

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Corrective assignment to correct Assignor's name. Previously recorded on Reel 2331, Fram 0147.

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Leisure Publications, Inc.		06/28/2001	CORPORATION: CALIFORNIA

RECEIVING PARTY DATA

Name:	Hanley-Wood, LLC
Street Address:	One Thomas Circle, N.W.
Internal Address:	Suite 600
City:	Washington
State/Country:	DISTRICT OF COLUMBIA
Postal Code:	20005
Entity Type:	Limited Liability Company: DELAWARE

PROPERTY NUMBERS Total: 9

Property Type	Number	Word Mark
Registration Number:	2274606	WATERFEATURES
Registration Number:	2454268	AQUA SCAPES
Registration Number:	2160671	AQUATICS INTERNATIONAL
Registration Number:	1693751	AQUATICS INTERNATIONAL
Registration Number:	1690974	AQUATICS INTERNATIONAL
Registration Number:	2183151	AQUATICS INTERNATIONAL
Registration Number:	2323283	SPLASH ZONE
Registration Number:	2655675	POOL & SPA NEWS
Registration Number:	2709681	POOL & SPA NEWS AQUASCAPES

CORRESPONDENCE DATA

Fax Number: (312)569-3467
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 312-569-1467
 Email: IPDOCKET@gcd.com

CH \$240.00 2274606

Correspondent Name: Tina D. Kourasis
Address Line 1: Gardner Carton & Douglas, LLP
Address Line 2: 191 N. Wacker Drive, Suite 3700
Address Line 4: Chicago, ILLINOIS 60606-1698

ATTORNEY DOCKET NUMBER:

ABE051USA

NAME OF SUBMITTER:

Tina D. Kourasis

Total Attachments: 8

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UNITED STATES DEPARTMENT OF COMMERCE

Patent and Trademark Office

ASSISTANT SECRETARY AND COMMISSIONER
OF PATENTS AND TRADEMARKS
Washington, D.C. 20231

SEPTEMBER 21, 2001

PTAS

GARDNER, CARTON & DOUGLAS
TINA D. KOURASIS/LMC
321 NORTH CLARK STREET
SUITE 3400
CHICAGO, IL 60610-4795



101782549A

UNITED STATES PATENT AND TRADEMARK OFFICE
NOTICE OF RECORDATION OF ASSIGNMENT DOCUMENT

THE ENCLOSED DOCUMENT HAS BEEN RECORDED BY THE ASSIGNMENT DIVISION OF THE U.S. PATENT AND TRADEMARK OFFICE. A COMPLETE MICROFILM COPY IS AVAILABLE AT THE ASSIGNMENT SEARCH ROOM ON THE REEL AND FRAME NUMBER REFERENCED BELOW.

PLEASE REVIEW ALL INFORMATION CONTAINED ON THIS NOTICE. THE INFORMATION CONTAINED ON THIS RECORDATION NOTICE REFLECTS THE DATA PRESENT IN THE PATENT AND TRADEMARK ASSIGNMENT SYSTEM. IF YOU SHOULD FIND ANY ERRORS OR HAVE QUESTIONS CONCERNING THIS NOTICE, YOU MAY CONTACT THE EMPLOYEE WHOSE NAME APPEARS ON THIS NOTICE AT 703-308-9723. PLEASE SEND REQUEST FOR CORRECTION TO: U.S. PATENT AND TRADEMARK OFFICE, ASSIGNMENT DIVISION, BOX ASSIGNMENTS, CG-4, 1213 JEFFERSON DAVIS HWY, SUITE 320, WASHINGTON, D.C. 20231.

RECORDATION DATE: 07/16/2001

REEL/FRAME: 002331/0147
NUMBER OF PAGES: 6

BRIEF: ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL

ASSIGNOR:

LEISURE PUBLICATIONS

DOC DATE: 06/28/2001
CITIZENSHIP: CALIFORNIA
ENTITY: CORPORATION

ASSIGNEE:

HANLEY-WOOD, LLC
ONE THOMAS CIRCLE, N.W.
SUITE 600
WASHINGTON, D.C. 20005

CITIZENSHIP: DELAWARE
ENTITY: LIMITED LIABILITY COMPANY

APPLICATION NUMBER: 76173774
REGISTRATION NUMBER:

FILING DATE: 11/30/2000
ISSUE DATE:

MARK: POOL & SPA NEWS

DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN TYPED FORM

TRADEMARK
REEL: 002776 FRAME: 0119

APPLICATION NUMBER: 75863778
REGISTRATION NUMBER:

FILING DATE: 12/03/1999
ISSUE DATE:

MARK: POOL & SPA NEWS AQUASCAPES
DRAWING TYPE: WORDS, LETTERS, OR NUMBERS AND DESIGN

APPLICATION NUMBER: 75574634
REGISTRATION NUMBER: 2274606

FILING DATE: 10/20/1998
ISSUE DATE: 08/31/1999

MARK: WATERFEATURES
DRAWING TYPE: STYLIZED WORDS, LETTERS, OR NUMBERS

APPLICATION NUMBER: 75787041
REGISTRATION NUMBER: 2454268

FILING DATE: 08/27/1999
ISSUE DATE: 05/22/2001

MARK: AQUA SCAPES
DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN TYPED FORM

APPLICATION NUMBER: 75329534
REGISTRATION NUMBER: 2160671

FILING DATE: 07/23/1997
ISSUE DATE: 05/26/1998

MARK: AQUATICS INTERNATIONAL
DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN TYPED FORM

APPLICATION NUMBER: 74180963
REGISTRATION NUMBER: 1693751

FILING DATE: 07/01/1991
ISSUE DATE: 06/09/1992

MARK: AQUATICS INTERNATIONAL
DRAWING TYPE: WORDS, LETTERS, OR NUMBERS AND DESIGN

APPLICATION NUMBER: 74180429
REGISTRATION NUMBER: 1690974

FILING DATE: 06/28/1991
ISSUE DATE: 06/02/1992

MARK: AQUATICS INTERNATIONAL
DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN TYPED FORM

APPLICATION NUMBER: 75329535
REGISTRATION NUMBER: 2183151

FILING DATE: 07/23/1997
ISSUE DATE: 08/18/1998

MARK: AQUATICS INTERNATIONAL
DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN TYPED FORM

APPLICATION NUMBER: 75522540
REGISTRATION NUMBER: 2323283

FILING DATE: 07/20/1998
ISSUE DATE: 02/29/2000

MARK: SPLASH ZONE
DRAWING TYPE: WORDS, LETTERS, OR NUMBERS AND DESIGN

MARY BENTON, EXAMINER
ASSIGNMENT DIVISION
OFFICE OF PUBLIC RECORDS

FORM PTO-1618A
Expires 06/30/99
OMB 0651-0027

U.S. Department of Commerce
Patent and Trademark Office
TRADEMARK

07-19-2001



101782549
COVER SHEET
TRADEMARKS ONLY

7.16.01

JUN 16 2001

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

Conveying Party(ies)

Mark if additional names of conveying parties attached

Name

Execution Date
Month Day Year

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/AKA/TA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)
City State/Country Zip Code

- Individual General Partnership Limited Partnership
- Corporation Association
- Other

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).

Citizenship/State of Incorporation/Organization

97/19/2001 DBYRHE 00000002 76173774

FOR OFFICE USE ONLY

01 FC:481
02 FC:482
40.00 OP
200.00 OP

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: 002776 FRAME: 0121

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" value="76/173,774"/>	<input type="text" value="75/863,778"/>	<input type="text"/>	<input type="text" value="2,274,606"/>	<input type="text" value="1,693,751"/>	<input type="text" value="2,323,283"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="2,454,268"/>	<input type="text" value="1,690,974"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="2,160,671"/>	<input type="text" value="2,183,151"/>	<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.)

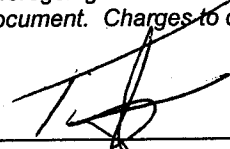
Deposit Account Number #

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.

Tina D. Kourasis
Name of Person Signing


Signature

7/12/01
Date Signed

ASSIGNMENT

THIS ASSIGNMENT, effective as of the 28th day of June, 2001, by Leisure Publications, a California corporation, having its principal place of business at 4160 Wilshire Boulevard, Los Angeles, California 90010 ("Assignor");

WHEREAS, Hanley-Wood, LLC, a Delaware limited liability company, having its principal place of business at One Thomas Circle, N.W., Suite 600, Washington, D.C. 20005 ("Assignee"), wishes to acquire and Assignor wishes to transfer to Assignee all right, title and interest Assignor owns in and to certain "Proprietary Rights," as hereinafter defined.

NOW THEREFORE, in view of the payment of Ten Dollars (\$10.00), and other legally sufficient and valuable consideration, the receipt and sufficiency of which are hereby acknowledged by Assignor, Assignor DOES HEREBY assign and transfer to Assignee all right, title and interest Assignor owns in and to the following "Proprietary Rights:"

1. "Marks and Trade Dress", which shall mean any and all trademarks, service marks, trade names, and other terms, words, designations, titles, designs, colors, color combinations, product configurations and indicia used or intended to be used in connection with Assignor's preparation, publication and distribution of the magazines titled Pool & Spa News and Aquatics International (the "Business"); any and all applications filed and registrations received for any of the foregoing in the United States, the individual states thereof and jurisdictions foreign thereto, including without limitation those listed on attached Exhibit A; and the GOODWILL of the Business;
2. "Works," which shall mean any and all expressions of concepts and ideas created, used or published by or for Assignor in connection with the Business, including without limitation any and all publications, plans, photographs, products and marketing, advertising and promotional materials in printed or other form, whether or not the same constitute "Works of Authorship" under the United States copyright laws; and any and all copyright applications filed and registrations received for any of the foregoing in the United States or elsewhere;
3. "Confidential Information," which shall mean any and all information developed or obtained by Assignor relating to the Business comprising trade secrets, proprietary information, formulas, products, protocols, forms, procedures, methods for operating the Business, marketing and advertising practices and plans and financial data, whether or not any of the foregoing is embodied in written or otherwise recorded form;

4. "Inventions," which shall mean discoveries, concepts, developments and ideas relating to the Business, whether or not protectable under the patent or other laws, including without limitation designs, methods, formulas, techniques, articles of manufacture, processes and procedures, as well as improvements and know-how relating thereto; and any and all patent applications filed and patents obtained for any of the foregoing in the United States or in jurisdictions foreign thereto; and

5. Any and all other rights and privileges provided under the copyright, patent, trademark, unfair competition, trade secret and other laws of the United States, the individual states thereof and jurisdictions foreign thereto with respect to the foregoing; the material objects in which such rights and privileges are embodied; any and all rights to and under any and all licenses and other agreements and documents relating to any of the foregoing; and any and all rights of publicity and waivers of privacy rights of any and all persons whose names, images, likenesses and other identifying indicia are included in the subject matter to which the foregoing relates.

Any and all rights created by or arising from use of the Proprietary Rights shall, by virtue of this Assignment, inure to and remain the sole and exclusive property of Assignee, and Assignor does hereby waive and renounce any and all claims to such rights.

Assignor shall, without further consideration, execute any additional documents and take such further action as may be requested to protect, secure and vest in Assignee good, valid and marketable title to the Proprietary Rights.

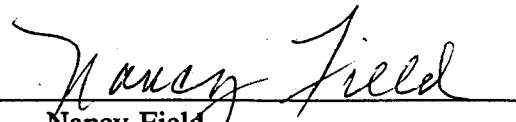
Assignor does hereby authorize and empower Assignee to invoke and claim for any applications, registrations, patents or the like included within the Proprietary Rights, the benefits of any rights to which it may be entitled under international law or under the laws of any particular country, and to invoke and claim such rights without further written or oral authorization.

This instrument shall be binding upon and shall inure to the benefit of the parties, and their respective officers, directors, employees, agents, affiliates, attorneys, legal representatives, heirs, successors and assigns.

LEISURE PUBLICATIONS

Date: June 28, 2001

By:


Nancy Field
President

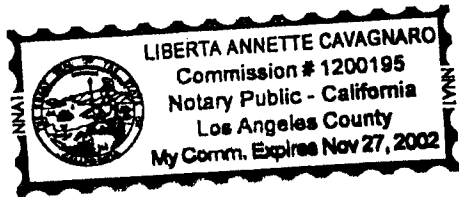
ACKNOWLEDGMENT

TRADEMARK
REEL: 002776 FRAME: 0124

STATE OF CALIFORNIA)
) SS:
COUNTY OF LOS ANGELES)

Before me, the undersigned, a Notary Public, on this 27th day of June, 2001, personally appeared Nancy Field, to me known personally, who, being by me duly sworn, did say that she is the President of Leisure Publications, and that said instrument (i.e., the Assignment) was signed on behalf of said Leisure Publications by authority of its Board of Directors, and the said Ms. Field acknowledged said instrument to be her free act and deed.

WITNESS my hand and seal.



Liberta Annette Cavagnaro
Notary Public

My Commission Expires: 11/27/2002

EXHIBIT A

Trademarks

Waterfeatures (Registered with the U.S. Patent and Trademark Office – Registration No. 2,274,606)

Aqua Scapes (Registered with the U.S. Patent and Trademark Office – Registration No. 2,454,268)

Aquatics International (Registered with the U.S. Patent and Trademark Office – Registration No. 2,160,671)

Aquatics International and Design (Registered with the U.S. Patent and Trademark Office – Registration No. 1,693,751)

Aquatics International (Registered with the U.S. Patent and Trademark Office – Registration No. 1,690,974)

Pool & Spa News (Registration applied for with the U.S. Patent and Trademark Office – Serial No. 76/173,774)

Pool & Spa News Aquascapes and Design (Registration applied for with the U.S. Patent and Trademark Office - Serial No. 75/863,778)

Service Marks

Aquatics International (Registered with the U.S. Patent and Trademark Office – Registration No. 2,183,151)

Splash Zone and Design (Registered with the U.S. Patent and Trademark Office – Registration No. 2,323,283)

