

OMB No. 0651 0011 (exp. 4/94)

Tax settings

To the Honorable Commr.



100990024

attached original documents or copy thereof.

address of receiving party(ies)

1. Name of conveying party(ies)

WEI Entertainment, Inc.

Name: WEI of Delaware II, Inc.

Internal Address: Suite 1704

Street Address: 300 Delaware Avenue

City: Wilmington State: DE ZIP: 19801

- Individual(s)
- General Partnership
- Corporation-State (New Jersey)
- Other

- Association
- Limited Partnership

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

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

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
(Designation must be a separate document from assignment)
Additional name(s) & address(es) attached? Yes No

3. Nature of conveyance: 3-16-99

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

Execution Date: May 21, 1997

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

A. Trademark Application No.(s)

See attached Schedule "A".

B. Trademark Registration No.(s)

See attached Schedule "B".

Additional numbers attached? Yes No

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

Name: Jeffrey G. Katz, Esq.

Internal Address: DAVIS & GILBERT LLP

Street Address: 1740 Broadway

City: New York State: NY ZIP: 10019

6. Total number of applications and registrations involved: 2

7. Total fee (37 CFR 3.41).....\$ 65.00

Enclosed

Authorized to be charged to deposit account

8. Deposit account number:

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

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.

Jeffrey G. Katz, Esq.
Name of Person Signing

[Signature]
Signature

3-16-99

Date

Total number of pages including cover sheet, attachments, and document: 6

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

Express Mail Cert. No. E1828311407US

SCHEDULE "A"

Mark
WE'RE ENTERTAINMENT (Stylized)

Serial No.
75/289645

Filing Date
May 9, 1997

SCHEDULE "B"

Mark
WE'RE ENTERTAINMENT

Registration No.
2,016,446

Registration Date
November 12, 1996

ASSIGNMENT

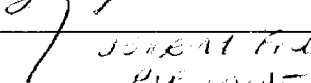
WHEREAS, WE'RE ENTERTAINMENT, INC., a corporation of the State of New Jersey (hereinafter "Assignor"), is an owner of the mark listed in the attached Schedule "A" which is the subject of an application for registration in the United States Patent and Trademark Office, and of the mark listed in the attached Schedule "B" which is registered in the United States Patent and Trademark Office:

WHEREAS, WEI OF DELAWARE II, INC., a corporation of the State of Delaware (hereinafter "Assignee"), is desirous of acquiring Assignor's interest in said marks and said application and registration thereof.

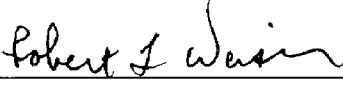
THEREFORE, for good and valuable consideration receipt of which is hereby acknowledged, said Assignor does hereby assign unto said Assignee all of its right, title and interest in and to said marks, together with the goodwill of the business symbolized by the marks, and the application and registration thereof, and all rights to damages or profits, due or accrued, arising out of past infringement of said marks or injury to said goodwill, and the right to sue for and recover the same in the Assignee's own name.

IN WITNESS WHEREOF, this Assignment is deemed effective May 21, 1997.

WE'RE ENTERTAINMENT, INC.

By: 
Name: Robert L. Weiser
Title: PRESIDENT

WEI OF DELAWARE II, INC.

By: 
Name: ROBERT L. WEISER
Title: CEO