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Tab settings

01-03-2002
Barcode
101933038

U.S. DEPARTMENT OF COMMERCE
U.S. Patent and Trademark Office

To the Honorable Commissioner

attached original documents or copy thereof.

1. Name of conveying party(ies):

H&S Media, Inc.

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

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

2. Name and address of receiving party(ies)

Name: London Publishing Co., assignee
of Kappa Publishing Group, Inc.
Internal Address: 40 Skippack Pike

Street Address: P.O. Box 736
Fort Washington
City: State: PA Zip: 19034

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

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

3. Nature of conveyance:

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

Execution Date: October 24, 2001

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

2324376; 2401483

Additional number(s) attached Yes No

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

Name: Tracy L. Reilly, Esq.

Internal Address: Kirkland & Ellis

Street Address: 200 E. Randolph Dr.,
Suite 5300

City: Chicago State: IL Zip: 60601

6. Total number of applications and registrations involved: 2

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

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

22-0440

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

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.

Tracy L. Reilly
Name of Person Signing

Signature

December 19, 2001
Date

Total number of pages including cover sheet, attachments, and document: 8

01/02/2002 LMUELLER 00000040 220440

2324376

Mail documents to be recorded with required cover sheet information to:
Commissioner of Patent & Trademarks, Box Assignments
Washington, D.C. 20231

01 FC:481 40.00 CH
02 FC:482 25.00 CH

TRADEMARK
REEL: 2415 FRAME: 0479

TRADEMARK ASSIGNMENT

THIS TRADEMARK ASSIGNMENT (this "Assignment") is made and entered into as of October 24, 2001 ("Effective Date") by and between R. Scott Alsterda, Chapter 11 Trustee for H&S Media, Inc., an Illinois corporation ("Assignor"), and London Publishing Co., assignee of Kappa Publishing Group, Inc., a Delaware corporation ("Assignee").

WHEREAS, Assignor and Assignee are parties to that certain Asset Sale Agreement dated October 11, 2001 (the "Agreement"), the terms and conditions of which are hereby incorporated; and

WHEREAS, pursuant to the Agreement, Assignor wishes to assign to Assignee, and Assignee wishes to acquire from Assignor, the United States trademark registrations and applications set forth on Schedule A attached hereto, the foreign trademark registrations and applications set forth on Schedule B attached hereto and the trade names and unregistered trademarks set forth on Schedule C, in each case, together with the goodwill of the business associated therewith, (collectively, the "Marks").

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor hereby assigns, transfers and sets over to Assignee, on the terms provided in the Agreement, all of the right, title and interest in and to the Marks, for the United States and for all foreign countries, including, without limitation, any registrations and applications therefor, any renewals and extensions of the registrations, and all other corresponding rights that are or may be secured under the laws of the United States or any foreign country, now or hereafter in effect, for Assignee's own use and enjoyment, and for the use and enjoyment of Assignee's successors, assigns or other legal representatives, as fully and entirely as the same would have been held and enjoyed by Assignor if this Assignment had not been made, together with all income, royalties or payments due or payable as of the Effective Date or thereafter, including, without limitation, all claims for damages by reason of past, present or future infringement or other unauthorized use of the Marks, with the right to sue for, and collect the same for Assignee's own use and enjoyment and for the use and enjoyment of its successors, assigns or other legal representatives.

Assignor makes no warranties and representations to Assignee. THE MARKS ARE ASSIGNED ON AN "AS-IS, WHERE-IS" BASIS, AND ASSIGNOR MAKES NO REPRESENTATION OR WARRANTY, EXPRESS OR IMPLIED, AT LAW OR IN EQUITY, IN RESPECT OF THE MARKS, INCLUDING, WITHOUT LIMITATION, WITH RESPECT TO TITLE, MERCHANTABILITY OR FITNESS FOR ANY PARTICULAR PURPOSE AND ANY SUCH REPRESENTATIONS OR WARRANTIES ARE HEREBY EXPRESSLY DISCLAIMED.

Assignor hereby requests the Commissioner of Patents and Trademarks, and the corresponding entities or agencies in any applicable foreign countries, to record Assignee as the assignee and owner of the Marks.

* * * *

IN WITNESS WHEREOF, Assignor and Assignee have caused this Assignment to be executed by their duly authorized representatives as of the Effective Date.

R. SCOTT ALSTERDA, CHAPTER 11
TRUSTEE FOR H&S MEDIA, INC.

R. Scott Alsterda, Chapter 11 Trustee for H&S Media, Inc. (Signature)

Name: _____

STATE OF ILLINOIS)
) SS.
COUNTY OF COOK)

On this 23 day of October, 2001, there appeared before me R. Scott Alsterda, personally known to me, who acknowledged that he/she signed the foregoing Assignment as his/her voluntary act and deed on behalf and with full authority of N/A.



(Signature)
Notary Public

~~LONDON PUBLISHING CO.~~
ASSIGNEE OF KAPPA PUBLISHING GROUP, INC.

Name: _____

Title: _____

STATE OF PENNSYLVANIA)
) SS.
COUNTY OF MONTGOMERY)

On this ___ day of October, 2001, there appeared before me _____, personally known to me, who acknowledged that he/she signed the foregoing Assignment as his/her voluntary act and deed on behalf and with full authority of _____.

Notary Public

Assignor hereby requests the Commissioner of Patents and Trademarks, and the corresponding entities or agencies in any applicable foreign countries, to record Assignee as the assignee and owner of the Marks.

* * * *

IN WITNESS WHEREOF, Assignor and Assignee have caused this Assignment to be executed by their duly authorized representatives as of the Effective Date.

R. SCOTT ALSTERDA, CHAPTER 11
TRUSTEE FOR H&S MEDIA, INC.

Name: _____

STATE OF ILLINOIS)
) SS.
COUNTY OF COOK)

On this ____ day of October, 2001, there appeared before me _____, personally known to me, who acknowledged that he/she signed the foregoing Assignment as his/her voluntary act and deed on behalf and with full authority of _____.

Notary Public

LONDON PUBLISHING CO.,
ASSIGNEE OF KAPPA PUBLISHING GROUP, INC.

Albert Sabol

Name: Albert Sabol

Title: Vice President

STATE OF PENNSYLVANIA)
) SS.
COUNTY OF MONTGOMERY)

On this 23rd day of October, 2001, there appeared before me ALBERT SABOL, personally known to me, who acknowledged that he/~~she~~ signed the foregoing Assignment as his/~~her~~ voluntary act and deed on behalf and with full authority of LONDON PUBLISHING Co.

Sylvia W. Richards
Notary Public

NOTARIAL SEAL
SYLVIA W. RICHARDS, Notary Public
Ambler Boro, Montgomery County
My Commission Expires July 5, 2003

SCHEDULE A**U.S. TRADEMARKS**

Mark	Reg. No./ Reg. Date	Appln. No./ Filing Date
GOLD COLLECTORS SERIES	2330626 03/21/00	75/366950 10/02/97
HOT!		76/054594 05/23/00
MARY BETH'S TEDDY BEARS & MORE		76/260684 05/23/01
MARY BETH'S BEAN BAG WORLD	2491181 09/18/01	75/636401 02/08/99
WOW MAGAZINE		75/671750 03/31/99
WOW MAGAZINE	2324376 02/29/00	75/672204 03/31/99
WOW MAGAZINE	2401483 11/07/00	75/672203 03/31/99

SCHEDULE B**FOREIGN TRADEMARKS**

Mark	Country	Reg. No./ Reg. Date	Appln. No./ Filing Date
MARY BETH'S BEAN BAG WORLD	Canada		101782500 06/04/99
MARY BETH'S BEAN BAG WORLD	CTM	1226588 11/27/00	1226588 07/01/99
WOW MAGAZINE	CTM	1129196 01/25/01	1129196 04/06/99
MARY BETH'S BEAN BAG WORLD	Japan	4379990 04/28/00	H11-048992 06/04/99
MARY BETH'S BEAN BAG CLUB	United Kingdom	2217522 03/09/01	2217522 12/17/99
MARY BETH'S BEAN BAG WORLD	United Kingdom	2201877 09/22/00	2201877 09/22/00

SCHEDULE C

U.S. TRADE NAMES

Name	SIC Code
WOW MAGAZINE	2389- Apparel & Accessories Nec

UNREGISTERED TRADEMARKS

Name
CORE
CRAFTY KIDS
EDGE
HOW TO STRIKE IT RICH
LAST LAP
TEEN STYLE
TO THE MAXX
WORLD OF WRESTLING