

01-13-1999



original documents or copy thereof

100943648

1. Name of conveying party(ies):

Name of receiving party(ies)

THE READERS DIGEST ASSOCIATION, INC.

Name: GIPSCO, INC.

- Individual(s)
- Association
- General Partnership
- Limited Partnership
- Corporation-State Delaware
- Other

Internal Address:

Street Address: 700 Woodlands Parkway

City: Vernon Hills State: IL ZIP: 60061

Additional name(s) of conveying party(ies) attached?  Yes  No

Individual(s) citizenship

Association

General Partnership

Limited Partnership

Corporation-State Illinois

Other

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other
- Merger
- Change of Name

If assignee is not domiciled in the United States, a domestic representative designation is attached:  Yes  No

(Designations must be a separate document from assignment)

Additional name(s) & address(es) attached?  Yes  No

Execution Date: 12/10/98

4. Application number(s) or patent number(s):

A. Trademark Application No.(s)

B. Trademark Registration No (s)

2,076,159  
2,095,611

Additional numbers attached?  Yes  No

5. Name and address of party to whom correspondence concerning document should be mailed:

6. Total number of applications and registrations involved: 2

Name: Irwin C. Alter

Internal Address: ALTER AND WEISS

Street Address: 105 West Adams

Suite 2700

City: Chicago State: IL ZIP: 60603

7. Total fee (37 CFR 3.41) \$ 65.00

Enclosed

Authorized to be charged to deposit account

8. Deposit account number:

01-1154

(Attach duplicate copy of this page if paying by deposit account)

1 FC:481 40.00 OP  
2 FC:482 25.00 OP

DO NOT USE THIS SPACE

9. Statement and signature.

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

Irwin C. Alter  
Name of Person Signing

*Irwin C. Alter*  
Signature

Jan 6, 1999  
Date

Total number of pages including cover sheet, attachments, and document: 2

Received: 12/ 9/98 5:50;

12/09/98 WED 17:37 FAX 770 918 5981  
12/09/98 15:08 847 478 8410

ROB CORLEY  
GIFTCO

ROB CORLEY

12/09/1998 14:15 3122361365

ALTER & WEISS

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**ASSIGNMENT OF SERVICE MARK and TRADEMARK**

For One Dollar (\$1.00) and other good and valuable consideration receipt of which is hereby acknowledged, THE READERS DIGEST ASSOCIATION, INC., hereby assigns to GIFTCO, INC., an Illinois corporation, ("GIFTCO"), all right, title and interest in and to the trademark and/or service mark "CHILDREN'S SECRET STORE" including any goodwill of THE READERS DIGEST ASSOCIATION, INC. and its subsidiaries business associated therewith as part of this Assignment. U.S. Registration 2,076,159 issued July 1, 1997 and U.S. Registration 2,095,611 issued September 9, 1997, both covering CHILDREN'S SECRET STORE are hereby conveyed to GIFTCO. THE READERS DIGEST ASSOCIATION, INC. further agrees to execute at the request of GIFTCO any further documents reasonably requested by GIFTCO to effectuate the foregoing.

THE READERS DIGEST ASSOCIATION, INC.

By: [Signature]  
Title Vice President + General Counsel  
Date: 12/10/98

Giftee\MSGmt.DOC