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Form PTO-1594  
1-31-92

RE



U.S. DEPARTMENT OF COMMERCE  
Patent and Trademark Office

101065736

To the Honorable Commissioner of Patents and Trademarks

Mail documents or copy thereof.

<p>1. Name of conveying party(ies): Spice Networks, Inc.</p> <p><input type="checkbox"/> Individuals  <input type="checkbox"/> Association  <input type="checkbox"/> General Partnership -  <input checked="" type="checkbox"/> Corporation</p> <p><input type="checkbox"/> Limited Partnership  <input type="checkbox"/> Other</p> <p>Additional name(s) of conveying party(ies) attached? Yes No</p>	<p>2. Name and address of receiving party(ies).</p> <p>Name: Directrix, Inc.  Internal Address: 536 Broadway - 7th Floor  Street Address:  City: NY State: NY ZIP: 10012</p> <p><input type="checkbox"/> Individual(s) citizenship _____  <input type="checkbox"/> Association _____  <input type="checkbox"/> General Partnership _____  <input type="checkbox"/> Limited Partnership _____  <input checked="" type="checkbox"/> Corporation Delaware  Other _____</p> <p>If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes <input checked="" type="checkbox"/> No</p> <p>(Designations must be a separate document from Assignment)  Additional name(s) &amp; address(es) attached? <input type="checkbox"/> Yes <input type="checkbox"/> No</p>
<p>3. Nature of conveyance:</p> <p><input checked="" type="checkbox"/> Assignment <input checked="" type="checkbox"/> Security Agreement  <input type="checkbox"/> Release <input type="checkbox"/> Merger  <input type="checkbox"/> Change of Name</p> <p>Execution Date: March 4, 1999</p>	
<p>4. Application number(s) or registration number(s):  A Trademark Application No.(s)</p>	<p>Trademark Registration No.(s)  2,173,339</p> <p>Additional numbers attached? Yes No <input checked="" type="checkbox"/></p>
<p>5. Name and address of party to whom correspondence concerning document should be mailed:  Name: Daniel J. Barsky  Internal Address: c/o Spice Entertainment Co, Inc</p> <p>Street Address: 536 Broadway  City: NY State: NY ZIP: 10012  Client/matter</p>	<p>6. Total number of applications and registration involved: 1</p> <p>7. Total fee (37 CFR 3.41): \$ _____  <input type="checkbox"/> Enclosed (enclosed with original submission)  Authorized to be charged to deposit account <i>SOE</i></p> <p>8. Deposit account number: _____  (Attach duplicate copy of this page if paying by deposit account)</p>

DO NOT USE THIS SPACE

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.*

Name of Person Signing	Signature	Date

Total number of pages comprising cover sheet: 0

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

Do not detach this portion

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

Public burden reporting for this sample cover sheet is estimated to average about 30 minutes per document to be recorded, including reviewing the document and gathering the data needed, and completing and reviewing the sample cover sheet. Send comments regarding burden estimate to the U.S. Patent and Trademark Office, Office of Information Systems, PK2-1000C, Washington, D.C. 20231, and Office of Management and Budget, Paperwork Reduction Project (0651-0011), Washington, D.C. 20503.

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FROM: W&C LLP NY FAX DEPT

TRADEMARK  
REEL: 001912 FRAME: 0213

# TRADEMARK ASSIGNMENT AGREEMENT

This Agreement made this 24<sup>th</sup> day of March, 1999 between **SPICE NETWORKS, INC.** (f/k/a Spice, Inc.), a New York corporation with offices at 536 Broadway, New York, New York 10012 ("Assignor") and **DIRECTRIX, INC.**, a Delaware corporation with offices at 536 Broadway, New York, New York 10012 ("Assignee").

## DECLARATIONS

Assignor is the holder of Service Mark "SXTV", Reg. No. 2,173,339 (the "Mark").

Assignee and Assignor are both wholly owned subsidiaries of Spice Entertainment Companies, Inc. ("Spice"). Spice has agreed to merge (the "Merger") into a wholly owned subsidiary of Playboy Enterprises, Inc. As part of the Merger, Spice will contribute certain assets to Assignee including the Mark and distribute the stock of Assignee to the Spice stockholders.

**NOW THEREFORE**, Assignor and Assignee agree as follows:

1. **Assignment.** Assignor, for valuable consideration, the receipt and sufficiency of which is hereby acknowledged, does hereby assign, grant, bargain, sell, transfer, convey, and set over forever and throughout the entire universe, unto Assignee the Mark together with all now or hereafter existing rights of every kind and character whatsoever therein.

2. **Successors.** This Assignment Agreement shall be binding upon and inure to the benefit of the parties hereto and their respective successors and assigns.

3. **General Provisions.**


3.1 The internal laws of the State of New York law shall govern this Agreement and the performance of the obligations hereunder.

3.2 The headings herein are inserted as a matter of convenience only, and do not define or limit the scope of this Agreement or the intent of the provisions hereof.

**IN WITNESS WHEREOF**, the undersigned have executed and delivered this Assignment the day and year first above written.

**ASSIGNOR:**

**SPICE NETWORKS, INC.**

By:   
Name: Daniel J. Barry  
Title: SVP

**TRADEMARK**

**REEL: 001912 FRAME: 0214**

**ASSIGNEE:  
DIRECTRIX, INC.**

By: [Signature]  
Name: [Signature]  
Title: [Signature]

COPY

**TRADEMARK ASSIGNMENT AGREEMENT**

This Agreement made this 6<sup>th</sup> day of March, 1999 between **SPICE NETWORKS, INC.** (f/k/a Spice, Inc.), a New York corporation with offices at 536 Broadway, New York, New York 10012 ("Assignor") and **DIRECTRIX, INC.**, a Delaware corporation with offices at 536 Broadway, New York, New York 10012 ("Assignee").

**DECLARATIONS**

Assignor is the holder of Service Mark "SXTV". Reg. No. 2,173,339 (the "Mark").

Assignee and Assignor are both wholly owned subsidiaries of Spice Entertainment Companies, Inc. ("Spice"). Spice has agreed to merge (the "Merger") into a wholly owned subsidiary of Playboy Enterprises, Inc. As part of the Merger, Spice will contribute certain assets to Assignee including the Mark and distribute the stock of Assignee to the Spice stockholders.

**NOW THEREFORE**, Assignor and Assignee agree as follows:

1. **Assignment.** Assignor, for valuable consideration, the receipt and sufficiency of which is hereby acknowledged, does hereby assign, grant, bargain, sell, transfer, convey, and set over forever and throughout the entire universe, unto Assignee the Mark together with all now or hereafter existing rights of every kind and character whatsoever therein.

2. **Successors.** This Assignment Agreement shall be binding upon and inure to the benefit of the parties hereto and their respective successors and assigns.

3. **General Provisions.**

3.1 The internal laws of the State of New York law shall govern this Agreement and the performance of the obligations hereunder.

3.2 The headings herein are inserted as a matter of convenience only, and do not define or limit the scope of this Agreement or the intent of the provisions hereof.

**IN WITNESS WHEREOF**, the undersigned have executed and delivered this Assignment the day and year first above written.

**ASSIGNOR:**  
**SPICE NETWORKS, INC.**

By: [Signature]  
Name: BRV Daniel J. Burn  
Title: SJ VP

**ASSIGNEE:  
DIRECTRIX, INC.**

By: J. D. Kline  
Name: J. D. Kline  
Title: President

COPY

**TRADEMARK ASSIGNMENT AGREEMENT**

This Agreement made this 9 day of March, 1999 between **SPICE NETWORKS, INC.** (f/k/a Spice, Inc.), a New York corporation with offices at 536 Broadway, New York, New York 10012 ("Assignor") and **DIRECTRIX, INC.**, a Delaware corporation with offices at 536 Broadway, New York, New York 10012 ("Assignee").

**DECLARATIONS**

Assignor is the holder of Service Mark "SXTV", Reg. No. 2,173,339 (the "Mark").

Assignee and Assignor are both wholly owned subsidiaries of Spice Entertainment Companies, Inc. ("Spice"). Spice has agreed to merge (the "Merger") into a wholly owned subsidiary of Playboy Enterprises, Inc. As part of the Merger, Spice will contribute certain assets to Assignee including the Mark and distribute the stock of Assignee to the Spice stockholders.

**NOW THEREFORE**, Assignor and Assignee agree as follows:

1. **Assignment.** Assignor, for valuable consideration, the receipt and sufficiency of which is hereby acknowledged, does hereby assign, grant, bargain, sell, transfer, convey, and set over forever and throughout the entire universe, unto Assignee the Mark together with all now or hereafter existing rights of every kind and character whatsoever therein.

2. **Successors.** This Assignment Agreement shall be binding upon and inure to the benefit of the parties hereto and their respective successors and assigns.


3. **General Provisions.**

3.1 The internal laws of the State of New York law shall govern this Agreement and the performance of the obligations hereunder.

3.2 The headings herein are inserted as a matter of convenience only, and do not define or limit the scope of this Agreement or the intent of the provisions hereof.

**IN WITNESS WHEREOF**, the undersigned have executed and delivered this Assignment the day and year first above written.

**ASSIGNOR:**  
**SPICE NETWORKS, INC.**

By:   
Name: Daniel J. Bussly  
Title: Sr VP

**ASSIGNEE:  
DIRECTRIX, INC.**

By: *[Signature]*  
Name: *[Signature]*  
Title: *[Signature]*

COPY

**TRADEMARK ASSIGNMENT AGREEMENT**

This Agreement made this 9<sup>th</sup> day of March, 1999 between **SPICE NETWORKS, INC.** (f/k/a Spice, Inc.), a New York corporation with offices at 536 Broadway, New York, New York 10012 ("Assignor") and **DIRECTRIX, INC.**, a Delaware corporation with offices at 536 Broadway, New York, New York 10012 ("Assignee").

**DECLARATIONS**

Assignor is the holder of Service Mark "SXTV", Reg. No. 2,173,339 (the "Mark").

Assignee and Assignor are both wholly owned subsidiaries of Spice Entertainment Companies, Inc. ("Spice"). Spice has agreed to merge (the "Merger") into a wholly owned subsidiary of Playboy Enterprises, Inc. As part of the Merger, Spice will contribute certain assets to Assignee including the Mark and distribute the stock of Assignee to the Spice stockholders.

**NOW THEREFORE**, Assignor and Assignee agree as follows:

1. **Assignment.** Assignor, for valuable consideration, the receipt and sufficiency of which is hereby acknowledged, does hereby assign, grant, bargain, sell, transfer, convey, and set over forever and throughout the entire universe, unto Assignee the Mark together with all now or hereafter existing rights of every kind and character whatsoever therein.

2. **Successors.** This Assignment Agreement shall be binding upon and inure to the benefit of the parties hereto and their respective successors and assigns.

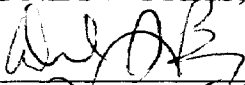
3. **General Provisions.**

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3.2 The headings herein are inserted as a matter of convenience only, and do not define or limit the scope of this Agreement or the intent of the provisions hereof.

**IN WITNESS WHEREOF**, the undersigned have executed and delivered this Assignment the day and year first above written.

**ASSIGNOR:**  
**SPICE NETWORKS, INC.**

By:   
Name: Daniel J. Burns  
Title: SVP



**ASSIGNEE:  
DIRECTRIX, INC.**

By: [Signature]  
Name: John H. Hays  
Title: Executive VP