

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM324368

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNMENT OF THE ENTIRE INTEREST AND THE GOODWILL		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Faces Magazines, Inc.		11/25/2014	CORPORATION: NEW YORK
RECEIVING PARTY DATA			
Name:	Starline Publications, Inc.		
Street Address:	46 Violet Avenue		
City:	Poughkeepsie		
State/Country:	NEW YORK		
Postal Code:	12601		
Entity Type:	CORPORATION: NEW YORK		
PROPERTY NUMBERS Total: 4			
Property Type	Number	Word Mark	
Registration Number:	1399382	MM	
Registration Number:	1392324	METAL MADNESS	
Registration Number:	1395647	METAL MUSCLE	
Registration Number:	1361797	FACES ROCKS	
CORRESPONDENCE DATA			
Fax Number:	2018438775		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.</i>			
Phone:	2018434004 x108		
Email:	sperretta@enoblemedia.com		
Correspondent Name:	Stephen Perretta		
Address Line 1:	210 E State Route 4, Ste 211		
Address Line 4:	Paramus, NEW JERSEY 07652		
NAME OF SUBMITTER:	Stephen Perretta		
SIGNATURE:	/Stephen Perretta/		
DATE SIGNED:	11/25/2014		
Total Attachments: 2			
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TRADEMARK ASSIGNMENT

This Trademark Assignment is dated November 25, 2014 (the "Assignment") between FACES MAGAZINES, INC., a New York corporation, with offices located at 46 Violet Avenue, Poughkeepsie, NY 12601 ("Assignor") and STARLINE PUBLICATIONS, INC., a New York corporation with offices located at 46 Violet Avenue, Poughkeepsie, NY 12601 (the "Assignee").

WHEREAS, Assignor is the owner of all right, title and interest in and to the trademarks and U.S. Registrations listed in Schedule A (collectively, the "Marks");

WHEREAS, Assignor has agreed to transfer, sell and assign to Assignee all of Assignor's respective right, title and interest in and to the Marks and said U.S. Registrations;

NOW THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the parties hereto agree as follows:

1. Assignment. Assignor is the owner of all right, title and interest in and to the trademarks and U.S. Registrations listed in Schedule A, and 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. Assignor hereby assigns to Assignee all right, title and interest in and to the Marks in the U.S. and Canada, and said U.S. Registrations, together with any goodwill associated therewith and which is symbolized thereby.

2. Rights and Privileges. All rights and privileges, including the right to sue for and receive all damages from past infringements of the Marks, will be held and enjoyed by Assignee and its successors, assigns and other legal representatives.

3. Further Assurances. Assignor agrees to execute and deliver at a future date any additional documents that Assignee reasonably determines are required to perfect Assignee's ownership of or title to the Marks.

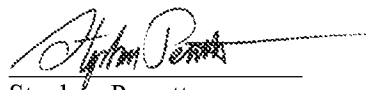
4. Authorization. Assignor authorizes and requests any official throughout the United States and Canada whose duty is to register and record ownership in trademark registrations and applications for registration of trademarks, to record Assignee as the assignee and owner of any and all of Assignor's respective rights in the Marks, and to issue all Renewals for said trademarks to Assignee, its successors, legal representatives and assigns, as assignee thereof, in accordance with the terms of this Assignment.

5. Right to Convey. Assignor hereby covenants that it has full right to convey the entire interest herein assigned and that it has not executed, and will not execute, any agreement in conflict herewith.

ASSIGNOR

FACES MAGAZINES, INC.

By:



Stephen Perretta
Vice President

Schedule A

Trademark Registrations

Mark	Registration No.
MM	1399382
Metal Madness	1392324
Metal Muscle	1395647
Faces Rocks	1361797