

06-26-2002

Form PTO-1594 (Rev. 03/01) OMB No. 0651-0027 (exp. 5/31/2002) Tab settings

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

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies): Reed Publishing (Nederland) B.V.

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

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

- Nature of conveyance: Assignment, Merger, Security Agreement, Change of Name, Other

Execution Date: May 31, 2002

2. Name and address of receiving party(ies) NorthStar Travel Media, LLC

Name, Internal Address, Street Address: 500 Plaza Drive, City: Secaucus State: NJ Zip: 07094

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

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

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

A. Trademark Application No.(s)

74/515,120 74/509,631 74/509,633 74/515,121 74/509,636

Additional number(s) attached Yes No

B. Trademark Registration No.(s)

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

Name: Jeffrey S. Levy

Internal Address: Choate, Hall & Stewart

Exchange Place

Street Address: 53 State Street

City: Boston State: MA Zip: 02109

6. Total number of applications and registrations involved: 5

7. Total fee (37 CFR 3.41) \$ 140.00

- Enclosed, Authorized to be charged to deposit account

8. Deposit account number:

03-1721

(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.

Jeffrey S. Levy Name of Person Signing

Signature

June 14, 2002 Date

06/25/2002 DBYRNE 00000259 031721 74515120 Total number of pages including cover sheet, attachments, and document: 5

01 FC:481 40.00 CH 02 FC:482 100.00 CH

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

TRADEMARK REEL: 2532 FRAME: 0887

TRADEMARK ASSIGNMENT

For good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Reed Publishing (Nederland) B.V., a limited liability company organized under the laws of The Netherlands, having its principal place of business at Sara Burgerhartstraat 25, 1055 KV, Amsterdam (the "Assignor"), does hereby sell, assign and transfer to NorthStar Travel Media LLC, a Delaware limited liability company, having its principal place of business at 500 Plaza Drive, Secaucus, NJ 07094 (the "Assignee"), its successors, assigns and legal representatives, the entire right, title and interest of Assignor in and to all trademarks identified on Schedule A hereto (collectively, the "Trademarks"), and the goodwill related thereto, and all registrations and applications for registration of all of the foregoing, including any renewals and extensions of the registrations that are or may be secured under the laws of the United States and all other countries, whether now or hereafter in effect, for Assignee's own use and enjoyment, as fully and entirely as the same would have been held and enjoyed by the Assignor if this Assignment and sale had not been made in the United States and other countries, and all rights, powers, emoluments, and advantage whatsoever symbolized thereby of Assignor, including common law rights in the Trademarks, and all rights to sue for and obtain damages, injunctive relief and attorneys' fees for all past infringements with respect thereto both at common law and under the statutes of the United States or any other country now or hereafter in effect, and claims and causes of action in favor of the Assignor heretofore accrued or hereafter accruing with respect thereto for misappropriation, infringement or other violation of proprietary or other rights in the Trademarks and all registrations or applications relating thereto and all renewals and extensions of such registrations. Assignor requests the Commissioner of Patents and Trademarks to record Assignee as the assignee and owner thereof.

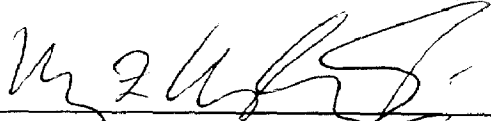
TO HAVE AND TO HOLD the same unto the Assignee, its successors and assigns, for and during the existence of such Trademarks and all renewals and extensions thereof, as fully and as entirely as the same would have been held and enjoyed by the Assignor had this Assignment and transfer not been made.

Nothing contained in this Assignment shall be deemed to supersede any of the agreements of the Assignor and the Assignee contained in the Trademark Purchase Agreement dated as of August 7, 2001, as amended, by and among Assignor, Reed Elsevier Properties Inc., a Delaware corporation, and Assignee. In the event of any conflict or inconsistency between the provisions of this Agreement and the provisions of such agreement, the provisions of such agreement shall prevail.

The Assignor shall promptly, upon the request of the Assignee, execute such other instruments of conveyance as may be reasonably necessary to permit the Assignee to record the assignment made by this instrument.

IN WITNESS WHEREOF, the undersigned has caused this Assignment to be duly executed this 31st day of May, 2002.

REED PUBLISHING (NEDERLAND) B.V.

By: 
Name: HENRY Z. HORBACZEWSKI
Title: ATTORNEY-IN-FACT

SCHEDULE A

Reed Publishing (Nederland) B.V.

MARK	APPLN.#	FILING DATE	REG.#
GOLDKEY AWARD & DESIGN	74/515,120	April 22, 1994	1,950,151
GOLD PLATTER	74/509,633	April 6, 1994	1,926,150
GOLD SERVICE	74/509,636	April 6, 1994	1,929,260
GOLD TEE	74/509,631	April 6, 1994	1,927,257
GOLD TEE AWARD M&C MEETINGS AND CONVENTIONS AND DESIGNS	74/515,121	April 22, 1994	1,930,859

State of New York)
)
County of New York) ss.:

On this 31st day of May, 2002, before me appeared Henry Z. Horbaczewski, to me personally known, who, being by me duly sworn, did say that he is the Attorney-in-Fact of Reed Publishing (Nederland) B.V. ~~and that the seal affixed to the foregoing instrument is the corporate seal of said corporation,~~ and that said instrument was signed ~~and sealed~~ in behalf of said corporation by authority of its board of directors, and he acknowledged said instrument to be the free act and deed of said corporation.

Judith D. Baron

Notary Public

[SEAL]

My commission expires:

JUDITH D. BARON
Notary Public, State of New York
No. 01BA6067118
Qualified in Kings County
Commission Expires Dec. 3, 2005