

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
Thompson Media Group LLC		12/23/2010	LIMITED LIABILITY COMPANY: DELAWARE

RECEIVING PARTY DATA

Name:	PNC Bank, National Association, as Agent
Street Address:	1600 Market Street
Internal Address:	F2-F070-11-4
City:	Philadelphia
State/Country:	PENNSYLVANIA
Postal Code:	19103
Entity Type:	National Banking Association: UNITED STATES

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

TRADEMARK

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REEL: 004441 FRAME: 0373

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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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GRANT OF SECURITY INTEREST IN TRADEMARKS

THIS GRANT OF SECURITY INTEREST IN TRADEMARKS is made as of December 23, 2010, by THOMPSON MEDIA GROUP LLC, a Delaware limited liability company (“**Grantor**”), in favor of PNC BANK, NATIONAL ASSOCIATION (“**PNC**”), as Agent (as defined below).

WHEREAS, Grantor is the owner of the trademarks described on Schedule A (the “**Trademarks**”);

WHEREAS, on September 21, 2010, Thompson Publishing Holding Co., Inc., a Delaware corporation, AHC Media LLC, a Delaware limited liability company, Alex eSolutions, Inc., a Delaware corporation, Thompson Publishing Group, Inc., a Delaware corporation, The Performance Institute, Inc., a Virginia corporation, Thompson Publishing Development, LLC, a Delaware limited liability company, and TPG AES Holding Co., Inc., a Delaware corporation (the “**Seller Entities**”) filed voluntary petitions for relief under Chapter 11 of title 11 of the United States Code (the “**Bankruptcy Cases**”);

WHEREAS, PNC, as agent for a group of Lenders to the Seller Entities, successfully credit bid to purchase substantially all the assets (the “**Acquired Assets**”) of the Seller Entities, as debtors and debtors-in-possession under the Bankruptcy Cases;

WHEREAS, pursuant to a Contribution Agreement dated as of the date hereof, between PNC and Grantor, PNC sold and contributed the Acquired Assets, including the Trademarks, to Grantor;

WHEREAS, Grantor has entered into that certain Credit Agreement dated as of the date hereof by and among Grantor, PNC, as Administrative Agent (in such capacity, the “**Agent**”) for itself and the other Lenders that are now or hereafter become a party thereto from time to time (the “**Lenders**”), and the Lenders (as amended, restated, modified and/or supplemented from time to time, the “**Credit Agreement**”), in order to finance Grantor’s acquisition of the Acquired Assets and to provide working capital for the Grantor and for other general corporate purposes;

WHEREAS, Grantor is a party to a Security Agreement dated as of the date hereof (as the same may be amended, restated, modified, and/or supplemented from time to time, the “**Agreement**”) in favor of Agent for itself and other Secured Parties referred to in the Agreement; and

WHEREAS, pursuant to the Agreement, Grantor granted to Agent (for the benefit of the Secured Parties) a security interest in all right, title and interest of such Grantor in and to, among other things, the Trademarks, together with all goodwill associated therewith, all applications and/or registrations pertaining thereto, all renewals and continued use filings and extensions thereof, and all proceeds thereof, including, without limitation, that arising from any and all past, present and future causes of action which may exist by reason of infringement thereof (the “**Collateral**”), to secure the payment, performance and observance of the Obligations,.

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, and intending to be legally bound, Grantor does hereby grant to Agent a security interest in the Collateral to secure the prompt payment, performance and observance of its obligations, including without limitation the Obligations.

Grantor does hereby acknowledge and affirm that the rights and remedies of Agent with respect to the security interest in the Collateral made and granted hereby are fully set forth in the Agreement, the terms and provisions of which are hereby incorporated herein by reference as if fully set forth herein. Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to them in the Agreement. This Grant of Security Interest may be executed in one or more counterparts, all of which, when so executed, shall be deemed an original, but all such counterparts shall constitute one and the same agreement.

[SIGNATURE PAGE FOLLOWS]

IN WITNESS WHEREOF, Grantor has caused this Grant of Security Interest to be duly executed by its officer thereunto duly authorized as of the date first written above.

THOMPSON MEDIA GROUP LLC


By: 

Name: Robert Mate

Title: Chief Executive Officer and President

[SIGNATURE PAGE TO GRANT OF SECURITY INTEREST – TRADEMARKS]

SCHEDULE A

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
CMEWEB	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
	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