

08-01-2000



101419691

RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

7.5.00

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type

- New
- Resubmission (Non-Recordation)
Document ID #
- Correction of PTO Error
Reel # Frame #
- Corrective Document
Reel # Frame #

Conveyance Type

- Assignment License
- Security Agreement Nunc Pro Tunc Assignment
- Merger
- Change of Name
- Other

Effective Date
Month Day Year
04 11 00

Conveying Party

Mark If additional names of conveying parties attached

Execution Date
Month Day Year

Name

04 11 00

Formerly

- Individual General Partnership Limited Partnership Corporation Association
- Other
- Citizenship/State of Incorporation/Organization

Receiving Party

Mark If additional names of receiving parties attached

Name

DBA/KA/TA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)

- Individual General Partnership Limited Partnership If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)
- Corporation Association
- Other
- Citizenship/State of Incorporation/Organization

FOR OFFICE USE ONLY

07/31/2000 NTHA11 00000131 1820206

01 FC:481 40.00 OP

Public burden reporting for this collection of information is estimated to average approximately 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and gathering the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Information Officer, Washington, D.C. 20231 and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction Project (0651-0027), Washington, D.C. 20503. See OMB Budget Package 0651-0027, Patent and Trademark Assignment Practice. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS ADDRESS.

Mail documents to be recorded with required cover sheet(s) Information to:
Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20231

TRADEMARK
REEL: 002112 FRAME: 0220

Domestic Representative Name and Address

Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Correspondent Name and Address

Area Code and Telephone Number

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Pages

Enter the total number of pages of the attached conveyance document including any attachments.

#

Trademark Application Number(s) or Registration Number(s)

Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

| Trademark Application Number(s) | | | Registration Number(s) | | |
|---------------------------------|----------------------|----------------------|--------------------------------------|----------------------|----------------------|
| <input type="text"/> | <input type="text"/> | <input type="text"/> | <input type="text" value="1820206"/> | <input type="text"/> | <input type="text"/> |
| <input type="text"/> | <input type="text"/> | <input type="text"/> | <input type="text"/> | <input type="text"/> | <input type="text"/> |
| <input type="text"/> | <input type="text"/> | <input type="text"/> | <input type="text"/> | <input type="text"/> | <input type="text"/> |

Number of Properties

Enter the total number of properties involved.

#

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41):

\$

Method of Payment: Enclosed Deposit Account

Deposit Account

(Enter for payment by deposit account or If additional fees can be charged to the account.)

Deposit Account Number:

#

Authorization to charge additional fees:

yes

No

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. Charges to deposit account are authorized, as indicated herein.

Mitzi T Gramling, Associate General Counsel

Name of Person Signing

Mitzi T Gramling
Signature

6-26-00

Date Signed

ASSIGNMENT OF TRADEMARKS

WHEREAS, the UNIVERSITY OF SOUTHERN CALIFORNIA, a California nonprofit public benefit corporation having an address of University Park, Los Angeles, CA 90039-5013 (hereinafter "Assignor") or its predecessor(s) in interest have adopted and used, and Assignor is currently using, certain trademarks some of which have been registered, or for some of which applications for registration have been filed, in the applicable government offices, as listed on Schedule "A-2A" attached hereto, for use in connection with the goods/services indicated in said registrations or applications therefor or for which the marks are currently being used (collectively, the "Marks");

WHEREAS, Assignor has intended to use one or more trademarks in commerce and has filed one or more intent-to-use applications, or intends to file one or more intent-to-use applications indicating that intention, but has not yet filed allegations of use under sections 1(c) or 1(d) of The Trademark Act, which marks and applications are also listed on Schedule "A-2A";

WHEREAS, Assignor is assigning the mark or marks it intends to use, and is assigning the mark or marks in the intent-to-use applications, as part of the entire business as required by 15 U.S.C. 1060;

WHEREAS, MINNESOTA PUBLIC RADIO, a Minnesota non-profit corporation having an address of 45 East Seventh Street, St. Paul, MN 55101 (hereinafter "Assignee") is desirous of acquiring all right, title and interest in and to said Marks; and

WHEREAS, pursuant to that certain Asset Purchase Agreement dated February 24, 2000 by and between Assignor and Assignee, (the "Asset Purchase Agreement"), Assignor has agreed to transfer to Assignee all right, title and interest of Assignor in and to said Marks.

NOW, THEREFORE, in consideration of the foregoing premises and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor does hereby sell, assign, transfer and convey to Assignee all of Assignor's right, title and interest in and to, and to the above-identified Marks, together with the goodwill of the business symbolized by the Marks, all registrations thereof and applications therefor, together with any and all claims for damages or injunction by reason of past infringement of said Marks, with right to sue for and collect the same for its own use and enjoyment, and for the use and enjoyment of its successors, assigns and other legal representatives.

Assignor hereby consents to and requests recordation of this transfer and further authorizes and requests that all official documents and communications relating to said Marks or the registration(s) and/or application(s) therefor issue and deliver to Assignee.

Assignor hereby agrees at Assignee's request to execute in Assignee's favor any and all additional papers which may be necessary for the transfer, by complete assignment, of all Assignor's proprietary rights in and to the above-identified Marks and all registrations thereof or applications therefor.

This Assignment may be executed in counterparts, each of which shall be deemed an original but all of which together shall constitute one and the same instrument.

IN WITNESS WHEREOF, the UNIVERSITY OF SOUTHERN CALIFORNIA, as Assignor, and MINNESOTA PUBLIC RADIO, as Assignee, have caused this document to be duly and legally executed as of the 11th day of April, 2000

ASSIGNOR:

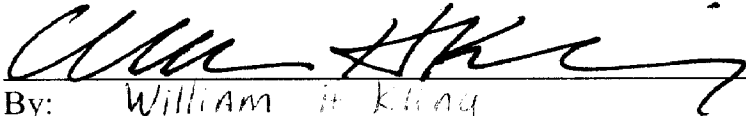
UNIVERSITY OF SOUTHERN CALIFORNIA



Dennis F. Dougherty
Senior Vice President
Administration

ASSIGNEE:

MINNESOTA PUBLIC RADIO



By: William H. Kling

Title: President

CALIFORNIA ALL-PURPOSE ACKNOWLEDGMENT

State of California

County of Los Angeles

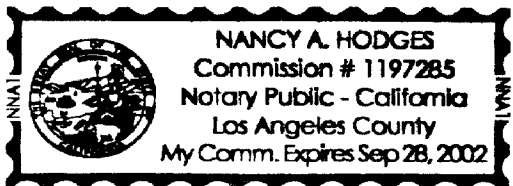
} ss.

On April 11, 2000, before me, Nancy A. Hodges, notary public,
Date Name and Title of Officer (e.g., "Jane Doe, Notary Public")

personally appeared Dennis F. Dougherty,
Name(s) of Signer(s)

- personally known to me
- proved to me on the basis of satisfactory evidence

to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.



Place Notary Seal Above

WITNESS my hand and official seal.

Nancy A. Hodges
Signature of Notary Public

OPTIONAL

Though the information below is not required by law, it may prove valuable to persons relying on the document and could prevent fraudulent removal and reattachment of this form to another document.

Description of Attached Document

Title or Type of Document: Assignment of Trademarks

Document Date: April 11, 2000 Number of Pages: Two

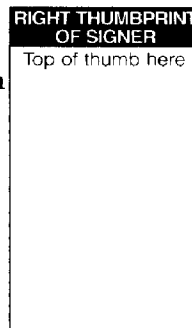
Signer(s) Other Than Named Above: _____

Capacity(ies) Claimed by Signer

Signer's Name: Dennis F. Dougherty

- Individual
- Corporate Officer — Title(s): Senior Vice President, Administration
- Partner — Limited General
- Attorney in Fact
- Trustee
- Guardian or Conservator
- Other: _____

Signer Is Representing: University of Southern California



STATE OF Minnesota)
) ss.

COUNTY OF Hennepin)

On April 11, 2000, before me, the undersigned, Notary Public in and for said State and County, personally appeared William F. Kling, personally known to me (or proved to me on the basis of satisfactory evidence) to be the person(s) is/are subscribed to the within instrument and acknowledge to me that he/she/the executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity(ies) upon behalf of which the person(s) acted, executed the instrument.

WITNESS my hand and official seal.

Patricia Smolka

Notary Public in and for said
County and State

Patricia Smolka
Notary Public-Minnesota
My Commission Expires Jan. 31, 2005

(NOTARY SEAL)

SCHEDULE "A-2A"

Trademark Applications/Registrations

| MARK | REGISTRATION NO. |
|--------------------|-------------------------|
| The Savvy Traveler | Reg. No. 1820206 |

Unregistered Trademarks in Graphic Representations

| |
|----------------------------|
| Marketplace |
| Marketplace Morning Report |
| The Savvy Traveler |