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12-15-1998

U.S. Department of Commerce
Patent and Trademark Office
TRADEMARK



12-11-98

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

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
 - Merger Change of Name
 - Other _____
- Effective Date
Month Day Year
03011998

Conveying Party

Mark if additional names of conveying parties attached

Name Execution Date
Month Day Year
03011998

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/AK/A/T/A

Composed of

Address (line 1)

Address (line 2)

Address (line 3)
City State/Country Zip Code

- Individual General Partnership Limited Partnership 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.)
- Corporation Association
- Other
- Citizenship/State of Incorporation/Organization

12/15/1998 SSMITH 00000031 75001553

FOR OFFICE USE ONLY

01 FC:481 40.00 OP
02 FC:482 25.00 OP
03 FC:484 120.00 OP

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Mail documents to be recorded with required cover sheet(s) information to:
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TRADEMARK
REEL: 1779 FRAME: 0053

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)		
<input type="text" value="75001553"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="2041744"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>

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

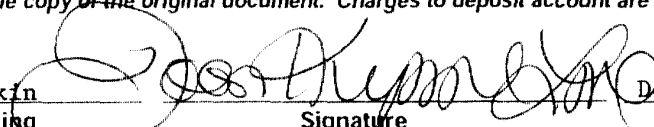
No

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.

Joan Kupersmith Larkin

Name of Person Signing



Signature

December 9, 1998

Date Signed

SHORT-FORM ASSIGNMENT

This Short-Form Assignment ("Assignment") is entered into between FOX KIDS WORLDWIDE, INC. ("Assignor") and SABAN ENTERTAINMENT, INC. ("Assignee"), with respect to the animated television series presently entitled "Spy Dogs" ("Work").

For good and valuable consideration, the receipt and adequacy of which is hereby acknowledged, Assignor hereby assigns, transfers and sets over to Assignee, its successors and assigns, all right, title and interest in and to the Work and all elements, parts, characters, characterizations or character names therein, either alone or in conjunction with the work, throughout the "Territory" during the "Term", including without limitation; the exclusive right to distribute and otherwise exploit the Work in any and all media (whether now known or hereafter devised), including, without limitation, by means of theatrical, non-theatrical, television and home video rights; all ancillary rights, including all forms of merchandising; any and all proprietary rights; any and all causes of action for infringement of the same, past, present and future; and all the proceeds from the foregoing. For the purposes hereof, the following terms shall have the indicated meanings:

"Territory" - United States

"Term" - In perpetuity

Assignor hereby agrees to obtain or cause to be obtained renewals of all United States copyrights and/or trademarks in and to said Work, whether or not referred to herein, and hereby assigns said rights under said renewal copyrights and/or trademarks to Assignee. Should the Assignor fail to do any of the foregoing, the Assignor hereby appoints Assignee as attorney-in-fact, with full and irrevocable power and authority to execute, register and record all such documents, in the name of and on behalf of the undersigned, as Assignee may deem necessary or proper in the premises to accomplish the same (which appointment is coupled with an interest and is irrevocable).

Executed as of March 1, 1998.

FOX KIDS WORLWIDE, INC.

By: 
Mel Woods, President