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U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

Tab settings ⇨ ⇨ ⇨ ▼

To the Honorable Commissioner of P ... record the attached original documents or copy thereof.

1. Name of conveying party(ies):

THE CHASE MANHATTAN BANK
(formerly known as Chemical Bank)
270 Park Avenue
New York, New York 10017

☐ Individual(s) ☐ Association
☐ General Partnership ☐ Limited Partnership
☐ Corporation-State
☒ Other New York Banking Corporation

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

2. Name and address of receiving party(ies):

Name: The Baywatch Production Company

Internal Address: 5433 Beethoven Street

Street Address:

City: Los Angeles State: CA ZIP: 90066

☐ Individual(s) citizenship
☐ Association
☐ General Partnership
☐ Limited Partnership
☒ Corporation-State California
☐ Other

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

3. Nature of conveyance:

☐ Assignment ☐ Merger
☒ Security Agreement ☐ Change of Name
☐ Other

Execution Date: November 30, 1977

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

A. Trademark Application No.(s)

74/198939 74/573429 74/604688
74/233261 74/573810 74/685958
74/229686 74/573426 74/619387
74/573428 74/573427 74/619389

B. Trademark registration No.(s)

1696583 1913228 1924352
1737788 1943067 1924665
1735811 1964322

Additional numbers attached? ☒ Yes ☐ No

TRADEMARK MAILROOM REC'D
MAY 22 1998
US PATENT & TRADEMARK OFFICE
70

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

Name: Peter M. Eichler, Esq.

Internal Address: Troop, Meisinger, Steuber & Pasich

10940 Wilshire Blvd., 8th Floor

Street Address:

City: Los Angeles State: CA ZIP: 90024

6. Total number of applications and registrations involved: 34

7. Total fee (37 CFR 3.41): $ 865.00

☒ Enclosed
If insufficient, then
☒ Authorized to be charged to deposit account

8. Deposit account number:
20-1500

(Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

06/16/1998 SSMITH 00000026 74198939
01 FC:481 40.00 OP
02 FC:482 825.00 OP

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.

Jimmye B. Smith — Jimmye B. Smith — May 22, 1998
Name of Person Signing — Signature — Date

Total number of pages comprising cover sheet: 2

TRADEMARK
REEL: 1741 FRAME: 0498

Trademark Application Nos.

74/619390
74/619395
74/619393
74/619392
74/619391
74/619388
74/626758
74/619397
74/619396
74/619398
74/619888
75/031607
74/619889
75/109570

TERMINATION OF TRADEMARK INTEREST

This TERMINATION OF TRADEMARK INTEREST is executed as of November 30, 1997 by The Chase Manhattan Bank (the "Agent"), with reference to the Amended and Restated Credit, Security, Guaranty and Pledge Agreement dated as of April 13, 1995, as amended and restated as of October 23, 1996 (as amended; the "Credit Agreement") among (among others) All American Communications Inc. (the "Company") as Borrower, the Lenders named therein and The Chase Manhattan Bank as Agent (the "Agent").

Pursuant to the Credit Agreement, the Company and/or its subsidiaries executed and delivered to the Agent Trademark Security Agreements (Registrations) and Trademark Security Agreements (Applications) which were recorded with the United States Patent and Trademark Office and the various other documents listed on Schedule 1 hereto (the "Assignments").

For good and valuable consideration, receipt of which is hereby acknowledged, the Agent hereby:

(a) terminates the Assignments;

(b) releases the liens and security interests granted to it in and on the property referred to in the Assignments and listed on Schedule 2 hereto (the "Property") and acknowledges, agrees and confirms that it has no right, title or interest in or to (or security interest in) the Property; and

(c) to the extent the Agent shall be deemed to have any right, title or interest in the Property, retransfers and reassigns to the Company (or the relevant subsidiary) all of such right, title and interest.

This Termination of Trademark Interest shall be governed by the laws of the State of New York and shall relate solely to the Assignments and shall in no way be construed as relating to any other interest in the Property which the Agent may have.

IN WITNESS WHEREOF, the undersigned has caused this Termination of Trademark Interest to be executed by its duly authorized officer as of the date first written above.

THE CHASE MANHATTAN BANK
(formerly known as Chemical Bank)

By: D. Staples
Name: DAVID G. STAPLES
Title: VICE PRESIDENT

NY02A/179699.1

STATE OF NY)
: ss.:
COUNTY OF NY)

On the 25 day of February, 1998, before me personally came David G. Stapler to me known, who, being by me duly sworn, did depose and say that he/she is the Vice President of The Chase Manhattan Bank, the banking corporation described in and which executed the foregoing instrument.

Kan Louie
Notary Public

KAN LOUIE
Notary Public, State of New York
No. 24-5004282
Qualified in Kings County
Certificate Filed in New York County
Commission Expires 11-16-98

NYC2A/179695.1

Schedule 1

Assignments:

1. Trademark Security Agreement dated April 13, 1995 by All American Communications, Inc., The Baywatch Production Company, The Baywatch Nights Production Company, All American Fremantle International, Inc., All American Productions, Inc., All American Television, Inc., All American Television Production, Inc., All American FDF Holdings, Inc., LBS Communications, Inc., The Malibu Branch Production Company, Santa Monica Sound Recorders, Scotti Brothers Entertainment Industries, Inc., Scotti Brothers Records, Inc., and Talbot Television Limited (severally and collectively as "Pledgor").

   Date Recorded: April 19, 1995
   Reel/Frame: 1336/368

2. Trademark Security Agreement dated October 23, 1996 by All American Communications, Inc..

   Date Recorded: December 11, 1996
   Reel/Frame: 1536/0893

3. Trademark Security Agreement dated October 23, 1996 by All American Communications, Inc..

   Date Recorded: December 11, 1996
   Reel/Frame: 1536/0918

4. Trademark Security Agreement dated October 23, 1996 by All American Communications, Inc..

   Date Recorded: December 11, 1996
   Reel/Frame: 1536/0927

REGISTERED TRADEMARKS

United States Trademark Registrations

Mark	Registration Number	Registration Date
Rock 'N' Roll Records and Design	1,622,146	November 13, 1990
Scotti Bros.	1,480,538	March 15, 1988
BAYWATCH	1,696,583	June 23, 1992
BAYWATCH (and design)	1,737,788	December 1, 1992
(tower design only)	1,735,811	November 24, 1992

[continued on next page]

TRADEMARK
REEL: 1741 FRAME: 0503

FILED TRADEMARKS

United States Trademark Filings

Mark	Filing Number	Filing Date
BAYWATCH LIFEGUARD (and design)	74/198939	August 28, 1991
BAYWATCH (and design)	74/233261	December 23, 1991
BAYWATCH (and design)	74/229686	December 12, 1991
BAYWATCH	74/573428	September 14, 1994
BAYWATCH (and design)	74/573429	September 14, 1994
(tower design only)	74/573810	September 15, 1994
BAYWATCH	74/573426	September 14, 1994
BAYWATCH (and design)	74/573427	September 14, 1994
BAYWATCH (writstwatches only)	74/604688	December 16, 1994

NY02/165963.4

TRADEMARK
FILINGS
BAYWATCH PRODUCTION COMPANY

Mark	Class	Application Number	Application Date
1-800-Baywatch	41	74/685958	6/8/95
Baywatch	03	74/619387	1/4/95
	05	74/619389	1/4/95
	09	74/573428	9/14/94
	12	74/619390	1/4/95
	14	74/619395	1/4/95
	18	74/619393	1/4/95
	20	74/619392	1/4/95
	21	74/619391	1/4/95
	24	74/619388	1/4/95
	25	74/626758	1/30/95
	28	74/573426	9/14/94
	29	74/619397	1/4/95
	30	74/619396	1/4/95
	32	74/619398	1/4/95
	42	74/619888	1/9/95
	42	75/031607	12/12/95
Baywatchers	42	74/619889	1/9/95

Mark	Class	Application Number	Application Date
Tower Logo	03		5/21/96
	09	74/573810	9/15/94

TRADEMARK
APPLICATION

Mark	Class	Application number	Application Date
"A" Logo	09	74/631102	2/7/95

S2-5

TRADEMARKS
REGISTRATIONS

Mark	Owners	Class	Reg. Number	Reg. Date
Baywatch	Baywatch Production Company	14	1913228	8/22/95
		41	1696583	6/23/92
Baywatch & Design	Baywatch Production Company	16	1943067	12/19/95
		25	1924665	10/03/95
		41	1737788	12/01/92
Baywatch Lifeguard & Design	Baywatch Production Company	25	1964352	3/26/96
Tower Logo	Baywatch Production Company	41	1735811	11/24/92
Rock 'N Roll Records	All American Music Group	09	1622146	11/13/90
Scotti Bros.	All American Music Group	09	1127465	12/11/79
Streetlife	All American Music Group	09	1916049	9/05/95