

08-13-1998

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06-29-1998

To: Commissioner of Pat



Attached original documents or copy thereof.

1. Name of conveying party(ies):

100794376

Time Warner Entertainment Company, L.P.

Name: ParentTime L.L.C.

Internal Address:

Street Address: 1271 Avenue of the Americas

City: New York State: NY ZIP: 10020

- Individual(s)
- General Partnership
- Corporation-State
- Other
- Association
- Limited Partnership of Delaware

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State
- Other limited liability company of Delaware

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

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:

MRD 6-29-98

- Assignment
- Security Agreement
- Other
- Merger
- Change of Name

Execution Date: May 22, 1998

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

A. Trademark Application No.(s)

B. Trademark registration No.(s)

2,100,227

Additional numbers attached? Yes No

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

Name: Paul A. Lee

Internal Address: Trademark Administration
Manager

Time Warner Inc.

Street Address: 75 Rockefeller Plaza

City: New York State: NY ZIP: 10019

6. Total number of applications and registrations involved:

1

7. Total fee (37 CFR 3.41): \$ 40.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

20-1112

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

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DO NOT USE THIS SPACE

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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.

Paul A. Lee

Name of Person Signing

Signature

June 25, 1998

Date

Total number of pages comprising cover sheet:

TRADEMARK

REEL: 1767 FRAME: 0435

ASSIGNMENT

This Assignment is made this 22nd day of May, 1998, by and between Time Warner Entertainment Company, L.P. (a Delaware limited partnership) ("Assignor") and ParentTime L.L.C. (a Delaware limited liability company) ("Assignee").

WHEREAS, Assignor has adopted the following mark (the "Mark") and secured the following service mark registration:

<u>MARK</u>	<u>REG. NO.</u>	<u>REG. DATE</u>
PARENTTIME	2,100,277	September 23, 1997

WHEREAS, Assignee is desirous of acquiring the Mark and the registration therefor;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor does hereby assign unto Assignee all its right, title and interest in and to the Mark and the registration therefor, together with the goodwill of the business symbolized by the Mark and the registration therefor and including all rights to sue and recover for past infringement of the Mark and the registration therefor.

Signed as a sealed instrument.

TIME WARNER ENTERTAINMENT COMPANY, L.P.

By:  Dated: May 22, 1998
Name: Andra D. Sanders
Title: Assistant Secretary

PARENTTIME L.L.C

By:  Dated: May 22, 1998
Name: Julie R. Fenster
Title: General Manager