

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM497918

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	Assignment of Trademark Security Agreements Recorded at Reel/Frame 5074/0654		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Macquarie US Trading LLC		06/21/2017	Limited Liability Company: DELAWARE
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Cortland Capital Markets Services LLC		
<b>Street Address:</b>	225 W. Washington Street, 21st Floor		
<b>City:</b>	Chicago		
<b>State/Country:</b>	ILLINOIS		
<b>Postal Code:</b>	60606		
<b>Entity Type:</b>	Limited Liability Company: DELAWARE		
<b>PROPERTY NUMBERS Total: 1</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	2492588	SEW BEAUTIFUL	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>			
<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>			
<b>Phone:</b>	5132412324		
<b>Email:</b>	lkrafte@whe-law.com		
<b>Correspondent Name:</b>	Lori Krafte		
<b>Address Line 1:</b>	Wood Herron & Evans LLP		
<b>Address Line 2:</b>	2700 Carew Tower, 441 Vine Street		
<b>Address Line 4:</b>	Cincinnati, OHIO 45202		
<b>NAME OF SUBMITTER:</b>	Lori Krafte		
<b>SIGNATURE:</b>	/Lori Krafte/		
<b>DATE SIGNED:</b>	11/13/2018		
<b>Total Attachments: 36</b>			
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## ASSIGNMENT OF TRADEMARK SECURITY AGREEMENTS

**THIS ASSIGNMENT OF TRADEMARK SECURITY AGREEMENTS** (the “Assignment”) is made and entered into as of June 21, 2017 by MACQUARIE US TRADING LLC, a Delaware limited liability company, as the original administrative agent (in such capacity, “Assignor”), in favor of CORTLAND CAPITAL MARKET SERVICES LLC, a Delaware limited liability company with an address at 225 W. Washington St., 21st Floor, Chicago, Illinois 60606, as the successor collateral agent (in such capacity, “Assignee”).

### W I T N E S S E T H

WHEREAS, Assignor is party to that certain Credit Agreement, dated as of July 9, 2013 (as amended, restated, amended and restated, waived or otherwise modified from time to time, the “Credit Agreement”), among New Publishing Holdings, Inc. (“Holdings”), F+W Media, Inc., (the “Borrower”), each Lender party thereto from time to time, and each Subsidiary Guarantor listed on the signature pages here (collectively the “Grantors”), the other grantors party thereto, and Assignor;

WHEREAS, in connection with the Credit Agreement, the Borrower executed and delivered a Guarantee and Collateral Agreement, dated as of July 9, 2013, in favor of the Assignor (together with all amendments and modifications, if any, from time to time thereafter made thereto, the “Guarantee and Collateral Agreement”);

WHEREAS, pursuant to (i) the Credit Agreement, (ii) the Guarantee and Collateral Agreement and (iii) all of the trademark security agreements made by the Grantors in favor of Assignor, including those which were recorded at the United States Patent and Trademark Office at Reel/Frame 5074/0654, Reel/Frame 5248/0259, Reel/Frame 5248/0246, Reel/Frame 5248/0643, Reel/Frame 5359/0948, Reel/Frame 5247/0278, Reel/Frame 5249/0595 and Reel/Frame 5250/0861 (the “Trademark Security Agreements”), the Grantors have granted to Assignor a continuing security interest in, and lien on, all of its right, title and interest in, to and under the Trademarks (as such term is used in the Trademark Security Agreements) as set forth under the Guarantee and Collateral Agreement and Trademark Security Agreements, including those trademark registrations and applications set forth on Schedule A (the “Trademark Collateral”); and

WHEREAS, pursuant to that certain Agency Assignment Agreement, dated as of May 24, 2017, among the Assignor, Assignee, Holdings, Borrower and each Subsidiary Guarantor, Assignor has resigned as administrative agent under the Credit Agreement and other Loan Documents, and Assignee has assumed and succeeded to all of the rights, powers, duties and obligations of Assignor as administrative agent thereunder; and

WHEREAS, Assignor and Assignee desire to enter into this Assignment to evidence the assignment by Assignor to Assignee of all of Assignor’s right, title and interest in, to and under the Credit Agreement, Guarantee and Collateral Agreement, and the Trademark Security Agreements, including, without limitation, Assignor’s security interest in, and lien on,

the Trademark Collateral.

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

1. Terms. Capitalized terms used in this Assignment and not otherwise defined herein shall have the meanings specified in the Credit Agreement.
2. Assignment. Assignor hereby transfers, assigns, grants and conveys to Assignee for the ratable benefit of the Secured Parties all of its right, title and interest in, to and under the Credit Agreement, the Guarantee and Collateral Agreement, and the Trademark Security Agreements, including, without limitation, its security interest in, and lien on, the Trademark Collateral, and Assignee hereby accepts and assumes the foregoing assignment and all of such right, title, interest, security interests and liens.
3. Acknowledgment of Grantors. The security interest assigned to Assignee as the new collateral agent for the Secured Parties pursuant to this Assignment, has been granted in conjunction with the security interest granted pursuant to the Credit Agreement, Guarantee and Collateral Agreement and Trademark Security Agreements, and the Grantors hereby (i) confirm their grant to Assignee of a security interest in, and lien on, the Trademark Collateral to secure the prompt and complete payment and performance when due (whether at stated maturity, by acceleration or otherwise) of the Secured Obligations (as such term is defined in the Guarantee and Collateral Agreement) and (ii) acknowledge and affirm that the rights and remedies of Assignee with respect to its security interest in, and lien on, the Trademark Collateral are more fully set forth in the Credit Agreement, the Guaranty and Collateral Agreement, and the Trademark Security Agreements, the terms and provisions of which are hereby incorporated herein by reference as if fully set forth herein.
4. Governing Law. This Agreement shall be governed by and construed in accordance with the laws of the State of New York.
5. Counterparts. This Assignment may be executed in counterparts, each of which shall constitute an original and all of which taken together shall constitute one and the same instrument. Delivery of an executed counterpart of a signature page to this Assignment by facsimile transmission or electronic mail shall be as effective as delivery of a manually executed counterpart of this Assignment.

**[Remainder of page intentionally left blank]**

IN WITNESS WHEREOF, the parties hereto have executed this Assignment as of the date above first written.

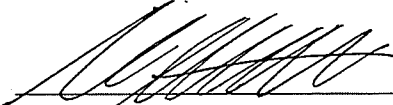
**ASSIGNOR:**

**MACQUARIE US TRADING LLC**, as the original administrative agent

By: 

Name: Joshua Karlin

Title: Authorized Signatory

By: 

Name: Michelle A. Crutchfield  
Senior Vice President

Title: \_\_\_\_\_


[Signature Page to Assignment of Trademark Security Agreements]

**ACCEPTED AND AGREED**

as of the date above first written:

**ASSIGNEE:**

**CORTLAND CAPITAL MARKET SERVICES LLC,**  
as the successor administrative agent

By: 

Name: Emily Ergang Pappas

Title: Associate Counsel

[Signature Page to Assignment of Trademark Security Agreements]

**ACCEPTED AND AGREED**

as of the date above first written:

**GRANTORS:**

**F+W TRADE SHOW & EVENTS, LLC**


**F+W MEDIA, INC.**

**THE WRITERS STORE, INC.**

**KEEPSAKE QUILTING INC.**

as Grantors

By:



Name:

Debra Delman

Title:

CEO

[Signature Page to Assignment of Trademark Security Agreements]

**Schedule A**  
**Trademarks**



# Reel/Frame 5074/0654

Trademark	Country	Status	Application Number	Application Date	Registration Number	Registration Date	Owner	Security Interest
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AMERICAN ARTIST	U.S.A.	Registered	72/263,738	01-Feb-67	0,855,124	20-Aug-68	F+W Media, Inc.	
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<sup>1</sup> Grantor to make good faith effort to release security interest in favor of Wilmington Trust FSB (reel/frame 4011/0966), no later than 60 days following the closing.

## Reel/Frame 5074/0654

ANNUAL DESIGN REVIEW	U.S.A.	Registered	74/138,291	11-Feb-91	1,792,532	14-Sep-93	F+W Media, Inc.	Security Interest in favor of Wilmington Trust FSB Dated: 6/17/09 Reel/Frame: 4011/0966 <sup>1</sup>  Security Interest in favor of The Bank of New York Mellon (Second) Dated: 6/9/10 Reel/Frame: 4237/0324  Security Interest in favor of The Bank of New York Mellon (First) Dated: 6/9/10 Reel/Frame: 4237/0343
ANTIQUER TRADER	U.S.A.	Registered	76/241,292	16-Apr-01	2,624,028	24-Sep-02	F+W Media, Inc.	
ANTIQUER TRADER'S COLLECTOR MAGAZINE & PRICE GUIDE	U.S.A.	Registered	74/594,513	03-Nov-94	1,965,203	02-Apr-96	F+W Media, Inc.	
ANTIQUES & COLLECTIBLES JOURNAL	U.S.A.	Registered	77/064,510	14-Dec-06	3,354,569	11-Dec-07	F+W Media, Inc.	
ARTIST DAILY	U.S.A.	Registered	85/057,521	08-Jun-10	3,949,537	19-Apr-11	F+W Media, Inc.	
BANK NOTE REPORTER	U.S.A.	Registered	---Pending--- 85/223,604	21-Jan-11	4,457,236		F+W Media, Inc.	
BEADING DAILY	U.S.A.	Registered	77/866,383	05-Nov-09	3,812,338	29-Jun-10	F+W Media, Inc.	
BEADWORK	U.S.A.	Registered	78/630,553	16-May-05	3,223,980	03-Apr-07	F+W Media, Inc.	
BEADWORK CREATES	U.S.A.	Registered	78/641,982	02-Jun-05	3,167,774	07-Nov-06	F+W Media, Inc.	
BIG REEL	U.S.A.	Registered	74/570,798	07-Sep-94	1,916,406	05-Sep-95	F+W Media, Inc.	
BLADE	U.S.A.	Registered	78/257,123	02-Jun-03	2,834,654	20-Apr-04	F+W Media, Inc.	
BLADE SHOW & INTERNATIONAL CUTLERY FAIR and Design	U.S.A.	Registered	75/771,994	09-Aug-99	2,412,163	12-Dec-00	F+W Media, Inc.	
BLADE THE WORLD'S #1 KNIFE PUBLICATION	U.S.A.	Registered	75/770,766	08-Aug-99	2,415,435	26-Dec-00	F+W Media, Inc.	

## Reel/Frame 5074/0654

CICF & Design	U.S.A.	Registered	73/469,092	07-Mar-84	1,343,194	18-Jun-85	F+W Media, Inc.	
CLOTH PAPER SCISSORS	U.S.A.	Registered	78/384,633	15-Mar-04	2,979,924	26-Jul-05	F+W Media, Inc.	
COIN OF THE YEAR	U.S.A.	Registered	76/308,481	04-Sep-01	2,662,379	17-Dec-02	F+W Media, Inc.	
COIN PRICES COMPLETE GUIDE TO U.S. COIN VALUES Stylized	U.S.A.	Registered	75/770,757	09-Aug-99	2,410,327	05-Dec-00	F+W Media, Inc.	Security Interest in favor of The Bank of New York Mellon (Second) Dated: 6/9/10 Reel/Frame: 4237/0324  Security Interest in favor of The Bank of New York Mellon (First) Dated: 6/9/10 Reel/Frame: 4237/0343  Security Interest in favor of The JPMorgan Chase Bank Dated: 9/1/05 Reel/Frame: 3171/0742 <sup>2</sup>
COINS Stylized	U.S.A.	Registered	75/770,756	09-Aug-99	2,410,326	12-Sep-00	F+W Media, Inc.	
COLLECT.COM	Canada	Registered	1,280,023	18-Nov-05	TMA763063	31-Mar-10	F+W Media, Inc.	

<sup>2</sup> Grantor to make good faith effort to release security interest in favor of JPMorgan Chase Bank (reel/frame 3171/0742) no later than 60 days following the closing.

## Reel/Frame 5074/0654

COLLECT.COM	U.S.A.	Registered	78/647,156	09-Jun-05	3,090,393	09-May-06	F+W Media, Inc.	Security Interest in favor of Wilmington Trust FSB Dated: 6/17/09 Reel/Frame: 4011/0966 <sup>1</sup>  Security Interest in favor of The Bank of New York Mellon (Second) Dated: 6/9/10 Reel/Frame: 4237/0324  Security Interest in favor of The Bank of New York Mellon (First) Dated: 6/9/10 Reel/Frame: 4237/0343
COLLECT.COM FIND WHAT YOU KEEP & Design	U.S.A.	Registered	77/262,632	23-Aug-07	3,418,044	29-Apr-08	F+W Media, Inc.	
COLORED STONE	U.S.A.	Registered	75/459,393	30-Mar-98	2,305,443	04-Jan-00	F+W Media, Inc.	
COLORWAYS	U.S.A.	Registered	85/565,486	09-Mar-12	4,253,102	04-Dec-12	F+W Media, Inc.	
COMICS & GAMES RETAILER	U.S.A.	Registered	77/472,315	12-May-08	3,553,716	30-Dec-08	F+W Media, Inc.	
COMICS BUYER'S GUIDE	U.S.A.	Registered	78/392,997	30-Mar-04	3,013,147	08-Nov-05	F+W Media, Inc.	
COMICS BUYER'S GUIDE	U.S.A.	Registered	78/868,672	25-Apr-06	3,293,878	18-Sep-07	F+W Media, Inc.	
COMICS BUYER'S GUIDE & Design	U.S.A.	Registered	78/868,745	25-Apr-06	3,324,175	14-Aug-07	F+W Media, Inc.	
CPMX BANK NOTE REPORTER & Design	U.S.A.	Registered	75/770,754	09-Aug-99	2,491,858	25-Sep-01	F+W Media, Inc.	
CRAFT E-PAD	U.S.A.	Registered	85/124,055	07-Sep-10	4,061,244	11-Nov-11	F+W Media, Inc.	
CRAFT TREE	U.S.A.	Pending	85/658,703	22-Jun-12			F+W Media, Inc.	
CREATE with Cloth Paper Scissors	U.S.A.	Registered	85/032,632	07-May-10	3,932,803	15-Mar-11	F+W Media, Inc.	
CUTLERY HALL OF FAME	U.S.A.	Registered	76/268,745	08-Jun-01	2,653,728	26-Nov-02	F+W Media, Inc.	

## Reel/Frame 5074/0654

DEER & DEER HUNTING	U.S.A.	Registered	75/278,667	18-Apr-97	2,205,053	24-Nov-98	F+W Media, Inc.
DEER HUNTERS' ALMANAC	U.S.A.	Registered	75/470,448	20-Apr-98	3,122,249	01-Aug-06	F+W Media, Inc.
Design Mark	U.S.A.	Registered	78/642,708	02-Jun-05	3,191,438	01-Jan-07	F+W Media, Inc.
DIGITAL BOOK WORLD	U.S.A.	Registered	77/772,261	01-Jul-09	3,842,768	31-Aug-10	F+W Media, Inc.
DISCOVERIES	U.S.A.	Registered	74/584,706	12-Oct-94	1,931,326	31-Oct-95	F+W Media, Inc.
DOODLEBEADS	U.S.A.	Registered	85/058,838	09-Jun-10	3,913,611	01-Feb-11	F+W Media, Inc.
DRAGONART	U.S.A.	Registered	77/694,746	19-Mar-09	3,750,859	16-Feb-10	F+W Media, Inc.
ENTREKNITS	U.S.A.	Registered	85/565,497	09-Mar-12	4,253,103	04-Dec-12	F+W Media, Inc.

# Reel/Frame 5074/0654

FAMILY TREE MAGAZINE	U.S.A.	Registered	78/655,811	22-Jun-05	3,100,666	06-Jun-06	F+W Media, Inc.	<p>Security Interest in favor of Wilmington Trust FSB Dated: 6/17/09 Reel/Frame: 4011/0966<sup>1</sup></p> <p>Security Interest in favor of The Bank of New York Mellon (Second) Dated: 6/9/10 Reel/Frame: 4237/0324</p> <p>Security Interest in favor of The Bank of New York Mellon (First) Dated: 6/9/10 Reel/Frame: 4237/0343</p>
FLOCKSHOP	U.S.A.	Registered	85/296,844	15-Apr-11	4,140,224	08-May-12	F+W Media, Inc.	
FRAME BUILDING NEWS	U.S.A.	Registered	78/910,216	16-Jun-06	3,229,797	17-Apr-07	F+W Media, Inc.	

## Reel/Frame 5074/0654

GOLDMINE	U.S.A.	Registered	76/107,881	11-Aug-00	2,821,953	16-Mar-04	F+W Media, Inc.	
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HANDWOVEN	U.S.A.	Registered	78/630,498	16-May-05	3,221,449	27-Mar-07	F+W Media, Inc.	
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HORTICULTURE	U.S.A.	Registered	78/285,806	11-Aug-03	2,869,695	03-Aug-04	F+W Media, Inc.	<p>Security Interest in favor of Wilmington Trust FSB Dated: 6/17/09 Reel/Frame: 4011/0966<sup>1</sup></p> <p>Security Interest in favor of The Bank of New York Mellon (Second) Dated: 6/9/10 Reel/Frame: 4237/0324</p> <p>Security Interest in favor of The Bank of New York Mellon (First) Dated: 6/9/10 Reel/Frame: 4237/0343</p>
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## Reel/Frame 5074/0654

I CAN DO THAT	U.S.A.	Registered	77/150,279	05-Apr-07	3,481,583	05-Aug-08	F+W Media, Inc.	
ID	U.S.A.	Registered	74/137,990	11-Feb-91	1,675,861	18-Feb-92	F+W Media, Inc.	Security Interest in favor of Wilmington Trust FSB Dated: 6/17/09 Reel/Frame: 4011/0966 <sup>1</sup>  Security Interest in favor of The Bank of New York Mellon (Second) Dated: 6/9/10 Reel/Frame: 4237/0324  Security Interest in favor of The Bank of New York Mellon (First) Dated: 6/9/10 Reel/Frame: 4237/0343
IDEAS TO GROW YOUR BUSINESS	U.S.A.	Registered	77/056,169	04-Dec-06	3,289,883	11-Sep-07	F+W Media, Inc.	
IMPACT	U.S.A.	Registered	77/128,008	12-Mar-07	3,400,875	25-Mar-08	F+W Media, Inc.	
IMPACT & Design	U.S.A.	Registered	77/120,526	02-Mar-07	3,400,856	25-Mar-08	F+W Media, Inc.	
INTERNATIONAL DESIGN	U.S.A.	Registered	74/138,072	11-Feb-91	1,854,601	20-Sep-94	F+W Media, Inc.	Security Interest in favor of Wilmington Trust FSB Dated: 6/17/09 Reel/Frame: 4011/0966 <sup>1</sup>  Security Interest in favor of The Bank of New York Mellon (Second) Dated: 6/9/10 Reel/Frame: 4237/0324  Security Interest in favor of The Bank of New York Mellon (First) Dated: 6/9/10 Reel/Frame: 4237/0343
INTERWEAVE	U.S.A.	Registered	75/862,961	03-Dec-99	2,502,940	30-Oct-01	F+W Media, Inc.	
INTERWEAVE BEAD FEST	U.S.A.	Registered	85/043,419	20-May-10	4,004,775	02-Aug-11	F+W Media, Inc.	
INTERWEAVE CROCHET	U.S.A.	Registered	78/841,734	20-Mar-06	3,196,783	09-Jan-07	F+W Media, Inc.	



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INTERWEAVE KNITS	U.S.A.	Registered	78/630,575	16-May-05	3,167,717	07-Nov-06	F+W Media, Inc.	
INTERWEAVE PRESS KNITSCENE	U.S.A.	Registered	78/696,814	19-Aug-05	3,132,581	22-Aug-06	F+W Media, Inc.	
JEWELRY MAKING DAILY	U.S.A.	Registered	85/057,530	08-Jun-10	3,949,538	19-Apr-11	F+W Media, Inc.	
JEWELRY STRINGING	U.S.A.	Pending	85/657,828	21-Jun-12			F+W Media, Inc.	
KNIT.WEAR	U.S.A.	Registered	85/178,822	17-Nov-10	4,072,138	13-Dec-11	F+W Media, Inc.	
KNITTING DAILY	U.S.A.	Registered	77/866,375	05-Nov-09	3,812,337	29-Jun-10	F+W Media, Inc.	
KP	Taiwan	Registered	096015969	10-Apr-07	1295151	01-Jan-08	F+W Media, Inc.	
KP	U.S.A.	Registered	76/268,667	08-Jun-01	2,787,967	02-Dec-03	F+W Media, Inc.	
KRAUSE PUBLICATIONS	U.S.A.	Registered	76/129,960	18-Sep-00	2,573,101	28-May-02	F+W Media, Inc.	
LAPIDARY JOURNAL	U.S.A.	Registered	75/459,047	30-Mar-98	2,279,016	21-Sep-99	F+W Media, Inc.	
LIVEWIRE	U.S.A.	Registered	85/565,509	09-Mar-12	4,253,104	04-Dec-12	F+W Media, Inc.	
LIVING READY	U.S.A.	Pending	85/863,696	28-Feb-13			F+W Media, Inc.	
MAKE TIME FOR YARN EVERY DAY	U.S.A.	Registered	77/979,107	29-Apr-08	3,794,932	25-May-10	F+W Media, Inc.	
MAKE TIME FOR YARN EVERY DAY	U.S.A.	Registered	77/461,090	29-Apr-08	4,128,976	17-Apr-12	F+W Media, Inc.	
MARTHA PULLEN	U.S.A.	Registered	85/523,689	24-Jan-12	4,229,169	23-Oct-12	F+W Media, Inc.	
METAL ROOFING MAGAZINE	U.S.A.	Registered	78/910,931	19-Jun-06	3,236,919	01-May-07	F+W Media, Inc.	
METALSMITH ESSENTIALS	U.S.A.	Registered	85/658,054	21-Jun-12	4,304,510	19-Mar-13	F+W Media, Inc.	
MILITARY TRADER	U.S.A.	Registered	77/056,099	04-Dec-06	3,285,264	28-Aug-07	F+W Media, Inc.	
MILITARY TRADER Stylized	U.S.A.	Registered	74/599,786	17-No-94	1,928,301	17-Oct-95	F+W Media, Inc.	
MILITARY VEHICLES MAGAZINE & Design	U.S.A.	Registered	76/074,224	20-Jun-00	2,565,044	30-Apr-02	F+W Media, Inc.	
MODERN PATCHWORK	U.S.A.	Registered	85/457,781	27-Oct-11	4,284,141	29-Jan-13	F+W Media, Inc.	

## Reel/Frame 5074/0654

NUMISMASTER	U.S.A.	Registered	78/943,980	03-Aug-06	3,386,920	19-Feb-08	F+W Media, Inc.	
NUMISMASTER.COM & Design	U.S.A.	Registered	77/976,263	10-Aug-07	3,550,217	23-Dec-08	F+W Media, Inc.	
NUMISMATIC NEWS	U.S.A.	Registered	75/271,323	08-Apr-97	2,190,531	22-Sep-98	F+W Media, Inc.	
OLD CARS Stylized	U.S.A.	Registered	76/068,717	09-Jun-00	2,522,021	25-Dec-01	F+W Media, Inc.	
PASTEL 100	U.S.A.	Registered	78/299,190	11-Sep-03	2,922,827	01-Feb-05	F+W Media, Inc.	<p>Security Interest in favor of Wilmington Trust FSB Dated: 6/17/09 Reel/Frame: 4011/0966<sup>1</sup></p> <p>Security Interest in favor of The Bank of New York Mellon (Second) Dated: 6/9/10 Reel/Frame: 4237/0324</p> <p>Security Interest in favor of The Bank of New York Mellon (First) Dated: 6/9/10 Reel/Frame: 4237/0343</p>
PASTEL JOURNAL	U.S.A.	Registered	78/299,154	11-Sep-03	2,941,664	19-Apr-05	F+W Media, Inc.	<p>Security Interest in favor of Wilmington Trust FSB Dated: 6/17/09 Reel/Frame: 4011/0966<sup>1</sup></p> <p>Security Interest in favor of The Bank of New York Mellon (Second) Dated: 6/9/10 Reel/Frame: 4237/0324</p> <p>Security Interest in favor of The Bank of New York Mellon (First) Dated: 6/9/10 Reel/Frame: 4237/0343</p>
PHOTOGRAPHER'S MARKET	U.S.A.	Registered	73/138,838	25-Aug-77	1,109,995	26-Dec-78	F+W Media, Inc.	<p>Security Interest in favor of Wilmington Trust FSB Dated: 6/17/09 Reel/Frame: 4011/0966<sup>1</sup></p>

## Reel/Frame 5074/0654

								Security Interest in favor of The Bank of New York Mellon (Second) Dated: 6/9/10 Reel/Frame: 4237/0324
								Security Interest in favor of The Bank of New York Mellon (First) Dated: 6/9/10 Reel/Frame: 4237/0343
PIECEWORK	U.S.A.	Registered	74/385,934	03-May-93	1,814,924	94-Jan-94	F+W Media, Inc.	
PLEIN AIR PAINTING	U.S.A.	Registered	85/372,232	15-Jul-11	4,089,276	17-Jan-12	F+W Media, Inc.	
PLEIN AIR PAINTING	U.S.A.	Registered	85/172,228	09-Nov-10	4,065,905	06-Dec-11	F+W Media, Inc.	
POET'S MARKET	U.S.A.	Registered	74/267,139	20-Apr-92	1,764,441	13-Apr-93	F+W Media, Inc.	Security Interest in favor of Wilmington Trust FSB Dated: 6/17/09 Reel/Frame: 4011/0966 <sup>1</sup>
								Security Interest in favor of The Bank of New York Mellon (Second) Dated: 6/9/10 Reel/Frame: 4237/0324
								Security Interest in favor of The Bank of New York Mellon (First) Dated: 6/9/10 Reel/Frame: 4237/0343

POPULAR WOODWORKING	U.S.A.	Registered	78/285,816	11-Aug-03	2,860,386	06-Jul-04	F+W Media, Inc.	Security Interest in favor of Wilmington Trust FSB Dated: 6/17/09 Reel/Frame: 4011/0966 <sup>1</sup>
								Security Interest in favor of The Bank of New York Mellon (Second) Dated: 6/9/10 Reel/Frame: 4237/0324

## Reel/Frame 5074/0654

								Security Interest in favor of The Bank of New York Mellon (First) Dated: 6/9/10 Reel/Frame: 4237/0343
POSTCARD COLLECTOR and Design	U.S.A.	Registered	74/598,919	15-Nov-94	1,966,407	09-Apr-96	F+W Media, Inc.	
PRINT	U.S.A.	Registered	76/486,036	28-Jan-03	2,790,966	09-Dec-03	F+W Media, Inc.	Security Interest in favor of Wilmington Trust FSB Dated: 6/17/09 Reel/Frame: 4011/0966 <sup>1</sup>  Security Interest in favor of The Bank of New York Mellon (Second) Dated: 6/9/10 Reel/Frame: 4237/0324  Security Interest in favor of The Bank of New York Mellon (First) Dated: 6/9/10 Reel/Frame: 4237/0343
QUILT SCENE	U.S.A.	Registered	85/051,550	01-Jun-10	3,893,999	21-Dec-10	F+W Media, Inc.	
QUILTING ARTS	U.S.A.	Registered	85/051,569	01-Jun-10	4,008,325	09-Aug-11	F+W Media, Inc.	
QUILTING ARTS IN STITCHES	U.S.A.	Registered	85/051,475	01-Jun-10	4,008,324	09-Aug-11	F+W Media, Inc.	
QUILTING ARTS MAGAZINE STITCH	U.S.A.	Registered	85/069,402	23-Jun-10	4,027,780	20-Sep-11	F+W Media, Inc.	
QUILTING DAILY	U.S.A.	Registered	85/302,209	22-Apr-11	4,144,405	15-May-12	F+W Media, Inc.	
RURAL BUILDER	U.S.A.	Registered	78/924,176	07-Jul-06	3,229,943	17-Apr-07	F+W Media, Inc.	
SCRAPBOOK RETAILER	U.S.A.	Registered	77/042,201	13-Nov-06	3,364,367	08-Jan-08	F+W Media, Inc.	
SCRYE	U.S.A.	Registered	75/016,562	08-Nov-95	2,104,635	14-Oct-97	F+W Media, Inc.	
SEW BEAUTIFUL	U.S.A.	Registered	75/151,932	23-Oct-00	2,492,588	25-Sep-01	F+W Media, Inc.	
SOCKUPIED	U.S.A.	Registered	85/657,820	21-Jun-12	4,291,720	19-Feb-13	F+W Media, Inc.	

## Reel/Frame 5074/0654

SONGWRITER'S MARKET	U.S.A.	Registered	73/218,834	08-Jun-79	1,179,065	24-Nov-81	F+W Media, Inc.	Security Interest in favor of Wilmington Trust FSB Dated: 6/17/09 Reel/Frame: 4011/0966 <sup>1</sup>  Security Interest in favor of The Bank of New York Mellon (Second) Dated: 6/9/10 Reel/Frame: 4237/0324  Security Interest in favor of The Bank of New York Mellon (First) Dated: 6/9/10 Reel/Frame: 4237/0343
SOUTHWEST ART	U.S.A.	Registered	73/438,768	11-Aug-83	1,305,863	20-Nov-84	F+W Media, Inc.	
SOUTHWEST ART Stylized	U.S.A.	Registered	73/442,632	06-Sep-83	1,305,865	20-Nov-84	F+W Media, Inc.	
SPINKNIT	U.S.A.	Registered	85/051,452	01-Jun-10	3,949,286	19-Apr-11	F+W Media, Inc.	
SPIN-OFF	U.S.A.	Registered	78/630,600	16-May-05	3,090,053	09-May-06	F+W Media, Inc.	
SPORTS COLLECTORS DIGEST	U.S.A.	Pending	85/774,371	08-Nov-12			F+W Media, Inc.	
STANDARD CATALOG OF	Canada	Registered	1,029,951	23-Sep-99	TMA577035	05-Mar-03	F+W Media, Inc. <sup>3</sup>	
STANDARD CATALOG OF	U.S.A.	Registered	74/732,983	22-Sep-95	2,131,629	27-Jan-98	F+W Media, Inc.	Security Interest in favor of Wilmington Trust FSB Dated: 6/17/09 Reel/Frame: 4011/0966 <sup>1</sup>  Security Interest in favor of The Bank of New York Mellon (Second) Dated: 6/9/10 Reel/Frame: 4237/0324  Security Interest in favor of The

<sup>3</sup> Grantor to clear and correct defects in the chain of title between Krause Publications, Inc. and F&W Media, Inc. following the closing.

## Reel/Frame 5074/0654

								Bank of New York Mellon (First) Dated: 6/9/10 Reel/Frame: 4237/0343
STITCH CRAFT CREATE	U.S.A.	Registered	85/356,868	27-Jun-11	4,230,898	23-Oct-12	F+W Media, Inc.	

STRINGING	U.S.A.	Registered	78/401,345	13-Apr-04	3,005,111	04-Oct-05	F+W Media, Inc.	
THE ARTIST'S MAGAZINE	U.S.A.	Registered	73/461,271	16-Jan-84	1,342,534	18-Jun-85	F+W Media, Inc.	Security Interest in favor of Wilmington Trust FSB Dated: 6/17/09 Reel/Frame: 4011/0966 <sup>1</sup>  Security Interest in favor of The Bank of New York Mellon (Second) Dated: 6/9/10 Reel/Frame: 4237/0324  Security Interest in favor of The Bank of New York Mellon (First) Dated: 6/9/10 Reel/Frame: 4237/0343
THE WORKBASKET	U.S.A.	Registered	73/400,419	21-Oct-82	1,261,718	20-Dec-83	F+W Media, Inc.	

## Reel/Frame 5074/0654

TRAPPER & PREDATOR CALLER & Design	U.S.A.	Registered	75/771,988	09-Aug-99	2,412,161	12-Dec-00	F+W Media, Inc.	
TUCSON SHOW GUIDE	U.S.A.	Registered	75/528,627	31-Jul-98	2,328,212	14-Mar-00	F+W Media, Inc.	
TURKEY & TURKEY HUNTING Stylized	U.S.A.	Registered	75/771,987	09-Aug-99	2,412,160	12-Dec-00	F+W Media, Inc.	

WARMAN'S	U.S.A.	Registered	74/713,555	10-Aug-95	2,004,207	01-Oct-96	F+W Media, Inc.	
WARMAN'S Stylized	U.S.A.	Registered	76/227,573	20-Mar-01	2,685,479	11-Feb-03	F+W Media, Inc.	
WEEKEND WITH THE MASTERS	U.S.A.	Registered	85/032,598	07-May-10	3,893,785	21-Dec-10	F+W Media, Inc.	
WHITETAIL CALENDAR and Design	U.S.A.	Registered	75/471,018	30-Apr-98	2,287,402	19-Oct-99	F+W Media, Inc.	
WORLD COIN NEWS	U.S.A.	Pending	85/223,494	21-Jan-11			F+W Media, Inc.	

WRITER'S DIGEST	Australia	Registered	218759	26-Apr-68	218759	26-Apr-68	F+W Media, Inc.	
WRITER'S DIGEST	Canada	Registered	312,733	26-Apr-68	TMA173538	31-Dec-70	F+W Media, Inc.	
WRITER'S DIGEST	U.S.A.		72/297,052		892,058		F+W Media, Inc.	
WRITER'S MARKET	U.S.A.	Registered	73/162,571	17-Mar-78	1,114,093	27-Feb-79	F+W Media, Inc.	Security Interest in favor of Wilmington Trust FSB Dated: 6/17/09 Reel/Frame: 4011/0966 <sup>1</sup>  Security Interest in favor of The Bank of New York Mellon (Second)

## Reel/Frame 5074/0654

								Dated: 6/9/10 Reel/Frame: 4237/0324  Security Interest in favor of The Bank of New York Mellon (First) Dated: 6/9/10 Reel/Frame: 4237/0343
WRITERS STORE	Canada	Registered	1126562	21-Dec-01	TMA626582	24-Nov-04	The Writers Store, Inc.	
WRITERS STORE	Great Britain	Registered	2288745	21-Aug-01	2288745	02-Aug-02	The Writers Store, Inc.	
WRITERS STORE	U.S.A.	Registered	76/276,532	25-Jun-01	2,665,697	24-Dec-02	The Writers Store, Inc.	
WRITER'S YEARBOOK	U.S.A.	Registered	73/351,044	19-Feb-82	1,229,696	08-Mar-83	F+W Media, Inc.	Security Interest in favor of Wilmington Trust FSB Dated: 6/17/09 Reel/Frame: 4011/0966 <sup>1</sup>  Security Interest in favor of The Bank of New York Mellon (Second) Dated: 6/9/10 Reel/Frame: 4237/0324  Security Interest in favor of The Bank of New York Mellon (First) Dated: 6/9/10 Reel/Frame: 4237/0343
THE WRITERS' COMPUTER	U.S.A.	Registered	73/533,538	22-Apr-95	1,457,024	08-Sep-87	The Writers Store, Inc.	
STORYLINK	U.S.A.	Registered	78/966,099	01-Sep-06	3,312,651	16-Oct-07	The Writers Store, Inc.	
THE SEWING STUDIO and Design	U.S.A.	Registered	77/909,659	12-Jan-10	3,906,602	18-Jan-11	FWLS, LLC	
THE SEWING STUDIO and Design	U.S.A.	Registered	77/909,660	12-Jan-10	3,906,603	18-Jan-11	FWLS, LLC	
THE SEWING STUDIO and Design	U.S.A.	Registered	77/909,661	12-Jan-10	3,933,480	22-Mar-11	FWLS, LLC	
LOVE SEWING and Design	U.S.A.	Registered	77/909,666	12-Jan-10	3,837,342	24-Aug-10	FWLS, LLC	




## Reel/Frame 5074/0654

LOVE SEWING and Design	U.S.A.	Registered	77/909,668	12-Jan-10	3,945,582	12-Apr-11	FWLS, LLC	
LOVE SEWING and Design	U.S.A.	Pending	85/689,464	28-Jul-12			FWLS, LLC	
LOVE SEWING and Design	U.S.A.	Pending	85/689,468	28-Jul-12			FWLS, LLC	
LOVE SEWING (word mark)	U.S.A.		85/689,466				FWLS, LLC	
THE SEWING STUDIO (word mark)	U.S.A.						FWLS, LLC	
MAKE FASHION YOURS (tagline)	U.S.A.						FWLS, LLC	
LOVE SEWING and Design	Canada	Registered	1465427	12-Jan-10	TMA842495	06-Feb-13	FWLS, LLC	
THE SEWING STUDIO and Design	Canada	Registered	1465593	12-Jan-10	TMA795737	15-Apr-11	FWLS, LLC	




Reel/Frame 5247/0278

Mark	Country	Application Serial No.	Registration No.
KEEPSAKE QUILTING	U.S.	78/880,191	3217688


Reel/Frame 5248/0246

Mark	Country	Application Serial No.	Registration No.
	U.S.	78/562,480	3,057,599
IT'S SO YOU!	U.S.	78/561,826	3,076,192

Reel/Frame 5248/0259


Mark	Country	Application Serial No.	Registration No.
FONS & PORTER	U.S.	78/706,495	3,345,477
FONS & PORTER'S	U.S.	78/377,454	2,928,957
FOR THE LOVE OF QUILTING	U.S.	74/644,805	1,954,856
KLUTZ GLOVE	U.S.	75/941,250	2,501,017
LOVE OF QUILTING	U.S.	76/529,245	2,873,863
LOVE OF QUILTING	U.S.	76/182,486	2,504,307
QUILTERS CLUB OF AMERICA & Design 	U.S.	77/262,690	3,669,972
QUILTERS CLUB OF AMERICA & Design 	U.S.	77/976,419	3,581,600
QUILTY	U.S.	85/337,807	
QUILTY & Design 	U.S.	85/339,318	

Reel/Frame 5248/0643


Mark	Country	Application Serial No.	Registration No.
CKU CREATING KEEPSAKES UNIVERSITY & Design 	U.S.	76/317,237	3,058,377
CREATING KEEPSAKES	Australia	933445	933445
CREATING KEEPSAKES	Japan	2005/47543	5112986
CREATING KEEPSAKES	South Africa	2005/19901	2005/19901
CREATING KEEPSAKES	South Africa	2005/19902	2005/19902
CREATING KEEPSAKES	South Africa	2005/19903	2005/19903

Reel/Frame 5248/0643

CREATING KEEPSAKES	South Africa	2005/19904	2005/19904
CREATING KEEPSAKES	South Africa	2005/19905	2005/19905
CREATING KEEPSAKES	South Africa	2005/19906	2005/19906
CREATING KEEPSAKES	U.S.	75/431,571	2,778,816
CREATING KEEPSAKES UNIVERSITY	Japan	2005-047544	4911819
CREATING KEEPSAKES UNIVERSITY	South Africa	2005-19907	2005-19907
CREATING KEEPSAKES UNIVERSITY	U.S.	76/317,236	3,110,803
CREATING KEEPSAKES & Design  <i>creating</i> <b>Keepsakes</b>	U.S.	77/425,289	3,519,851
KEEPSAKES with Katakana  キーブセークス Keepsakes	Japan	2005-018879	4918214-2
PAPER CRAFTS MAGAZINE & Design  	U.S.	78/326,879	3,091,000
QUICK QUILTS	U.S.	75/136,822	2,146,731
QUILTER'S HOME	U.S.	77/631,515	3,748,354
SEW NEWS	U.S.	73/716,392	1,571,806
SIMPLE SCRAPBOOKS	Japan	2005/047542	4,919,368
STAMP IT!	U.S.	76/231,968	2,522,439

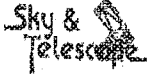





VINTAGE QUILTS	U.S.	77/484,327	3,506,492
SEW IT ALL	U.S.	85/371,516	4,303,582
CLUB CK & Design 	U.S.	77/887,040	4,380,467

Reel/Frame 5249/0595

Mark	Country	Application Serial No.	Registration No.
BEAUTIFUL UNIVERSE	U.S.	76/560,860	2,943,440
ESSCO	U.S.	73/356,625	1,226,650
NIGHT SKY	U.S.	76/553,388	3,022,433
NIGHT SKY	Canada	1204763	655988
NIGHT SKY	European Union	3,640,588	3,640,588
SKY & TELESCOPE	Hong Kong		300386000
SKY & TELESCOPE & Design 	U.S.	74/365,034	1,967,170



Reel/Frame 5249/0595

SKY & TELESCOPE & Design 	U.S.	73/356,624	1,248,328
SKY & Telescope & Design 	U.S.	76/238,671	2,561,652
SKY & TELESCOPE & Design 	U.S.	74/367,054	1,804,467
SKY & TELESCOPE & Design 	U.S.	74/367,085	1,804,470
SK & Design 	U.S.	74/365,035	1,850,438
SKY & TELESCOPE & Design 	U.S.	74/367,207	1,818,788

# Reel/Frame 5249/0595

SKY & TELESCOPE	China		3,779,442
SKY & TELESCOPE	Taiwan	93003488	1,131,633
SKY & TELESCOPE	China		3,804,353
SKY & TELESCOPE	Taiwan	93003489	1,132,789
SKY & TELESCOPE	U.S.	76/238,670	2,558,586
SKY & TELESCOPE	Canada	1106625	618,756
SKY & TELESCOPE	New Zealand		639,327
SKY & TELESCOPE	Australia	878759	878,759
SKY & TELESCOPE	New Zealand		611,591
SKY & TELESCOPE	U.S.	74/367,008	1,803,246
SKY & TELESCOPE	Japan	2003-090723	4,807,642
SKY & TELESCOPE	Canada	1056545	619,707

Reel/Frame 5249/0595

SKY AND TELESCOPE	U.S.	73/356,764	1,247,672
SKY WATCH	U.S.	75/147,511	2,118,486
SKYANDTELESCOPE.COM	U.S.	76/238,669	2,684,513
	U.S.	73/368,441	1,256,076
THE ESSENTIAL MAGAZINE OF ASTRONOMY	U.S.	74/369,327	1,947,163
SKY & TELESCOPE	Chile	638929	703,956
SKY & TELESCOPE	Argentina	2490121	2,044,912
SKY & TELESCOPE	Brazil	826211933	826,211,933

Reel/Frame 5249/0595

SKY & TELESCOPE	Venezuela	2004-000834	P257747
SKY & TELESCOPE	Chile	638930	714,406
SKY & TELESCOPE	Venezuela	2004-000835	S026679

Reel/Frame 5250/0861

Trademark	Country	Application No.	Registration No.
AMERICAN WOODWORKER (Stylized)	Canada	835455	TMA 627,050
AMERICAN WOODWORKER (Stylized)	U.S.	75/015,454	1,997,194

Reel/Frame 5359/0948

Trademark	Application No.	Reg. No.
CRAFT U	86/358,846	
CREATING KEEPSAKES	86/230,882	
DEER & DEER HUNTING	86/066,649	4,578,936
SCRIPTXPRT	86/043,492	4,524,985
SKYWEEK	86/188,125	