

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:		NEW ASSIGNMENT	
NATURE OF CONVEYANCE:		Amendment No. 1 to Trademark Security Agreement	
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
WCP/Fern Exposition Services LLC		03/15/2011	LIMITED LIABILITY COMPANY: DELAWARE
RECEIVING PARTY DATA			
Name:	GE Business Financial Services Inc. (f/k/a Merrill Lynch Capital, a division of Merrill Lynch Business Financial Services Inc.), as Agent		
Street Address:	201 Merritt 7, 6th Floor		
City:	Norwalk		
State/Country:	CONNECTICUT		
Postal Code:	06856-5201		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	2370415	GEO. E. FERN CO.	
CORRESPONDENCE DATA			
Fax Number:	(312)993-9767		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	312-993-2698		
Email:	magdalini.rizakos@lw.com		
Correspondent Name:	Magdalini Rizakos c/o Latham & Watkins		
Address Line 1:	233 South Wacker Drive, Suite 5800		
Address Line 4:	Chicago, ILLINOIS 60606		
NAME OF SUBMITTER:	Magdalini Rizakos		
Signature:	/mr/		
Date:	06/17/2011		

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Total Attachments: 4

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Amendment No.1 to Trademark Security Agreement

This Amendment No.1 to Trademark Security Agreement, dated as of March 15, 2011 (this "Amendment"), is entered into by and between WCP/Fern Exposition Services LLC, a Delaware limited liability company ("Grantor") in favor of GE Business Financial Services Inc. (f/k/a Merrill Lynch Capital, a division of Merrill Lynch Business Financial Services Inc.), in its capacity as Administrative Agent for the Lenders party to the Credit Agreement ("Grantee"). Any term used herein and not otherwise defined herein shall have the meaning assigned to it in the Trademark Agreement (as defined below).

WHEREAS, pursuant to the terms of the Credit Agreement dated as of September 15, 2005, among Grantor, certain of Grantor's affiliates, Grantee and the Lenders party thereto (as amended, restated, supplemented or otherwise modified from time to time, the "Credit Agreement"), Grantor executed a Trademark Security Agreement dated as of September 15, 2005 and recorded on September 16, 2005 at Reel 003160 / Frame 0702 and (the "Trademark Agreement") in favor of Grantee to secure Grantor's obligations under the Credit Agreement;

WHEREAS, the Trademark assigned to Grantee pursuant to the Trademark Agreement is set forth on Schedule I hereto;

WHEREAS, as of March 26, 2008, the legal name of Merrill Lynch Business Financial Services Inc. was changed to "GE Business Financial Services Inc."

WHEREAS, Grantor and Grantee desire to amend the Trademark Agreement as set forth below.

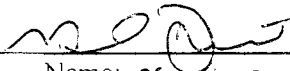
NOW, THEREFORE, in consideration of the terms and conditions contained herein, the parties hereto hereby agree as follows:

1. Effective as of the date hereof, each reference to "Grantee" in the Trademark Agreement hereby refers to GE Business Financial Services Inc. (f/k/a Merrill Lynch Business Financial Services Inc.).
2. Except as amended hereby, the terms and provisions of the Trademark Agreement remain unchanged, are and shall remain in full force and effect and are hereby ratified and confirmed.
3. This Amendment may be executed in any number of counterparts, each of which when so executed shall be deemed an original but all such counterparts shall constitute one and the same instrument.
4. This Amendment shall be governed by and construed in accordance with the internal laws (as opposed to conflicts of law provisions) of the State of Illinois.

[Signature Page Follows]

IN WITNESS WHEREOF, this Amendment has been duly executed as of the day and year first above written.

**WCP/FERN EXPOSITION SERVICES LLC, as
Grantor**

By: 
Name: MICHAEL T. SMITH
Title: CHIEF FINANCIAL OFFICER

ACCEPTED AND ACKNOWLEDGED BY:

GE BUSINESS FINANCIAL SERVICES INC.
(f/k/a Merrill Lynch Capital, a division of
Merrill Lynch Business Financial Services Inc.),
as Agent

By: _____
Name:
Title:

[Signature Page to Trademark Security Agreement Amendment]

**TRADEMARK
REEL: 004564 FRAME: 0918**


IN WITNESS WHEREOF, this Amendment has been duly executed as of the day and year first above written.

**WCP/FERN EXPOSITION SERVICES LLC, as
Grantor**

By: _____
Name:
Title:

ACCEPTED AND ACKNOWLEDGED BY:

**GE BUSINESS FINANCIAL SERVICES INC.
(f/k/a Merrill Lynch Capital, a division of
Merrill Lynch Business Financial Services Inc.),
as Agent**

By: 
Name: ELLEN RUCHAUPT
Title: DULY AUTHORIZED SIGNER

SCHEDULE I

<u>Owner</u>	<u>Trademark</u>	<u>Reg. Number</u>	<u>Reg. Date</u>
WCP/Fern Exposition Services LLC	GEO. E. FERN CO.	2,370,415	July 25, 2000