

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
Dorchester Media, LLC		03/25/2011	LIMITED LIABILITY COMPANY: NEW YORK

RECEIVING PARTY DATA

Name:	Word Up Publications, Inc.
Street Address:	210 Route 4 East
Internal Address:	Suite 211
City:	Paramus
State/Country:	NEW JERSEY
Postal Code:	07652
Entity Type:	CORPORATION: NEW JERSEY

PROPERTY NUMBERS Total: 6

Property Type	Number	Word Mark
Registration Number:	1195696	JIVE
Registration Number:	1366615	BLACK BEAT
Registration Number:	3027656	BRONZE THRILLS
Registration Number:	3027655	BLACK CONFESSIONS
Registration Number:	3053692	BLACK ROMANCE
Registration Number:	1346134	RIGHT ON!

CORRESPONDENCE DATA

Fax Number: (201)488-3884
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 2013437775
 Email: goldbergpat@earthlink.net
 Correspondent Name: Richard M. Goldberg
 Address Line 1: 25 East Salem Street
 Address Line 2: Suite 419

OP \$165.00 1195696

900190587

**TRADEMARK
 REEL: 004531 FRAME: 0147**

Address Line 4: Hackensack, NEW JERSEY 07601

ATTORNEY DOCKET NUMBER: 148/3/054-059

NAME OF SUBMITTER: Richard M. Goldberg

Signature: /Richard M. Goldberg/

Date: 04/29/2011

Total Attachments: 4
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TRADEMARK ASSIGNMENT

THIS ASSIGNMENT is made as of the last date signed below.

WHEREAS, DORCHESTER MEDIA LLC, a New York Limited Liability Company having a principal place of business at 200 Madison Avenue, New York, NY 10016 (hereinafter referred to as "ASSIGNOR"), is the owner of all right, title and interest in and to the trademarks and U.S. and foreign trademark applications and registrations recited in Appendix A hereto, and in and to the goodwill of the business appertaining thereto and which is symbolized thereby;

WHEREAS, WORD UP PUBLICATIONS, INC., a New Jersey Corporation having a principal place of business at 210 Route 4 East, Suite 211, Paramus, NJ 07652 (hereinafter referred to as "ASSIGNEE"), desires to acquire from ASSIGNOR all right, title and interest in and to said trademarks and U.S. and foreign trademark applications and registrations recited in Appendix A hereto, and in and to the goodwill of the business appertaining thereto and which is symbolized thereby;

NOW THEREFORE, to all whom it may concern, be it known that for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, ASSIGNOR does hereby sell, transfer, convey and assign unto the said ASSIGNEE, its successors, legal representatives and assigns, the entire right, title and interest in and to said trademarks and U.S. and foreign trademark applications and registrations recited in Appendix A hereto, and in and to the goodwill of the business appertaining thereto and which is symbolized thereby, with the right to recover for past infringements thereof;

ASSIGNOR confirms that it owns said trademarks and U.S. and foreign trademark applications and registrations recited in Appendix A hereto, and in and to the goodwill of the

business appertaining thereto and which is symbolized thereby, free and clear of any liens, encumbrances, restrictions on transfer, claims, covenants or conditions of any kind, and that it has the full right and power to transfer the trademarks and said applications and registrations;

ASSIGNOR hereby authorizes and requests the U.S. Patent and Trademark Office and any foreign trademark office to issue all Registrations and Renewals for said trademarks to ASSIGNEE, its successors, legal representatives and assigns, as assignee thereof, in accordance with the terms of this Assignment.

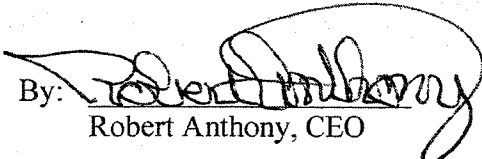
ASSIGNOR hereby further covenants and agrees that it will communicate to ASSIGNEE, its successors, legal representatives and assigns, any facts known to it respecting said trademarks and applications and registrations, and will make all rightful oaths, sign all necessary papers and generally do everything possible to aid ASSIGNEE, its successors, legal representatives and assigns, to transfer to ASSIGNEE and to obtain and maintain proper trademark protection in the name of ASSIGNEE for said trademarks and applications and registrations.

IN WITNESS WHEREOF, ASSIGNOR and ASSIGNEE have executed this Trademark Assignment March 25, 2011.

ASSIGNOR

DORCHESTER MEDIA LLC

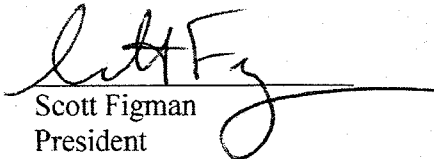
By:


Robert Anthony, CEO

ASSIGNEE

WORD UP PUBLICATIONS, INC.

By:


Scott Figman
President

APPENDIX A

UNITED STATES REGISTRATIONS AND APPLICATIONS

<u>Mark</u>	<u>Class</u>	<u>Registration No.</u>
Jive	016	1195696
Black Beat	016	1366615
Bronze Thrills	016	3027656
Black Confessions	016	3027655
Black Romance	016	3053692
Right On!	016	1346134

State of New York)
County of New York) ss.:

On March 24, 2011, before me, the undersigned Notary Public, personally appeared Robert Anthony personally known to me (or proved to me on the basis of satisfactory evidence) to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same in his authorized capacity, and that by his signature on the instrument the person, or the entity upon behalf of which the person acted, executed the instrument.

WITNESS my hand and official seal.

Signature



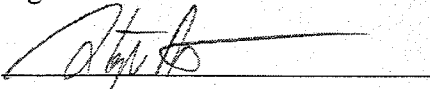
ERIC D. BERGER
Notary Public, State of New York
No. 31-4560591
Qualified in New York County
Commission Expires Jan. 2, 2014

State of New Jersey)
County of Bergen) ss.:

On March 25, 2011, before me, the undersigned Notary Public, personally appeared Scott Figman personally known to me (or proved to me on the basis of satisfactory evidence) to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same in his authorized capacity, and that by his signature on the instrument the person, or the entity upon behalf of which the person acted, executed the instrument.

WITNESS my hand and official seal.

Signature



STEPHEN D. PERRETTA
NOTARY PUBLIC OF NEW JERSEY
MY COMMISSION EXPIRES:
MARCH 3, 2015