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
Northern & Shell North America, Ltd.		06/22/2011	COMPANY: UNITED KINGDOM

RECEIVING PARTY DATA

Name:	Odyssey Magazine Publishing Group LLC
Street Address:	4 New York Plaza
Internal Address:	c/o American Media, Inc.
City:	New York
State/Country:	NEW YORK
Postal Code:	10004
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE

PROPERTY NUMBERS Total: 5

Property Type	Number	Word Mark
Registration Number:	1901212	OK!
Registration Number:	3241733	OK! WEEKLY
Registration Number:	3244356	OK!
Registration Number:	3815852	OK!
Serial Number:	85219533	OK! USA

CORRESPONDENCE DATA

Fax Number: (202)887-4288

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

202-887-4000 Phone:

Email: lgeyer@akingump.com

Correspondent Name: Laura T. Geyer

Address Line 1: 1333 New Hampshire Ave NW

Address Line 4: Washington, DISTRICT OF COLUMBIA 20036-1564

TRADEMARK

REEL: 004568 FRAME: 0474

ATTORNEY DOCKET NUMBER:	688913.0003
NAME OF SUBMITTER:	Laura Talley Geyer
Signature:	/Laura Talley Geyer/
Date:	06/23/2011
Total Attachments: 9 source=FINAL Trademark and Domain Nan	ne Assignmentt#page2.tif ne Assignmentt#page3.tif ne Assignmentt#page4.tif ne Assignmentt#page5.tif ne Assignmentt#page6.tif ne Assignmentt#page6.tif ne Assignmentt#page7.tif ne Assignmentt#page8.tif

TRADEMARK AND DOMAIN NAME ASSIGNMENT

This TRADEMARK AND DOMAIN NAME ASSIGNMENT ("Assignment") is effective as of this 22nd day of June, 2011 by and between Northern & Shell North America Limited, incorporated and registered in England and Wales with a registered address of Number 10 Lower Thames Street, London EC3R 6 EN ("Assignor") and Odyssey Magazine Publishing Group LLC, a Delaware limited liability company with an address of c/o American Media, Inc., 4 New York Plaza, New York, NY ("Assignee").

WHEREAS, pursuant to a certain Asset Purchase Agreement dated June 22, 2011 ("Agreement"), Assignee acquired from Assignor certain Transferred Intellectual Property (as defined in the Agreement), including all right, title and interest in and to certain trademarks and service marks, trade dress, domain names, and the applications and registrations therefor, and all goodwill associated therewith, and all other intellectual property identified on <u>Schedule A</u> attached hereto (the "Assigned Marks and Names");

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

WHEREAS, it is desired that the present Agreement may be made of record in the United States Patent and Trademark Office, the Canadian Trade Marks Office, and any other domestic or foreign authority 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 Marks and Names, including the goodwill associated therewith, and all other rights in and to the Assigned Marks and Names throughout the United States, its territories and possessions, and Canada with respect to the domain names, in perpetuity, and all rights to damages and profits, due or accrued, arising out of past infringements of said Assigned Marks and Names in such territories, and the right to sue for and recover the same.

	thern & Shell North America Limited signor)
By:	
•	Name: ROB SANDERSOI
	Title: DIRECTOR
	Date:
	ssey Magazine Publishing Group LLC ignee)
By:	
	Name:
	Title:
	Date:

EXECUTION VERSION

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Ву:					
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Ву:	Mu	A KU	1		
	Name:	David J. I	Pecker		
	Title:	Manager			
	Date:	_			

SCHEDULE A

1) Domain Names

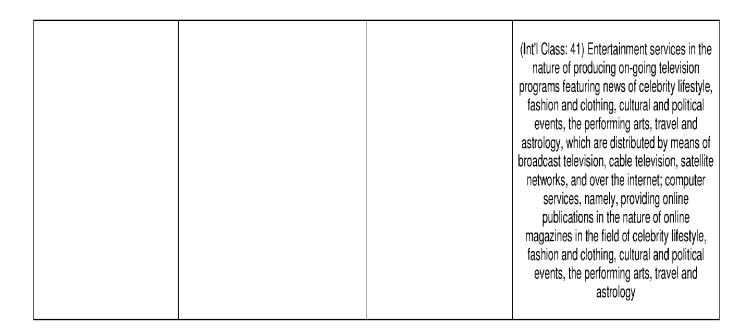
Okmagazine.com Ok-magazine.com

2) US Trademarks

TM Records	Trademark/SN/RN	Status/Key Dates	Full Goods/Services
US Federal	OK! and Design OK! SN:74-378223 RN:1,901,212	Renewed June 20, 2005 Int'l Class: 16 First Use: July 6, 1993 Filed: April 12, 1993 Published: April 26, 1994 Registered: June 20, 1995	(Int'l Class: 16) Publications; namely, magazines featuring news of celebrity lifestyle, fashion and clothing, cultural and political events, the performing arts, travel and astrology

US Federal	OK! WEEKLY and Design SN:78-831087 RN:3,241,733	Registered May 15, 2007 Int'l Class: 16 First Use: February 9, 2006 Filed: March 7, 2006 Published: February 27, 2007	(Int'l Class: 16) Printed publications, namely magazines featuring news of celebrity lifestyle, fashion and clothing, cultural and political events, the performing arts, travel and astrology
US Federal	OK! OK! SN:78-860879 RN:3,244,356	Registered May 22, 2007 Int'l Class: 16 First Use: July 6, 1993 Filed: April 13, 2006 Published: March 6, 2007	(Int'l Class: 16) Printed publications, namely magazines featuring news of celebrity lifestyle, fashion and clothing, cultural and political events, the performing arts, travel and astrology
US Federal	OK! OK! SN:78-861030 RN:3,815,852	Registered July 6, 2010 Int'l Class: 9, 41 First Use: August 5, 2005 Filed: April 13, 2006 Published: March 6, 2007 Allowed: May 29, 2007	(Int'l Class: 9) Downloadable electronic publications in the nature of online magazines, all featuring news in the field of celebrity lifestyle, fashion and clothing, cultural and political events, the performing arts, travel and astrology (Int'l Class: 41) Entertainment services in the nature of producing on-going television programs featuring news of celebrity lifestyle, fashion and clothing, cultural and political events, the performing arts, travel and astrology, which are distributed by means of

			broadcast television, cable television, satellite networks, and over the internet; computer services, namely, providing online publications in the nature of online magazines in the field of celebrity lifestyle, fashion and clothing, cultural and political events, the performing arts, travel and astrology
US Federal	OK! USA and Design SN:85-219533	Pending - Publication Review Complete June 28, 2011 Int'l Class: 9, 16, 41 First Use: November 10, 2010 Filed: January 18, 2011 Published: June 28, 2011	(Int'l Class: 9) Pre-recorded cd's, dvd's, audio tapes, audio cassettes, electronic media, phonograph records, and optical disks featuring games and puzzles, all relating to celebrities and celebrity lifestyles; downloadable electronic publications in the nature of online magazines, all featuring news in the field of celebrity lifestyle, fashion and clothing, cultural and political events, the performing arts, travel and astrology (Int'l Class: 16) Printed publications, namely, magazines featuring news of celebrity lifestyle, fashion and clothing, cultural and political events, the performing arts, travel and astrology (Int'l Class: 28) Games, namely, hand-held games with lcd displays; toys, namely, electronic learning toys; board games; electronic games other than those adapted for use with television receivers; hand-held units for playing electronic games other than those adapted for use with an external display screen or monitor, all relating to celebrities and celebrity lifestyles



3) Canadian Trademarks

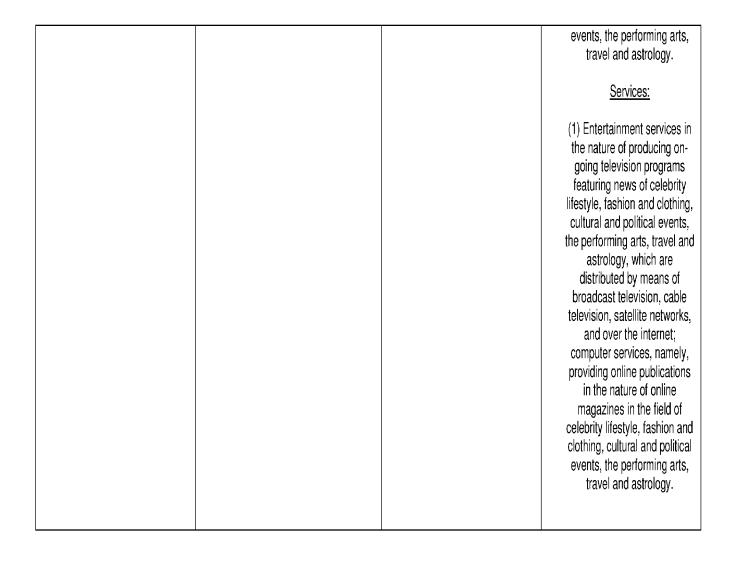
TM Records	Trademark/SN/RN	Status/Key Dates	Full Goods/Services
Canadian	O.K. SN: 0525724 RN: 302239	Registered: April 26, 1985 Advertised: January 16,1985 Filed: July, 20 1984	<u>Wares:</u> (1) Printed matter, namely, magazines and periodicals.

Canadian	OK! SN: 0899835 RN: 581401	Registered: May 13, 2003 Advertised: January 1, 2003 Formalised: January 8, 1999 Filed: December 16,1998	<u>Wares:</u> (1) Magazines.
Canadian	OK! & Design SN: 1050530 RN: 570469	Registered: November 7, 2002 Advertised: July 17, 2002 Formalised: April 4, 2000 Filed: March, 13, 2000	<u>Wares:</u> (1) Celebrity magazines. (2) Magazines.

OK! Design Not Registered Canadian Wares: Formalised: (1) Pre-recorded cd's, dvd's, March 2, 2011 audio tapes, audio cassettes, electronic media, phonograph Filed: records, and optical disks February 28, 2011 featuring games and puzzles, all relating to celebrities and celebrity lifestyles; games, namely hand-held games with lcd displays; toys, namely electronic learning toys; board games; electronic SN: 1517053 games other than those adapted for use with television receivers; handheld units for playing electronic games other than those adapted for use with an external display screen or monitor, all relating to celebrities and celebrity lifestyles. (2) Printed publications, namely magazines featuring news of celebrity lifestyle, fashion and clothing, cultural and political events, the performing arts, travel and astrology; downloadable electronic publications in the nature of online magazines, all featuring news in the field of celebrity lifestyle, fashion and

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clothing, cultural and political



RECORDED: 06/23/2011