

08-29-2002



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

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):

World Publications, LLC

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

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

3. Nature of conveyance:

- Assignment Merger Security Agreement Change of Name Other

Execution Date: July 11, 2002

2. Name and address of receiving party(ies)

Name: Wachovia Bank, National Association

Internal Address:

Street Address: 191 Peachtree Street

City: Atlanta State: GA Zip: 30303

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

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)

B. Trademark Registration No.(s) 2,108,538;

1,039,649; 1,789,009; 2,172,952

Additional number(s) attached Yes No

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

Name: Sidney R. Brown

Internal Address: Jones, Day, Reavis & Pogue

Street Address: 303 Peachtree Street, N.E.

Suite 3500

City: Atlanta State: GA Zip: 30308

6. Total number of applications and registrations involved:

11

7. Total fee (37 CFR 3.41) \$ 290.00

- Enclosed Authorized to be charged to deposit account

8. Deposit account number:

DO NOT USE THIS SPACE

9. Signature.

Sidney R. Brown Name of Person Signing

Handwritten signature of Sidney R. Brown

August 23, 2002

Date

Total number of pages including cover sheet, attachments, and document: 4

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

TRADEMARK REEL: 002571 FRAME: 0660

Recordation Form Cover Sheet
Trademarks Only
Continuation of Item 4

4.B. Trademark Registration Nos.

2,187,572

2,106,613

1,447,406

2,127,888

1,520,891

1,992,130

1,633,590

**AMENDED AND RESTATED
TRADEMARK SECURITY AGREEMENT SUPPLEMENT**

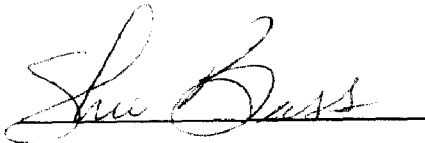
WORLD PUBLICATIONS, LLC ("World"), hereby supplements the Schedules attached to the Amended and Restated Trademark Security Agreement dated as of November 9, 2001 among WORLD PUBLICATIONS, LLC, WORLD SPORTS AND MARKETING, LLC, WORLD ENTERTAINMENT SERVICES, LLC, WORLD PUBLICATIONS HOLDING, LLC, WORLD PUBLICATIONS II, LLC, AND WORLD PUBLICATIONS III, LLC, and WACHOVIA BANK, NATIONAL ASSOCIATION, for itself and as an agent ("Agent") for certain lenders described in the Amended and Restated Trademark Security Agreement (the "Trademark Security Agreement"), with Schedule 1 attached hereto (the "Trademark and Security Agreement Supplement") and hereby agrees in favor of the Agent as follows:

Unless otherwise specifically defined herein, each term used herein which is defined in the Trademark Security Agreement shall have the meaning assigned to such term in the Trademark Security Agreement. Each reference to "hereof", "hereunder", "herein" and "hereby" and each other similar reference and each reference to "this Agreement" and each other similar reference contained in the Trademark Security Agreement shall from and after the date hereof refer to the Trademark Security Agreement as amended hereby.

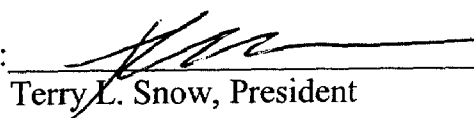
The definition of "Trademark Collateral" contained in the Trademark Security Agreement is hereby amended to include the additional Trademarks ("Additional Trademark Collateral") described on Schedule 1 attached hereto. World hereby pledges, mortgages, and grants a security interest in and to the Agent, for itself and on behalf of the Lenders, all of its respective right, title and interest in and to the Additional Trademark Collateral, together with all monies and claims for monies now or hereafter due or payable thereon or in respect thereof, to secure the Secured Obligations.

This Trademark and Security Agreement Supplement has been executed and delivered by World as of July 11, 2002.

WITNESS OR ATTEST:



WORLD PUBLICATIONS, LLC

By:  (SEAL)
Terry L. Snow, President

SCHEDULE 1

Country	Mark	Registration No.	Registration Date
Australia	CRUISING WORLD	526546	01/08/90
Australia	SAILING WORLD	526348	01/03/90
Australia	SNOW COUNTRY	704044	03/07/96
Brazil	CRUISING WORLD	817703062	05/14/96
Brazil	SAILING WORLD	817793054	01/02/96
Denmark	CRUISING WORLD	4410	07/01/94
Denmark	SAILING WORLD	4409	07/01/94
Finland	CRUISING WORLD	138519	07/05/95
Finland	SAILING WORLD	138520	07/05/95
France	CRUISING WORLD	1562502	11/28/89
France	SAILING WORLD	1562503	11/28/89
France	SPEED CIRCLE	92445396	12/09/92
Germany	SPEED CIRCLE	2059715	05/04/93
Italy	CRUISING WORLD	00756551	04/24/96
Italy	SAILING WORLD	588242	01/16/90
New Zealand	CRUISING WORLD	198893	01/05/90
New Zealand	SAILING WORLD	198892	01/05/90
New Zealand	SNOW COUNTRY	259659	03/08/96
Norway	CRUISING WORLD	145677	06/20/91
Norway	SAILING WORLD	145679	06/20/91
Spain	CRUISING WORLD	1541460	01/10/90
Spain	SAILING WORLD	1541470	01/10/90
Sweden	CRUISING WORLD	226820	09/27/91
Sweden	SAILING WORLD	226819	09/27/91
Switzerland	CRUISING WORLD	352369	05/05/86
United States	CRUISING WORLD	2108538	10/28/97
United States	CRUISING WORLD	1039649	05/18/76
United States	GRAND PRIX SAILOR Stylized Letters	1789009	08/17/93
United States	NOOD	2172952	07/14/98
United States	NOOD	2187572	09/08/98
United States	SAILING WORLD	2106613	10/21/97
United States	SAILING WORLD	1447406	07/14/87
United States	SAILOR'S SOURCEBOOK	2127888	01/06/98
United States	SNOW COUNTRY	1520891	01/17/89
United States	SNOWMEISTER	1992130	08/06/96
United States	THE SAILING COMPANY	1633590	01/29/91

Box Assignments

August 23, 2002

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If you have any questions or comments regarding this matter, please contact the undersigned at the above number.

Thank you for your assistance.

Very truly yours,



Camille Caine Duerr
Legal Assistant

Enclosures

cc: Sidney R. Brown, Esq.
Edgar C. Snow, Jr., Esq. (w/enclosures)
Andre P. Hylton, Esq. (w/enclosures)

I do hereby certify that this correspondence is being deposited with the United States Postal Service by Express Mail Post Office to Addressee, No. EL689062447US, in an envelope addressed to the Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20231, on August 23, 2002.



Camille Caine Duerr