

ASSIGNMENT OF SERVICE MARK

This Assignment made this 19th day of November, 1998, between BLACKSTONE ENTERTAINMENT, LLC, (formerly known as LMW LLC) a Massachusetts limited liability company with a principal place of business at 36 Bay State Road, Cambridge, Massachusetts 02132 ("Assignor") to DLC CORP., a Delaware corporation with a principal place of business at 650 Madison Avenue, 16th Floor, New York New York 10022 ("Assignee").

WHEREAS, Assignor has adopted, has used and is using NEXT® as a service mark ("Mark") and is the owner of the registration of the Mark with the U.S. Patent and Trademark Office; and

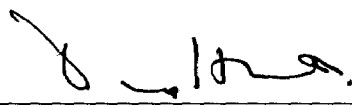
WHEREAS, Assignee is desirous of acquiring the Mark and the registration thereof;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is acknowledged, Assignor hereby transfers, conveys and assigns to Assignee all of its right, title, and interest in and to the Mark, together with:

- a. the registration of the Mark, registered by the U.S. Patent and Trademark Office, Registration No. 2,201,621 on November 3, 1998; and
- b. all common law trademark rights in and to the Mark; and
- c. the goodwill of the business symbolized by or associated with the Mark, and the registration thereof; and
- d. the right to sue and recover for, and the right to profits and damages due or accrued arising out of or in connection with, any and all past, present or future infringement or dilution of or damage or injury to the Mark or the registration thereof or such associated goodwill.

IN WITNESS WHEREOF, the Assignor has executed this Assignment to take effect as an instrument under seal as of the date first written above.

BLACKSTONE ENTERTAINMENT, LLC

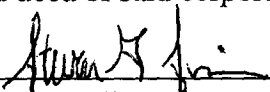
By: 
Donald F. Law, Jr., Manager

COMMONWEALTH OF MASSACHUSETTS

Middlesex, ss.

November 19, 1998

On this 19th day of November, 1998, before me appeared Donald F. Law, Jr., to me personally known, who being by me duly sworn, did say that he is a Manager of Blackstone Entertainment, LLC., and that said instrument was signed and sealed in behalf of said corporation, and said Donald F. Law, Jr. acknowledged said instrument to be the free act and deed of said corporation.


Notary Public
My Commission Expires: 8/20/04

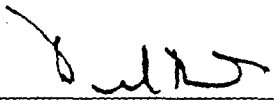
FILED
DEC 12 1997
SECRETARY OF THE COMMONWEALTH
CORPORATIONS DIVISION

**CERTIFICATE OF AMENDMENT
TO THE
CERTIFICATE OF ORGANIZATION
OF
LMW LLC**

Pursuant to the provisions of Chapter 156C, Section 13 of the Massachusetts Limited Liability Company Act (the "Act"), the undersigned hereby certifies as follows:

1. The name of the limited liability company is LMW LLC (the "LLC").
2. The date of filing of the Certificate of Organization of the LLC is September 30, 1997.
3. Certificate of Organization is hereby amended as follows:
 - (a) The name of the LLC is hereby changed to **Blackstone Entertainment, LLC**.

IN WITNESS WHEREOF, the undersigned hereby affirms under the penalties of perjury that the facts stated herein are true, this 10 day of December, 1997.



Donald F. Law, Jr., Manager

Execution of Documents. The Manager is solely authorized to execute any documents to be filed with the Secretary of State of the Commonwealth of Massachusetts.

Execution of Documents Relating to Real Property. The Manager is solely authorized to execute, acknowledge, deliver and record on behalf of the LLC any recordable instrument purporting to affect an interest in real property, whether to be recorded with a registry of deeds or with a district office of the Land Court.

Certified to be a true copy.
Kassler & Lauer, PC
By: 