

02-22-1999



U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

COVER SHEET
S ONLY

MPD 2/12/99
DWW

To the Honorable C

100967853

the attached original document or copy thereof.

1. Name of Party(ies) conveying an interest:

Adams/Laux, Inc.
63 Great Road,
Maynard, Massachusetts 01754

OPR/FINANCE

2. Name and Address of Party(ies) receiving an interest:

Name: First Union National Bank, As Agent

Street Address: 301 South College Street

Internal Address: One First Union Center, 5th Floor

City: Charlotte State: North Carolina Zip: 28288

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

- Individual(s) citizenship _____
- Association _____
- General Partnership _____

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

- Limited Partnership _____
- Corporation _____
- Other National Banking Association

Additional name(s) & address(es) attached? Yes No

3. Nature of Conveyance:

- Assignment
- Security Agreement
- Other Notice of Grant of Security Interest In Trademarks
- Merger
- Change of Name

Effective Date: December 30, 1998

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

A. Trademark Application No.(s): 75/490,247 75/490,246
75/490,245 75/490,232 75/490,231

B. Trademark Registration No.(s): 2,090,409 2,068,462
2,068,241 2,021,616 2,021,615

Additional numbers attached? Yes No

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

Name: Mark H. Webbink, Esq.

Internal Address: Moore & Van Allen, PLLC

Street Address: 2200 West Main Street, Suite 800

City: Durham State: NC ZIP: 27705

6. Total number of applications and registrations involved: 10

7. Total fee (37 CFR 3.4): \$ 265.00
 Enclosed
 Authorized to be charged to deposit account
(Any Deficiency)

8. Deposit account number:
13-4365
(Attach duplicate copy of this form 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.

Mark H. Webbink, Esq.
Name of Person Signing

[Signature] 2/12/99
Signature Date

Total number of pages including cover sheet, attachments and document: 18

Mail documents to be recorded with required cover sheet information to:

Commissioner of Patents and Trademarks
Box Assignments
Washington, D.C. 20231

CERTIFICATE OF MAILING

I hereby certify that this paper is being deposited with the United States Postal Service as first class mail in an envelope addressed to the Commissioner Of Patent And Trademarks, Washington, DC 20231, BOX ASSIGNMENTS.

Kim Oakley
(Typed or printed name of person signing the certificate)

K. Oakley
(Signature of the person signing the certificate)

2-12-99
(Date of Signature)

02/18/1999 JSMBRAZZ 00000176 75490247

01 FC:481
02 FC:482

40.00 OP
225.00 OP

NOTICE
OF
GRANT OF SECURITY INTEREST
IN
TRADEMARKS

United States Patent and Trademark Office

Gentlemen:

Please be advised that pursuant to the Borrower Security Agreement dated as of December 30, 1998 by and between ADAMS TRADE PRESS, INC., ADAMS/GREEN INDUSTRY PUBLISHING, INC., ADAMS/RECREATION PUBLISHING, INC., ADAMS/LAUX COMPANY, INC., ADAMS MEDIA, INC., ADAMS/HUEBCORE PUBLISHING, INC., ADAMS/HUNTER PUBLISHING, INC., ATP VENTURES, INC., ADAMS/PIB PUBLISHING, INC., ADAMS/NPI EXPOSITION GROUP, INC., (jointly and severally, referred to herein individually as "Borrower" and collectively as the "Borrowers") and FIRST UNION NATIONAL BANK, as administrative agent (the "Administrative Agent"), for the ratable benefit of itself and the financial institutions (the "Lenders") who are, or may become party to, the Credit Agreement (as defined therein) and the Guarantor Security Agreement dated as of December 30, 1998 by and between ADAMS BUSINESS MEDIA PTE, LTD., ADAMS/GIS PUBLISHING, INC., ADAMS/TSDX, INC., MCLEAN COMMUNICATIONS LIMITED, MCLEAN ISSI LIMITED, MCLEAN PUBLISHING LIMITED, (jointly and severally, referred to herein individually as a "Subsidiary Guarantor" and collectively as the "Subsidiary Guarantors"), and FIRST UNION NATIONAL BANK, as administrative agent (the "Administrative Agent"), for the ratable benefit of itself and the financial institutions (the "Lenders") who are, or may become party to, the Credit Agreement (as defined therein) (collectively, herein the "Security Agreements"), the Borrowers and the Subsidiary Guarantors have granted a continuing security interest in and continuing lien upon, the trademarks and trademark applications shown below to the Administrative Agent for the ratable benefit of the Lenders:

TRADEMARKS

<u>Trademark</u>	Description of Trademark <u>Item</u>	Date of <u>Filing</u>
-------------------------	---	----------------------------------

SEE ATTACHED
SCHEDULE A

**TRADEMARK
APPLICATIONS**

**Trademark
Application No.**

**Description of Trademark
Item**

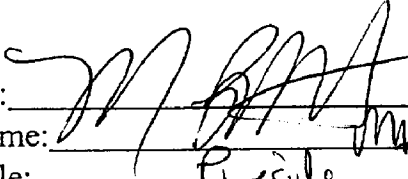
**Date of
Filing**

SEE ATTACHED
SCHEDULE A

The Borrowers, the Subsidiary Guarantors and the Administrative Agent hereby acknowledge and agree that the security interest in the foregoing trademarks and trademark applications (i) may only be terminated in accordance with the terms of the Security Agreement, and (ii) is not to be construed as an assignment of any trademark or trademark application.

Very truly yours,

ADAMS TRADE PRESS, INC.
ADAMS/GREEN INDUSTRY PUBLISHING, INC.
ADAMS/RECREATION PUBLISHING, INC.
ADAMS/LAUX COMPANY, INC.
ADAMS MEDIA, INC.
ADAMS/HUEBCORE PUBLISHING, INC.
ADAMS/HUNTER PUBLISHING, INC.
ATP VENTURES, INC.
ADAMS/PIB PUBLISHING, INC.
ADAMS/NPI EXPOSITION GROUP, INC.
ADAMS, BUSINESS MEDIA, PTE, LTD.
ADAMS/GIS PUBLISHING, INC.
ADAMS/TSDX, INC.
MCLEAN COMMUNICATIONS LIMITED
MCLEAN ISSI LIMITED
MCLEAN PUBLISHING LIMITED

By: 
Name: Mark Adams
Title: President

Acknowledged and Accepted:

FIRST UNION NATIONAL BANK,
as Administrative Agent

By: _____
Name: _____
Title: _____

The Borrowers, the Subsidiary Guarantors and the Administrative Agent hereby acknowledge and agree that the security interest in the foregoing trademarks and trademark applications (i) may only be terminated in accordance with the terms of the Security Agreement, and (ii) is not to be construed as an assignment of any trademark or trademark application.

Very truly yours,

ADAMS TRADE PRESS, INC.
ADAMS/GREEN INDUSTRY PUBLISHING, INC.
ADAMS/RECREATION PUBLISHING, INC.
ADAMS/LAUX COMPANY, INC.
ADAMS MEDIA, INC.
ADAMS/HUEBCORE PUBLISHING, INC.
ADAMS/HUNTER PUBLISHING, INC.
ATP VENTURES, INC.
ADAMS/PIB PUBLISHING, INC.
ADAMS/NPI EXPOSITION GROUP, INC.
ADAMS, BUSINESS MEDIA, PTE, LTD.
ADAMS/GIS PUBLISHING, INC.
ADAMS/TSDX, INC.
MCLEAN COMMUNICATIONS LIMITED
MCLEAN ISSI LIMITED
MCLEAN PUBLISHING LIMITED

By: _____
Name: _____
Title: _____

Acknowledged and Accepted:

FIRST UNION NATIONAL BANK,
as Administrative Agent

By: Jeffrey M. Graci
Name: Jeffrey M. Graci
Title: Vice President

Schedule A

ADAMS/GIS PUBLISHING, INC. (Del.)

U.S. Trademarks

Pending Applications

Mark	Application Serial No.	Filing Date
VISEGE	75/358,835	9/18/97
VISEGE (stylized)	75/358,834	9/18/97

Registrations

Mark	Registration No.	Registration Date
GIS WORLD	2,149,340	4/7/98
BUSINESS GEOGRAPHICS	2,064,177	5/20/97
BUSINESS GEOGRAPHICS	1,861,502	11/1/94
GIS IN BUSINESS	1,875,614	1/24/95
GIS WORLD and Design	1,569,618	12/5/89

Schedule A

ADAMS/GREEN INDUSTRY PUBLISHING, INC. (Del.)

U.S. Trademarks

Pending Applications

Mark	Application Serial No.	Filing Date
OPE	75/447,893	3/10/98
OUTDOOR POWER EQUIPMENT	75/423,777	1/26/98
SPORTSTURF	75/422,332	1/20/98
ARBOR AGE	75/422,330	1/20/98
LANDSCAPE & IRRIGATION	75/422,329	1/20/98
IRRIGATION JOURNAL	75/422,328	1/20/98
CALIFORNIA FAIRWAYS and Design	75/422,309	1/20/98

Registrations

Mark	Registration No.	Registration Date
SOLID WASTE TECHNOLOGIES	1,919,055	9/12/95

Schedule A

ADAMS/HUEBCORE PUBLISHING, INC. (Del.)

U.S. Trademarks

Pending Applications

Mark	Application Serial No.	Filing Date
MED.NET (stylized)	75/145,597	8/5/96
MRO.NET	75/073,935	3/18/96

Registrations

Mark	Registration No.	Registration Date
OEM NET	2,179,695	8/4/98
ENGINEER'S DIGEST	1,882,176	3/7/95
SUPER MLD	1,791,600	9/7/93
OEM DESIGNER'S LITERATURE DIGEST	1,819,879	2/8/94
MANUFACTURING LITERATURE DIGEST	1,817,896	1/25/94
QUALITY IN MANUFACTURING	1,845,562	7/19/94
MOTION CONTROL INNOVATIONS	1,754,659	2/23/93
CORE MFG LITERATURE REVIEW	1,742,270	12/22/92
METLFX (stylized)	1,484,252	4/12/88
MEDICAL EQUIPMENT DESIGNER (stylized)	1,485,758	4/19/88
TOOLING & PRODUCTION (stylized)	1,494,184	6/28/88
DESIGNFAX	1,155,559	5/26/81
PURCHASING WORLD	1,148,893	3/24/81

Schedule A

ADAMS/HUNTER PUBLISHING, INC. (Del.)

U.S. Trademarks

Pending Applications

Mark	Application Serial No.	Filing Date
CANDY BUSINESS (stylized)	75/573,150	10/19/98
TOBACCO RETAILER (stylized)	75/476,639	4/29/98
AS/400 SYSTEMS MANAGEMENT	75/423,778	1/26/98
STATION & STORE	75/417,923	1/12/98
NPN INTERNATIONAL	75/416,017	1/12/98
AUTO & TRUCK INTERNATIONAL	75/416,016	1/12/98

Registrations

Mark	Registration No.	Registration Date
NON-FOODS MERCHANDISING	2,033,525	1/28/97
SYSTEM 3X/400	1,746,610	1/12/93
NATIONAL PETROLEUM NEWS	1,182,907	12/22/81
EXPORT & Design	961,535	6/19/73
SERVICE STATION MANAGEMENT	794,477	8/17/65
AUTOMOBILE INTERNATIONAL	742,137	12/11/62
INDUSTRIAL WORLD	715,099	5/9/61
MOTOR SERVICE (stylized)	157,464	8/8/22

Schedule A

ADAMS/LAUX COMPANY, INC. (Del.)

U.S. Trademarks

Pending Applications

Mark	Application Serial No.	Filing Date
MM (stylized)	75/490,247	5/22/98
CM&I and Design	75/490,246	5/22/98
AM (stylized)	75/490,245	5/22/98
ICP (stylized)	75/490,232	5/22/98
TM TECHNOLOGY MEETINGS and Design	75/490,231	5/22/98

Registrations

Mark	Registration No.	Registration Date
CORPORATE MEETINGS & INCENTIVES and Design	2,090,409	8/26/97
CORPORATE MEETINGS & INCENTIVES	2,068,462	6/10/97
INSURANCE CONFERENCE PLANNER	2,068,241	6/10/97
ASSOCIATION MEETINGS	2,021,616	12/10/96
MEDICAL MEETINGS	2,021,615	12/10/96

Schedule A

MEDIA/COMMUNICATIONS PARTNERS II L.P. (Mass.)

U.S. Trademarks

Registrations

Mark	Registration No.	Registration Date
WHAT'S NEW FOR FAMILY FUN CENTERS (stylized)	1,808,656	11/30/93

Schedule A

ADAMS RECREATION PUBLISHING, INC. (Del.)

U.S. Trademarks

Pending Applications

Mark	Application Serial No.	Filing Date
WHAT'S NEW FOR FAMILY FUN CENTERS	75/423,780	1/26/98
RECREATION RESOURCES	75/423,779	1/26/98

Schedule A

ADAMS MEDIA, INC. (Del.)

U.S. Trademarks

Pending Applications

Mark	Application Serial No.	Filing Date
HANDBOOK ADVANCE	75/454,728	3/23/98
BEER HANDBOOK	75/418,699	1/12/98
LIQUOR HANDBOOK	75/418,123	1/14/98
FACT BOOK	75/418,122	1/14/98
CONTROL STATES DIRECTORY	75/418,121	1/14/98
STATEWAYS	75/417,921	1/12/98
BEVERAGE & FOOD DYNAMICS	75/417,901	1/12/98
WINE HANDBOOK	75/416,974	1/12/98
CHEERS	75/416,973	1/12/98
WINE & SPIRITS INDUSTRY MARKETING	75/416,972	1/12/98
PACKAGE POWER	75/416,971	1/12/98

Schedule A

BUSINESS JOURNALS, INC. (Conn.)

U.S. Trademarks

Registrations

Mark	Registration No.	Registration Date
TRUCKING TECHNOLOGY	1,903,927	7/4/95
TRUCK FLEET MANAGEMENT	2,082,616	7/22/97

Schedule A

HUNTER PUBLISHING LIMITED PARTNERSHIP

U.S. Trademarks

Registrations

Mark	Registration No.	Registration Date
FUEL OIL NEWS	1,333,172	4/30/85

Schedule A

PROMOTION INFORMATION BUREAU, INC. (Conn.)

U.S. Trademarks

Registrations

Mark	Registration No.	Registration Date
LIQUORSCAN	1,792,874	9/14/93