FORM PTO-16:18A Expires 06/30/99 OMB 0651-0027

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Tra	demark Application Number(s)	Regi	stration Number(s)
		1,525,641	1,815,568
		1,528,216	2,105,528
		1,804,437	
Number of	Properties 5-10-10-10-10-10-10-10-10-10-10-10-10-10-	number of proporties involved	# 5
		number of properties involved. Properties Listed (37 CFR 3.41	
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IO l	the best of my knowledge and beli sched copy is a true copy of the on	iginal document. Charges to deposi	t account are authorized, as
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Robert.	T'. Scherer	Ld. + T. Schorer	10/5/99
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ASSIGNMENT

WHEREAS, RD PUBLICATIONS, INC., a Delaware corporation, with offices at Reader's Digest Road, Pleasantville, NY 10570 (hereinafter the "Seller"), is the owner of the trademarks and service marks shown in the attached Schedule (hereinafter the "Marks") and of the recited registrations therefor;

WHEREAS TIME HEALTH MEDIA INC., a Delaware corporation, with offices at Two Embarcadero Center, San Francisco, CA 94111 (hereinafter the "Purchaser"), is desirous of acquiring the Marks and the recited registrations therefor; and

NOW, THEREFORE, for \$1.00 and other good and valuable consideration, receipt and sufficiency of which is hereby acknowledged, the Seller does hereby assign to the Purchaser all right, title and interest in and to the Marks, together with the goodwill of the business symbolized by the Marks, and the registrations therefor as shown in the attached Schedule.

RD PUBLICATIONS, INC.

Name: Gregory G. Colema

Title: President

State of New York :

:SS

County of Weskhester

On the 25 day of August, 1999, before me personally came <u>Gregory 6</u>. <u>Coleman</u> to me known, who, being by me duly sworn, did depose and say that he/she resides in <u>Huntagton</u>, NY; that he/she is the <u>Presiden</u> of RD PUBLICATIONS, INC., the corporation described in and which executed the above instrument; and that he/she signed his/her name thereto by order of the Board of Directors of said corporation.

ANDREA R. NEWBORN Notary Public, State of New York No. 02NE6021832 Qualified in Westchester County Term Expires March 22, 2001

Notary Public

TRADEMARK
REEL: 001975 FRAME: 0995

SCHEDULE

Mark	Registration No.	Granted	Class
AMERICAN HEALTH	1,525,641	February 21, 1989	16
AMERICAN HEALTH and Design	1,528,216	March 7, 1989	16
AMERICAN HEALTH FOR WOMEN	2,105,528	October 14, 1997	16
AMERICAN HEALTH CLUB MARKETING and Design	1,815,568	January 4, 1994	35
AMERICAN HEALTH FITNES OF BODY AND MIND and Design	SS 1,804,437	November 16, 1993	16

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