

02-22-1999



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2/5/99



RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

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

Conveying Party

Mark if additional names of conveying parties attached

Execution Date
Month Day Year

Name

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/AKA/TA

Composed of

Address (line 1)

1690E

Address (line 2)

Address (line 3)

City

State/Country

Zip Code

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

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.)

FOR OFFICE USE ONLY

02/19/1999 JSHABAZZ 00000055 73568492

01 FC:481
02 FC:482

40.00 OP
1650.00 OP

Public burden reporting for this collection of information is estimated to average approximately 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and gathering the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Information Officer, Washington, D.C. 20231 and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction Project (0651-0027), Washington, D.C. 20503. See OMB Information Collection Budget Package 0651-0027, Patent and Trademark Assignment Practice. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS ADDRESS.

Mail documents to be recorded with required cover sheet(s) information to:
Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20231

TRADEMARK
REEL: 1849 FRAME: 0775

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="73"/>	<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"/>	<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

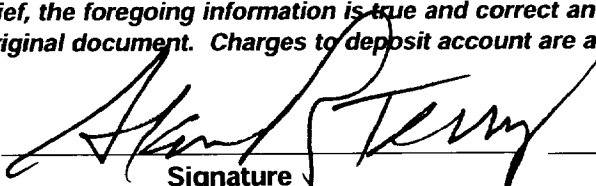
No

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.

Alan R. Terry

Name of Person Signing



Signature

2-2-99

Date Signed

US Trademark Applications/Registrations in the name of CNN

App. No.	Mark
73568492	MONEYWEEK
73609226	NEWSBEAM (AND DESIGN)
73609267	HEADLINE NEWS (STYLIZED)
73829898	CNN (STYLIZED)
74077633	EARLYPRIME
74215001	PINNACLE
74512561	SHOWBIZ TODAY (AND DESIGN)
74554126	TALKBACK LIVE
74601964	CNN AT WORK
74672605	MONEYLINE
74672624	CAPITAL GANG
74672625	INSIDE POLITICS
74697049	BURDEN OF PROOF
74709142	CNN IMAGESOURCE
74728051	CNNFN
74728052	CNNFN
74728128	CNNFN
75014671	CNNFN FINANCIAL NETWORK
75016363	CNNFN FINANCIAL NETWORK
75020337	BUSINESS UNUSUAL
75035650	IT'S ONLY MONEY
75035651	WHO'S IN CHARGE
75035652	BEFORE HOURS
75035653	WASHINGTON UNWRAPPED
75035903	TAKE IT PERSONALLY
75037356	STREET SWEEP
75037357	IN THE GAME
75060585	ALL POLITICS
75089228	CNNSI.COM
75117594	CNNSI
75141320	CNNSI THE SPORTS NEWS NETWORK
75148112	GRAPEVINE
75154266	CNNSI
75180137	DIGITAL JAM
75180139	MEDIA SHOW
75180595	MOST TOYS
75181069	VIRTUAL PAGER
75193734	RESERVATIONDESK.COM

US Trademark Applications/Registrations in the name of CNN

App. No.	Mark
75208885	THE AMERICAN EDGE
75212533	TRADING PLACES
75212546	TRADING PLACES
75265785	THE WORLD'S NEWS LEADER
75303388	CNN CUSTOM NEWS
75335534	OUR PLANET
75335535	CNN RADIO NOTICIAS (STYLIZED)
75341499	EARTH MATTERS
75341630	CNN EN ESPANOL
75341693	INSIDE BUSINESS
75341694	HEADLINE NEWS
75341695	ON THE MENU
75341781	YOUR MONEY
75370987	CNN NEWSOURCE
75389838	CNN IN INTERACTIVE (STYLIZED)
75395560	ROAD WARRIORS
75399887	CNNEWSSTAND
75400138	CNN PERSPECTIVES
75417436	NEWSNIGHT
75419067	WORLD BEAT
75419075	THE ARTCLUB
75423505	CNN VIDEOVAULT
75423675	CNN VIDEOSELECT
75430840	GLOBAL VIEW
75430899	INSIGHT
75431310	PARENTING TODAY
75433094	CNN AUDIOSELECT
75462973	PERFECT ROTATION
75536975	CNN SB

State of Delaware
Office of the Secretary of State PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"CABLE NEWS NETWORK, INC.", A GEORGIA CORPORATION,
WITH AND INTO "LOUISE, LLC" UNDER THE NAME OF "LOUISE, LLC",
A LIMITED LIABILITY COMPANY ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE THIRTIETH DAY OF DECEMBER, A.D. 1998, AT 9 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE THIRTY-FIRST DAY OF DECEMBER, A.D. 1998.



A handwritten signature in cursive script that reads "Edward J. Freel".

Edward J. Freel, Secretary of State

2985290 8100M

981508291

AUTHENTICATION:

9496592

DATE:

12-30-98

TRADEMARK

REEL: 1849 FRAME: 0779

**CERTIFICATE OF MERGER
OF
CABLE NEWS NETWORK, INC.
(a Georgia corporation)
WITH AND INTO
LOUISE, LLC
(a Delaware limited liability company)**

Pursuant to the provisions of Section 18-209 of the Delaware Limited Liability Company Act (the "Act"), Louise, LLC, a limited liability company organized and existing under the laws of the State of Delaware ("LLC"), hereby executes the following Certificate of Merger:

1. LLC is a limited liability company organized and existing under the laws of the State of Delaware. Cable News Network, Inc. ("INC") is a corporation organized and existing under the laws of the State of Georgia.

2. An Agreement and Plan of Merger and Reorganization ("Plan of Reorganization"), dated as of December 30, 1998, setting forth the terms and conditions of the merger of INC with and into LLC (the "Merger"), has been approved and executed by each domestic limited liability company or other business entity which is a constituent entity

3. The surviving entity in the Merger shall be LLC (the "Surviving Entity").

4. The Merger shall become effective as of 11:30 P.M. on December 31, 1998

5. An executed copy of the Plan of Reorganization is on file at the Surviving Entity's place of business at the following address:

Louise, LLC
One CNN Center
Atlanta, Georgia 30303

6. A copy of the Plan of Reorganization will be furnished by the Surviving Entity, on request and without cost, to any member of any domestic limited liability company or any person holding an interest in any other business entity which is a constituent entity.

IN WITNESS WHEREOF, this Certificate of Merger has been duly executed as of the 30th day of December, 1998, and is being filed in accordance with Section 18-209 of the Act by an authorized person of the Surviving Entity.

LOUISE, LLC

By: 

Name: Wayne Goodman

Its: Authorized Officer

Secretary of State
Corporations Division
Suite 315, West Tower
2 Martin Luther King Jr. Dr.
Atlanta, Georgia 30334-1530

DOCKET NUMBER : 983640898
CONTROL NUMBER: 7905550
EFFECTIVE DATE: 12/31/1998
REFERENCE : 0077
PRINT DATE : 12/30/1998
FORM NUMBER : 411

ALSTON & BIRD, LLP
MARGARET J. BERRIDGE
ONE ATLANTIC CENTER
1201 WEST PEACHTREE ST.
ATLANTA, GEORGIA 30309-3424

CERTIFICATE OF MERGER

I, Lewis A. Massey, the Secretary of State of the State of Georgia, do hereby issue this certificate pursuant to Title 14 of the Official Code of Georgia annotated certifying that articles or a certificate of merger and fees have been filed regarding the merger of the below entities, effective as of the date shown above. Attached is a true and correct copy of the said filing.

Surviving Entity:

LOUISE, LLC, a Delaware limited liability company

Nonsurviving Entity/Entities:

CABLE NEWS NETWORK, INC., a Georgia corporation



Lewis A. Massey

Lewis A. Massey
Secretary of State

TRADEMARK
REEL: 1849 FRAME: 0782

**CERTIFICATE OF MERGER
OF
CABLE NEWS NETWORK, INC.
(a Georgia corporation)
WITH AND INTO
LOUISE, LLC
(a Delaware limited liability company)**

Pursuant to the provisions of Sections 14-2-1105 and 14-1109 of the Georgia Business Corporation Code, as amended (the "Code"), Louise, LLC, a limited liability company organized and existing under the laws of the State of Delaware ("LLC"), hereby executes the following Certificate of Merger:

1. LLC is a limited liability company organized and existing under the laws of the State of Delaware. Cable News Network, Inc. ("INC") is a corporation organized and existing under the laws of the State of Georgia.

2. Pursuant to an Agreement and Plan of Merger and Reorganization (the "Plan of Reorganization"), dated as of December 30, 1998, INC will merge (the "Merger") with and into LLC and LLC will be the surviving entity (the "Surviving Entity") in the Merger.

3. The Certificate of Formation and Operating Agreement of LLC immediately prior to the Merger shall be the Certificate of Formation and Operating Agreement of the Surviving Entity.

3. The executed Plan of Reorganization is on file at the Surviving Entity's principal place of business located at One CNN Center, Atlanta, Georgia 30303.

4. A copy of the Plan of Reorganization will be furnished by the Surviving Entity, on request and without cost, to any shareholder of any corporation that is a party to the merger and to any member of LLC.

5. The Plan of Reorganization was duly authorized and approved by the shareholders of INC and by the board of managers of LLC in accordance with its governing documents and applicable law.

6. The Merger shall be effective as of 11:30 P.M. on December 31, 1998.

7. A request for publication of a notice of filing the Certificate of Merger and payment therefor will be made as required by Section 14-2-1105.1(b) of the Code.

IN WITNESS WHEREOF, LLC has caused this Certificate of Merger to be executed in its name by a duly authorized person as of the 30th day of December, 1998.

LOUISE, LLC

By: _____



Name: Wayne Goodman

Its: Authorized Officer

DEC 30 10 40 AM '98

SECRETARY OF STATE

EXPRESS MAIL CERTIFICATE

"EXPRESS MAIL" MAILING LABEL NUMBER EM067714180US

DATE OF DEPOSIT February 5, 1999

TYPE OF DOCUMENT Merger Recordation

I HEREBY CERTIFY THAT THIS PAPER OR FEE IS BEING DEPOSITED WITH THE UNITED STATES POSTAL SERVICE "EXPRESS MAIL POST OFFICE TO ADDRESSEE" SERVICE UNDER 37 CFR 1.10 ON THE DATE INDICATED ABOVE, BY BEING HANDED TO A POSTAL CLERK OR BY BEING PLACED IN THE EXPRESS MAIL BOX BEFORE THE POSTED DATE OF THE LAST PICKUP, AND IS ADDRESSED TO THE ASSISTANT COMMISSIONER OF TRADEMARKS, 2900 CRYSTAL DRIVE, ARLINGTON, VIRGINIA 22202-3513.

Glenda O. Pearson

(TYPED OR PRINTED NAME OF PERSON MAILING PAPER OF FEE)



(SIGNATURE OF PERSON MAILING PAPER OR FEE)



CNN Administration
(404) 827-4592

DATE	CHECK NO.
01/21/99	237712

One CNN Center
Atlanta, GA 30348-5366

BU-2210 IN-0000006882

DATE	INVOICE/CREDIT MEMO	TYPE	DESCRIPTION	GROSS	DISCOUNT	NET
01/14/99	11499			1,690.00	0.00	1,690.00
TOTAL				\$1,690.00	\$0.00	\$1,690.00

THE ATTACHED CHECK IS IN PAYMENT FOR THE ITEMS DESCRIBED ABOVE.

TRADEMARK
REEL: 1849 FRAME: 0786



TURNER BROADCASTING SYSTEM, INC.
ONE CNN CENTER, Box 105366, Atlanta, GA 30348-5366
(404) 827-1700



NANCY M. JONES
Trademark Administrator
Telephone: (404) 827-3602
Telecopy: (404) 827-1995
Nancy.Jones@Turner.com

02-05-1999

U.S. Patent & TMO/c/TM Mail Rcpt Dt. #54

February 5, 1999

VIA EXPRESS MAIL #EMO67714180US

Commissioner of Patents and Trademarks
Box Assignments
Washington, DC 20231

Dear Sir:

We respectfully wish to record the change of the name of Cable News Network, Inc. to Louise, LLC in the records of the Trademark Office.

To this end, we enclose:

1. A Recordation Form Cover Sheet;
2. A check in the amount of \$1690.00, recordation fee;
3. Certificates from the Secretaries of State of Georgia and Delaware;
4. A list of the marks; and
5. An Express Mail Certificate.

Please do not hesitate to call me at (404) 827-3602 should you have any questions. Thank you for your prompt attention to this matter.

Very truly yours,

Nancy M. Jones

NMJ/gp

Enclosures

cc: David C. Kohler, Esq. (w/o enclosures)
Monica Valencia Franklin, Esq. (w/o enclosures)

A Time Warner Company

103065

TBS • CNN • HEADLINE NEWS • TNT • ATLANTA BRAVES • CARTOON NETWORK
ATLANTA HAWKS • CASTLE ROCK ENTERTAINMENT • NEW LINE CINEMA • TCM



RECORDED: 02/05/1999

TRADEMARK
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