abandoned 4/16/2008

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