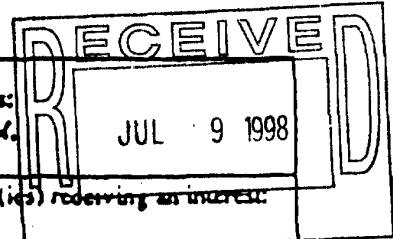


MRD 79-98

07-20-1998



TRADEMARKS ONLY

To the Honor
Please record



100767561

emarks:
thereof.

JUL 9 1998

1. Name of Party(ies) conveying an interest:
VIDEO JUKEBOX NETWORK, INC.

Entity:
 Individual(s) Association
 General Partnership Limited Partnership
 Corporation-State Florida
 Other _____

2. Name and Address of Party(ies) receiving an interest:
Name: THE BOX WORLDWIDE, INC.
Internal Address: _____
Street Address: 1221 Collins Avenue
City: Miami Beach
State: Florida Zip: 33139
Entity:
 Individual Association
 General Partnership Limited Partnership
 Corporation-State Florida
 Other _____
 Citizenship _____

3. Interest Conveyed:
 Assignment Change of Name
 Security Agreement Merger
 Other _____

If not domiciled in the United States, a domestic representative designation is attached:
 Yes
 No
(The attached document must not be an assignment)

4. Application number(s) or registration number(s). Additional sheet attached? Yes No
 A. Trademark Application No.(s)
 75/030748
 75/031205

B. Trademark Registration No.(s)
 1,780,899 2,002,340
 1,787,636 2,004,197
 1,838,507 2,040,120
 1,903,062 2,054,432
 1,980,473

5. Name and address of party to whom correspondence concerning document should be mailed:
 Name: Eugene V. Handy, Jr.
 Internal Address: _____
 Street Address: P O Box 52
 City: Sparkill
 State: New York Zip: 10976

6. Number of applications and registrations involved:
 Eleven (11)

7. Amount of fee enclosed or authorized to be collected:
 \$440.00

8. Deposit account number (Attach duplicate copy of this form if paying by deposit account):

07/20/1998 BNGUYEN 00000028 1780099 DO NOT USE THIS SPACE

01 FC:481 40.00 DP
 02 FC:482 250.00 DP

9. Date of execution of attached document February 20, 1997

10. I declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct. Executed on:
June 30 1998
 Date
Eugene V. Handy, Jr.
 Signature Name of Person Signing

Return Ref: 07/20/1998 BNGUYEN 00000028
 CHECK Refund To: 0286

State of Florida



Department of State

I certify the attached is a true and correct copy of the Articles of Amendment, filed on February 21, 1997, for VIDEO JUKEBOX NETWORK, INC. changing its name to THE BOX WORLDWIDE, INC., a corporation organized under the laws of the State of Florida, as shown by the records of this office.

The document number of this corporation is H75052.

Given under my hand and the
Great Seal of the State of Florida
at Tallahassee, the Capitol, this the
Eighteenth day of June, 1998



CR2EO22 (2-95)

Sandra B. Northam

Sandra B. Northam
Secretary of State