

TRADEMARK ASSIGNMENT

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT
<b>NATURE OF CONVEYANCE:</b>	Security Agreement

<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
New York Media LLC		11/13/2012	LIMITED LIABILITY COMPANY: DELAWARE

<b>RECEIVING PARTY DATA</b>	
<b>Name:</b>	Access Capital, Inc.
<b>Street Address:</b>	405 Park Avenue
<b>City:</b>	New York
<b>State/Country:</b>	NEW YORK
<b>Postal Code:</b>	10022
<b>Entity Type:</b>	CORPORATION: NEW YORK

<b>PROPERTY NUMBERS Total: 15</b>		
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>
Registration Number:	3927539	THE UNDERGROUND GOURMET
Registration Number:	3939753	STRATEGIST
Registration Number:	3939754	THE APPROVAL MATRIX
Registration Number:	3939758	THE LOOK BOOK
Registration Number:	3942921	THE CITY POLITIC
Registration Number:	3853561	THE CITY POLITIC
Registration Number:	4052350	VULTURE'S ANTICIPATION INDEX
Registration Number:	3837448	GOSSIPMONGER
Registration Number:	3161151	ECONOMY OF ONE
Registration Number:	4064564	THE VULTURE NETWORK
Registration Number:	4157334	VULTURE
Serial Number:	85634540	EARLY & OFTEN
Serial Number:	85634476	NEW YORK DESIGN HUNTING
Serial Number:	85524572	NEW YORK TASTE

CH \$390.00 3927539

**TRADEMARK**

Serial Number:

85445448

VULTURE CLICKABLES

**CORRESPONDENCE DATA**

Fax Number: 3026365454

*Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.*

Phone: 800-927-9801 x2348

Email: jpaterso@cscinfo.com

Correspondent Name: Corporation Service Company

Address Line 1: 1090 Vermont Avenue NW, Suite 430

Address Line 4: Washington, DISTRICT OF COLUMBIA 20005

ATTORNEY DOCKET NUMBER:

427178-5

NAME OF SUBMITTER:

Jean Paterson

Signature:

/jep/

Date:

11/19/2012

**Total Attachments: 4**

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**TRADEMARK ASSIGNMENT OF SECURITY**

WHEREAS, New York Media LLC, a limited liability company formed under the laws of Delaware, located at 75 Varick Street, 4<sup>th</sup> Floor, New York, NY 10013 ("Company"), has adopted, used and is using the marks shown in the attached Schedule A (the "Marks"), for which there are registrations or applications in the United States Patent and Trademark Office under the numbers shown in the attached Schedule A; and

WHEREAS, Company is obligated to Access Capital, Inc. ("Lender") pursuant to (i) a certain Loan and Security Agreement, dated as of June 11, 2009, among Lender, Company and the other credit parties named therein and (ii) a certain Intellectual Property Security Agreement, dated as of June 11, 2009, made by Company in favor of Lender (as each has been or may be amended, modified, restated or supplemented from time to time, collectively, the "Agreements"); and

WHEREAS, pursuant to the Agreements, Company has granted to Lender a security interest in the Marks, the goodwill of the business symbolized by the Marks, and the registrations and applications therefor.

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Company does hereby assign unto Lender and grant to Lender a security interest in and to the Marks, together with the goodwill of the business symbolized by the Marks, and registrations and applications therefor, which assignment and security interest shall secure all the Obligations as defined in the Agreements and in accordance with the terms and provisions thereof.

Company expressly acknowledges and affirms that the rights and remedies of Lender with respect to the assignment and security interest granted hereby are more fully set forth in the Agreements.

Dated: New York, New York  
November 13, 2012

NEW YORK MEDIA LLC

By: Adelina Peperella  
Name: Adelina Peperella  
Its: Chief Financial Officer

ACCEPTED and ACKNOWLEDGED by:

ACCESS CAPITAL, INC.

By: David K. Korman  
Name: David K. Korman  
Its: V.P.

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TRADEMARK  
REEL: 004903 FRAME: 0405

SCHEDULE A

Schedule A to a Trademark Assignment of Security dated November 13, 2012, by and between New York Media LLC and Access Capital, Inc.

I. TRADEMARK REGISTRATIONS

<u>GRANTOR</u>	<u>MARK</u>	<u>COUNTRY</u>	<u>REG. NO.</u>	<u>REG. DATE</u>
NEW YORK MEDIA LLC	THE UNDERGROUND GOURMET	United States of America	3,927,539	March 8, 2011
NEW YORK MEDIA LLC	STRATEGIST	United States of America	3,939,753	April 5, 2011
NEW YORK MEDIA LLC	THE APPROVAL MATRIX	United States of America	3,939,754	April 5, 2011
NEW YORK MEDIA LLC	THE LOOK BOOK	United States of America	3,939,758	April 5, 2011
NEW YORK MEDIA LLC	THE CITY POLITIC	United States of America	3,942,921	April 12, 2011
NEW YORK MEDIA LLC	THE CITY POLITIC	United States of America	3,853,561	September 28, 2010
NEW YORK MEDIA LLC	VULTURE'S ANTICIPATION INDEX	United States of America	4,052,350	November 8, 2011
NEW YORK MEDIA LLC	GOSSIPMONGER	United States of America	3837448	August 24, 2010
NEW YORK MEDIA LLC	ECONOMY OF ONE	United States of America	3161151	October 17, 2006
NEW YORK MEDIA LLC	THE VULTURE NETWORK	United States of America	4064564	November 29, 2011
NEW YORK MEDIA LLC	VULTURE	United States of America	4157334	June 12, 2012

II. TRADEMARK APPLICATIONS

<u>GRANTOR</u>	<u>MARK</u>	<u>COUNTRY</u>	<u>SERIAL NUMBER</u>	<u>APPLICATION DATE</u>
NEW YORK MEDIA LLC	EARLY & OFTEN	United States of America	85634540	May 24, 2012
NEW YORK MEDIA LLC	NEW YORK DESIGN HUNTING	United States of America	85634476	May 24, 2012
NEW YORK MEDIA LLC	NEW YORK TASTE	United States of America	85524572	January 25, 2012
NEW YORK MEDIA LLC	VULTURE CLICKABLES	United States of America	85445448	October 12, 2011