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To the Honorable Commissioner of Patents

1. Name of conveying party(ies):

LOUIS J. PEARLMAN

- Individual(s) [checked], Association, General Partnership, Limited Partnership, Corporation-State, Other

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

3. Nature of conveyance:

- Assignment [checked], Merger, Security Agreement, Change of Name, Other

Execution Date: 6-24-1999

2. Name and address of receiving party(ies)

Name: Backstreet Productions, Inc.

Internal Address:

15250 Ventura Blvd. - Suite 900

City: Sherman Oaks State: CA ZIP: 91403

- 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

(Designations must be a separate document from assignment)

Additional name(s) & address(es) attached? [ ] Yes [X] No

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

- 1,031,736, 1,641,074, 2,245,389, 2,241,482

Additional numbers attached? [ ] Yes [X] No

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

Name: HOWARD N. ARONSON

Internal Address:

LACKENBACH SIEGEL MARZULLO ARONSON & GREENSPAN, P.C.

One Chase Road

City: Scarsdale State: N.Y. ZIP: 10583

6. Total number of applications and registrations involved: 4

7. Total fee (37 CFR 3.41).....\$ 115.00

[X] Enclosed

[ ] Authorized to be charged to deposit account

Please charge any additional fees due, or credit any over payment to:

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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.

HOWARD N. ARONSON

Name of Person Signing

Signature

6-29-1999

Date

Total number of pages including cover sheet, attachments, and document: 3

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



TRADEMARK REEL: 001923 FRAME: 0987

**U.S.A.**  
**ASSIGNMENT OF TRADEMARKS**

WHEREAS, **LOUIS J. PEARLMAN** (hereinafter "Assignor"), a United States citizen with offices located at 7380 Sand Lake Road, Suite 350, Orlando, Florida 32819 was the owner of all right, title and interest in and to the below listed trademarks which have been applied for and/or registered at the United States Patent and Trademark Office, particulars of which are as follows:

<b><u>Trademark</u></b>	<b><u>Registration No.</u></b>
BACKSTREET	1,031,736
BACKSTREET	1,641,074
BSB	2,245,389
BACKSTREET BOYS	2,241,482

(hereinafter the "Marks");

WHEREAS, **BACKSTREET PRODUCTIONS, INC.** (hereinafter "Assignee"), a corporation organized and existing under the laws of the State of Delaware with offices located at 15250 Ventura Blvd., Suite 900, Sherman Oaks, California 91403, was desirous of acquiring the aforesaid Marks, together with the goodwill of the business symbolized by the Marks;

WHEREAS, by agreement, Assignee received all rights, title, and interest in and to the aforesaid Marks, together with the goodwill of the business symbolized thereby; and

WHEREAS, the parties hereto are desirous of executing a document for purposes of recordation at the United States Patent and Trademark Office recording title in and to the aforesaid Marks in the name of Assignee.

