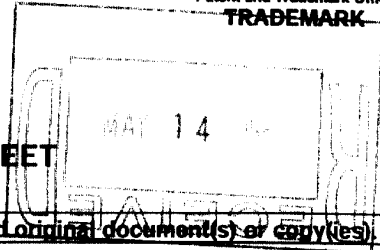


05-20-1998



100715653



RECORDATION FORM COVER SHEET TRADEMARKS ONLY

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

MEBS/14/98

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
Effective Date
Month Day Year
- Merger
- Change of Name
- Other

Conveying Party

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/AKATA

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

05/19/1998 FTR011 0000049 1590229

FOR OFFICE USE ONLY

03 FC:481 40.00 DP
04 FC:482 175.00 DP

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)

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.

Vance Van Petten

Name of Person Signing

Signature

Date Signed

TRADEMARK

REEL: 1727 FRAME: 0587

SCHEDULE A

U.S. REGISTRATIONS:

<u>Trademark</u>	<u>Reg. No.</u>	<u>Reg. Date</u>
HERCULES THE LEGENDARY JOURNEYS	2,067,474	6-3-97
JERRY SPRINGER	1,823,330	2-22-94
SALLY	1,808,094	11-30-93
SALLY Face Design	1,590,220	4-3-90
SALLY JESSE RAPHAEL	1,808,095	11-30-93

U.S. APPLICATIONS:

<u>Trademark</u>	<u>Serial No.</u>	<u>Date Filed</u>
XENA: WARRIOR PRINCESS	74-687,975	6-7-95
HERCULES: THE LEGENDARY JOURNEYS	74-524,230	5-12-94
FINAL THOUGHT	75-340,511	8-13-97

SCHEDULE B

FOREIGN APPLICATIONS:

<u>Country</u>	<u>Trademark</u>	<u>App. No.</u>	<u>App. Date</u>
Greece	HERCULES	130897	10-3-96

TRADEMARK ASSIGNMENT

WHEREAS, Universal Television Enterprises, Inc., a Delaware corporation located and doing business at 100 Universal City Plaza, Universal City, California 91608 (hereinafter "Assignor"), is the owner of all right, title and interest in and to the trademarks and the applications and registrations therefor as set forth on Schedules A and B attached hereto (the "Trademarks"); and

WHEREAS, New-U Distribution LLC, a Delaware limited liability company, located and doing business at 100 Universal City Plaza, Universal City, California 91608 (hereinafter "Assignee") wishes to acquire all right, title and interest in and to the aforementioned Trademarks, the goodwill of the business symbolized thereby, and the applications and registrations therefor;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor hereby assigns to Assignee ownership of all right, title and interest in and to the Trademarks, the goodwill of the business symbolized thereby, and the applications and registrations therefor.

With respect to HERCULES: THE LEGENDARY JOURNEYS, Serial No. 74-524,230 and XENA: WARRIOR PRINCESS, Serial No. 74-687,975, Assignor and Assignee hereby acknowledge that Assignee is a "successor to the business of Assignor, or portion thereof, to which such marks pertain" and that such business is "ongoing and existing" within the meaning of Section 10 of the Lanham Act, 15 U.S.C. Section 1060, such that the foregoing intent-to-use applications are properly assignable to Assignee before filing of the verified Statements of Use pertaining thereto.

In testimony whereof, the undersigned has executed this instrument at Universal City, California, this 11 day of February, 1998.

UNIVERSAL TELEVISION ENTERPRISES, INC.

By: *Aimee BA*

Title: Assistant Secretary

CALIFORNIA ALL-PURPOSE ACKNOWLEDGMENT

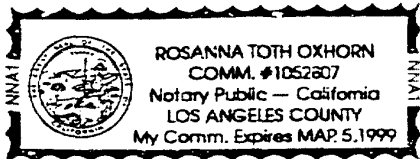
State of California

County of Los Angeles

On February 11, 1998 before me, Rosanna Toth Oxhorn, Notary Public
Date Name and Title of Officer (e.g., "Jane Doe, Notary Public")

personally appeared Anne B Nielsen
Name(s) of Signer(s)

personally known to me – OR – proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.



WITNESS my hand and official seal.
Rosanna Toth Oxhorn
Signature of Notary Public

OPTIONAL

Though the information below is not required by law, it may prove valuable to persons relying on the document and could prevent fraudulent removal and reattachment of this form to another document.

Description of Attached Document

Title or Type of Document: Trademark Assignment - New-U. Distribution LLC

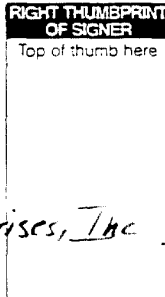
Document Date: February 11, 1998 Number of Pages: Three

Signer(s) Other Than Named Above: None

Capacity(ies) Claimed by Signer(s)

Signer's Name: Anne B. Nielsen

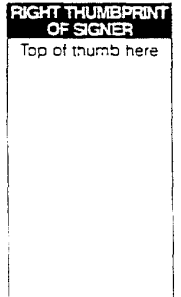
- Individual
- Corporate Officer
Title(s): Assist. Secretary
- Partner — Limited General
- Attorney-in-Fact
- Trustee
- Guardian or Conservator
- Other: _____



Signer Is Representing:
Universal Television Enterprises, Inc

Signer's Name: _____

- Individual
- Corporate Officer
Title(s): _____
- Partner — Limited General
- Attorney-in-Fact
- Trustee
- Guardian or Conservator
- Other: _____



Signer Is Representing:
