

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:		NEW ASSIGNMENT	
NATURE OF CONVEYANCE:		SECURITY INTEREST	
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Heritage Network Incorporated		08/07/2009	CORPORATION: MICHIGAN
RECEIVING PARTY DATA			
Name:	JPMorgan Chase Bank, N.A.		
Street Address:	1111 Fannin Street		
Internal Address:	10th Floor		
City:	Houston		
State/Country:	TEXAS		
Postal Code:	77002		
Entity Type:	National Banking Association: UNITED STATES		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	1484234	HM	
CORRESPONDENCE DATA			
Fax Number:	(212)822-5607		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	212-530-5607		
Email:	abrook@milbank.com		
Correspondent Name:	Milbank, Tweed, Hadley & McCloy, LLP		
Address Line 1:	1 Chase Manhattan Plaza		
Address Line 2:	Attn: Anna Brook		
Address Line 4:	New York, NEW YORK 10005		
ATTORNEY DOCKET NUMBER:	57000-22700		
NAME OF SUBMITTER:	Anna Brook		
Signature:	/AB/		

CH \$40.00 1484234

Date:

08/07/2009

Total Attachments: 10

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SHORT-FORM UNITED STATES INTELLECTUAL PROPERTY SECURITY AGREEMENT

WHEREAS, each signatory hereto (each a “Grantor”) is the owner of the trademarks listed under its respective name on the attached Schedule I of Trademarks and the registrations and pending applications associated therewith;

WHEREAS, each Grantor has contemporaneously with the execution of this Short-Form United States Intellectual Property Security Agreement entered into the Guarantee and Security Agreement dated as of August 7, 2009 (the “Guarantee and Security Agreement”) between the Borrower, the Grantors party thereto and JPMorgan Chase Bank, N.A., as administrative agent (the “Administrative Agent”) in which each Grantor has granted certain interests in favor of the Administrative Agent and the Lenders, as such term is defined in the Term Loan Agreement;

WHEREAS, pursuant to the Guarantee and Security Agreement, each Grantor has agreed with the Administrative Agent to execute this Short-Form United States Intellectual Property Security Agreement; and

WHEREAS, terms defined in the Guarantee and Security Agreement and not otherwise defined herein are used herein as defined therein;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, each Grantor hereby grants to the Administrative Agent, for the benefit of the Secured Parties, as such term is defined in the Term Loan Agreement, according to the terms of the Guarantee and Security Agreement, a security interest in all of its right, title and interest in, to and under all the Trademark Collateral of such Grantor located in the United States of America, together with, among other things, the good-will of the business symbolized by the trademarks, including its respective trademarks listed on the attached Schedule I, and all registrations and pending applications associated therewith, as collateral security for the prompt and complete payment and performance when due of all the Secured Obligations.

Date: August 7, 2009

[signature page follows]

GRANTOR

JOURNAL COMPANY, INC.

By *Gary R. Struening*
Name: Gary R. Struening
Title: Vice President, Finance

STATE OF Pennsylvania
) SS.:
COUNTY OF Bucks)

On the 7th day of August 2009, before me, the undersigned, a notary public in and for said state, personally appeared Gary R. Struening personally known to me or proved to me on the basis of satisfactory evidence to be the individual whose name is subscribed to the within instrument, and acknowledged to me that he/she executed the same in his/her capacity and that by his/her signature on the instrument the individual or the person upon behalf of which the individual acted executed the instrument.

Pauline E. Boyle
Notary Public

[SEAL]

COMMONWEALTH OF PENNSYLVANIA
NOTARIAL SEAL
PAULINE E. BOYLE, Notary Public
Lower Makefield Twp., Bucks County
My Commission Expires August 11, 2010

GRANTOR

HERITAGE NETWORK INCORPORATED

By *Gary R. Struening*
Name: Gary R. Struening
Title: Vice President, Finance

STATE OF Pennsylvania
) SS.:
COUNTY OF Bucks)

On the 7th day of August 2009, before me, the undersigned, a notary public in and for said state, personally appeared Gary R. Struening, personally known to me or proved to me on the basis of satisfactory evidence to be the individual whose name is subscribed to the within instrument, and acknowledged to me that he/she executed the same in his/her capacity and that by his/her signature on the instrument the individual or the person upon behalf of which the individual acted executed the instrument.

Pauline E. Boyle
Notary Public

COMMONWEALTH OF PENNSYLVANIA
NOTARIAL SEAL
PAULINE E. BOYLE, Notary Public
Lower Makefield Twp., Bucks County
My Commission Expires August 11, 2010

[SEAL]

GRANTOR

21ST CENTURY NEWSPAPERS, INC.

By *Gary R. Strueding*
Name: Gary R. Strueding
Title: Vice President, Finance

STATE OF Pennsylvania
) SS.:
COUNTY OF Bucks)

On the 7th day of August 2009, before me, the undersigned, a notary public in and for said state, personally appeared Gary R. Strueding, personally known to me or proved to me on the basis of satisfactory evidence to be the individual whose name is subscribed to the within instrument, and acknowledged to me that he/she executed the same in his/her capacity and that by his/her signature on the instrument the individual or the person upon behalf of which the individual acted executed the instrument.

Pauline E. Boyle
Notary Public

COMMONWEALTH OF PENNSYLVANIA
NOTARIAL SEAL
PAULINE E. BOYLE, Notary Public
Lower Makefield Twp., Bucks County
My Commission Expires August 11, 2010

[SEAL]

GRANTOR

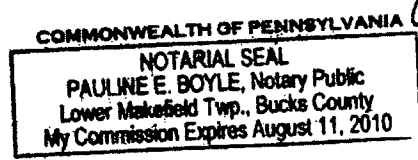
JOURNAL REGISTER COMPANY

By Gary R. Struening
Name: Gary R. Struening
Title: Vice President, Finance

STATE OF Pennsylvania)
) SS.:
COUNTY OF Bucks)

On the 7th day of August 2009, before me, the undersigned, a notary public in and for said state, personally appeared Gary R. Struening, personally known to me or proved to me on the basis of satisfactory evidence to be the individual whose name is subscribed to the within instrument, and acknowledged to me that he/she executed the same in his/her capacity and that by his/her signature on the instrument the individual or the person upon behalf of which the individual acted executed the instrument.

Pauline E. Boyle
Notary Public



[SEAL]

GRANTOR

JOURNAL REGISTER EAST, INC.

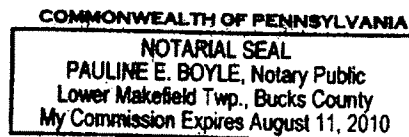
By *Gary R. Struching*
Name: Gary R. Struching
Title: Vice President Finance

STATE OF Pennsylvania
) SS.:
COUNTY OF Bucks)

On the 7th day of August 2009, before me, the undersigned, a notary public in and for said state, personally appeared Gary R. Struching personally known to me or proved to me on the basis of satisfactory evidence to be the individual whose name is subscribed to the within instrument, and acknowledged to me that he/she executed the same in his/her capacity and that by his/her signature on the instrument the individual or the person upon behalf of which the individual acted executed the instrument.

Pauline E. Boyle
Notary Public

[SEAL]



Schedule I

LIST OF TRADE NAMES, TRADEMARKS, SERVICES MARKS, TRADEMARK AND SERVICE MARK REGISTRATIONS AND APPLICATIONS FOR TRADEMARK AND SERVICE MARK REGISTRATIONS¹

I. Journal Company, Inc.

(i) U.S. Registered Trademarks

<u>Mark</u>	<u>Reg. #</u>	<u>Reg. Date</u>
ALLAROUNDPHILLY	2848117	6/1/2004
ALLAROUNDPHILLY ROCKFEST	77/208676	6/18/2007
ALLAROUNDPHILLY.COM	2674285	1/14/2003
BEST OF CONNECTICUT	2499375	10/23/2001
CONNECTICUT HOME & GARDEN	3223982	4/3/2007
CONNECTICUT MAGAZINE	1315722	1/22/1985
THE CONNECTICUT BRIDE	2331480	3/21/2000
THE LITCHFIELD COUNTY TIMES	1229664	3/8/1983
THE WESTCHESTER COUNTY TIMES	2365307	7/4/2000

(ii) U.S. Pending Trademark Applications

<u>Mark</u>	<u>Reg. #</u>	<u>Reg. Date</u>
[None.]		

(iii) State Registered Trademarks

<u>Mark</u>	<u>Reg #</u>	<u>Reg. Date</u>	<u>State</u>
AVON POST (STYLIZED)	22485	11/28/2005	Connecticut
BRANFORD REVIEW	20108	3/24/1997	Connecticut
CLINTON REPORTER	20111	3/24/1997	Connecticut
CONNECTICUT CAREERS (STYLIZED)	21640	10/28/2002	Connecticut
CONNECTICUT'S COUNTY KIDS (STYLIZED)	20562	10/2/1998	Connecticut
ELM CITY NEWSPAPERS	21577	7/16/2002	Connecticut
FAIRFIELD MINUTEMEN (STYLIZED)	22921	7/16/2007	Connecticut
FARMINGTON POST (STYLIZED)	22483	11/25/2005	Connecticut
MINUTEMEN NEWSPAPERS (STYLIZED)	22920	7/16/2007	Connecticut
NEW HAVEN REGISTER (STYLIZED)	21579	7/16/2002	Connecticut
PICTORIAL GAZETTE	20141	4/9/1997	Connecticut
REGIONAL STANDARD (STYLIZED)	22835	3/13/2007	Connecticut
RIVER & SHORE (STYLIZED)	23153	6/11/2008	Connecticut
SHORE LINE NEWSPAPERS	20106	3/24/1997	Connecticut

¹ From Annex 7 to Guarantee and Security Agreement (received on [_____] [____], 2009)

<u>Mark</u>	<u>Reg #</u>	<u>Reg. Date</u>	<u>State</u>
SHORE LINE NEWSPAPERS and Design	22836	3/13/2007	Connecticut
SHORE LINE TIMES	20110	3/24/1997	Connecticut
SHOREVIEW (STYLIZED)	22892	2/23/2007	Connecticut
SIMSBURY POST (STYLIZED)	22484	11/28/2005	Connecticut
STRATFORD BARD (STYLIZED)	22850	4/4/2007	Connecticut
THE ADVERTISER	20142	4/9/1997	Connecticut
THE BRISTOL PRESS	9440	12/16/1997	Connecticut
THE BULLETIN	20109	3/24/1997	Connecticut
THE FARMINGTON VALLEY HERALD	9442	2/14/1984	Connecticut
THE HAMDEN CHRONICLE	20112	3/24/1997	Connecticut
THE POST	20107	3/24/1997	Connecticut
THE REGIONAL EXPRESS (STYLIZED)	22834	3/13/2007	Connecticut
THE WEST HAVEN NEWS	20105	3/24/1997	Connecticut
THOMASTON EXPRESS (STYLIZED)	9441	12/16/1994	Connecticut
TRI-TOWN POST (STYLIZED)	22482	11/25/2005	Connecticut
WALLINGFORD VOICE	21573	7/16/2002	Connecticut
WESTPORT MINUTEMEN (STYLIZED)	22919	7/16/2007	Connecticut

II. Heritage Network Incorporated

(i) U.S. Registered Trademarks

<u>Mark</u>	<u>Reg. #</u>	<u>Reg. Date</u>
HN (STYLIZED)	1484234	4/12/1988

(ii) U.S. Pending Trademark Applications

<u>Mark</u>	<u>Reg. #</u>	<u>Reg. Date</u>
[None.]		

(iii) State Registered Trademarks

<u>Mark</u>	<u>Reg #</u>	<u>Reg. Date</u>	<u>State</u>
[None.]			

III. 21st Century Newspapers Inc.

(i) U.S. Registered Trademarks

<u>Mark</u>	<u>Reg. #</u>	<u>Reg. Date</u>
OAKLAND PRESS	3381698	2/12/2008

(ii) U.S. Pending Trademark Applications

<u>Mark</u>	<u>Reg. #</u>	<u>Reg. Date</u>
[None.]		

(iii) State Registered Trademarks

<u>Mark</u>	<u>Reg #</u>	<u>Reg. Date</u>	<u>State</u>
[None.]			

IV. Journal Register Company

(i) U.S. Registered Trademarks

<u>Mark</u>	<u>Reg. #</u>	<u>Reg. Date</u>
[None.]		

(ii) U.S. Pending Trademark Applications

<u>Mark</u>	<u>Reg. #</u>	<u>Reg. Date</u>
[None.]		

(iii) State Registered Trademarks

<u>Mark</u>	<u>Reg #</u>	<u>Reg. Date</u>	<u>State</u>
CONNECTICUT HOME & GARDENS	6260	5/24/1985	Connecticut
CONNECTICUT MAGAZINE	9421	10/21/1994	Connecticut
CONNECTICUT MAGAZINE (STYLIZED)	22365	5/25/2005	Connecticut

V. Journal Register East, Inc.

(ii) U.S. Registered Trademarks

<u>Mark</u>	<u>Reg. #</u>	<u>Reg. Date</u>
[None.]		

(iv) U.S. Pending Trademark Applications

<u>Mark</u>	<u>Reg. #</u>	<u>Reg. Date</u>
[None.]		

(v) State Registered Trademarks

<u>Mark</u>	<u>Reg #</u>	<u>Reg. Date</u>	<u>State</u>
NORTH HAVEN POST (STYLIZED)	22524	1/23/2006	Connecticut
REGISTRO (STYLIZED)	22525	1/23/2006	Connecticut
SHELTON WEEKLY (STYLIZED)	22523	1/23/2006	Connecticut
THE CURIOUS TOURIST (STYLIZED)	22011	3/26/2004	Connecticut