

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		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	202-887-4000		
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		

CH \$140.00 1901212

900195261

**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

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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 Schedule A 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.

Northern & Shell North America Limited
(Assignor)

By: _____

Name: ROB SANDERSON

Title: DIRECTOR

Date:

Odyssey Magazine Publishing Group LLC
(Assignee)

By: _____

Name:

Title:

Date:

EXECUTION VERSION

TRADEMARK AND DOMAIN NAME ASSIGNMENT

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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 Schedule A 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.

Northern & Shell North America Limited
(Assignor)

By: _____
Name:
Title:
Date:

Odyssey Magazine Publishing Group LLC
(Assignee)

By:  _____
Name: David J. 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  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


<p>US Federal</p>	<p>OK! WEEKLY and Design</p>  <p>SN:78-831087 RN:3,241,733</p>	<p>Registered May 15, 2007</p> <p>Int'l Class: 16 First Use: February 9, 2006 Filed: March 7, 2006 Published: February 27, 2007</p>	<p>(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</p>
<p>US Federal</p>	<p>OK!</p>  <p>SN:78-860879 RN:3,244,356</p>	<p>Registered May 22, 2007</p> <p>Int'l Class: 16 First Use: July 6, 1993 Filed: April 13, 2006 Published: March 6, 2007</p>	<p>(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</p>
<p>US Federal</p>	<p>OK!</p>  <p>SN:78-861030 RN:3,815,852</p>	<p>Registered July 6, 2010</p> <p>Int'l Class: 9, 41 First Use: August 5, 2005 Filed: April 13, 2006 Published: March 6, 2007 Allowed: May 29, 2007</p>	<p>(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</p> <p>(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</p>


			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	<p>OK! USA and Design</p>  <p>SN:85-219533</p>	<p>Pending - Publication Review Complete June 28, 2011</p> <p>Int'l Class: 9, 16, 41 First Use: November 10, 2010 Filed: January 18, 2011 Published: June 28, 2011</p>	<p>(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</p> <p>(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</p> <p>(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</p>

			(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
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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.

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

<p>Canadian</p>	<p>OK! Design</p>  <p>SN: 1517053</p>	<p>Not Registered</p> <p>Formalised: March 2, 2011</p> <p>Filed: February 28, 2011</p>	<p><u>Wares:</u></p> <p>(1) 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; 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.</p> <p>(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 clothing, cultural and political</p>
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events, the performing arts,
travel and astrology.

Services:

(1) 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.