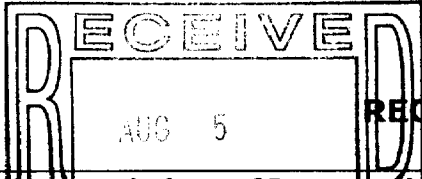


08-13-1999



Handwritten: JED 8/5/99



101116831

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

Conveyance Type

- New
- Resubmission (Non-Recordation)
Document ID # _____
- Correction of PTO Error
Reel # _____ Frame # _____
- Corrective Document
Reel # _____ Frame # _____

- 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

Name

Execution Date
Month Day Year

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)

Address (line 2)

Address (line 3)
City State/Country Zip Code

- Individual General Partnership Limited Partnership 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.)
- Corporation Association
- Other

Citizenship/State of Incorporation/Organization

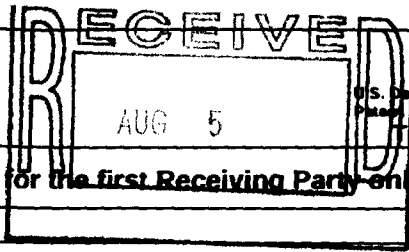
FOR OFFICE USE ONLY

08/12/1999 VBROWN 00000057 231325 1906057

01 FC:481 40.00 CH
02 FC:482 325.00 CH

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



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)

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.

Colleen Galvin

Name of Person Signing

Signature

8/5/99

Date Signed

**RECORDATION FORM COVER SHEET
CONTINUATION
TRADEMARKS ONLY**

Conveying Party

Enter Additional 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

Enter Additional Receiving Party

Mark if additional names of receiving parties attached

Name

DBA/AKATA

Composed of

Address (line 1)

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 the Assignment.)

Trademark Application Number(s) or Registration Number(s)

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Mark if additional numbers attached

Trademark Application Number(s)

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Registration Number(s)

1410444	2012395	1407652
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UNITED STATES TRADEMARK ASSIGNMENT

WHEREAS, New Gaylord Entertainment Company, a corporation having its principal office and place of business at One Gaylord Drive, Nashville, Tennessee, 37214 (hereinafter, "Assignor"), is the owner of the United States trademarks and service marks set forth on the attached Schedule A, all common rights relating thereto, and all registrations and applications relating thereto (hereinafter, the "Marks"); and

WHEREAS, Assignor, by virtue of an Agreement and Plan of Distribution ("Agreement") dated September 30, 1997, has agreed to assign the Marks and the goodwill of the business attendant thereto, if any, to Network Enterprises Inc. a Tennessee corporation (hereinafter, "Assignee"), whose principal office and place of business is located at 2806 Opryland Drive, Nashville, Tennessee 37214; and

WHEREAS, Assignor and Assignee are desirous of memorializing the transfer of the Marks and the goodwill of the business associated therewith to Assignee.

NOW, THEREFORE, Assignor, for good and valuable consideration, including that provided in the Agreement, receipt of which is hereby acknowledged, does hereby sell, assign, transfer, and set over unto said Assignee, its entire right, title and interest in, to and under said Marks, together with

the entire goodwill of the business in connection with which said Marks are used, if any, and in and to all income, royalties, damages and payments now or hereafter due or payable with respect thereto in and to all causes of action (either at law or in equity) and the right to sue, counterclaim, and recover for past, present and future infringement of the rights assigned or to be assigned under this Assignment.

Assignor hereby agrees to execute all papers and to perform such other proper acts as Assignee or its successors or assigns may deem reasonably necessary to secure to Assignee or to its successors or assigns, the rights hereby transferred.

WHEREFORE, Assignor has caused this Trademark Assignment to be duly executed below, on the date indicated, by its duly authorized officer.

NETWORK ENTERPRISES, INC.
("Assignor")

By: Carl Korman

Title: VICE VICE-PRESIDENT

Date: September 30, 1997

ASSIGNOR'S NOTARIAL ACKNOWLEDGEMENT

STATE OF NEW YORK:
COUNTY OF NEW YORK.

On this 30th day of September, 1997, before me, a Notary Public in and for the County of New York in the State of New York, personally appeared

Carl Kornmeyer, to me known to be the
Senior Vice President of Network Enterprises, Inc. and being

duly sworn, averred that, being duly authorized, (s)he executed the foregoing Assignment as the free act and deed of said corporation for the uses and purposes set forth.

Bernard Cynes
Notary Public

My Commission Expires: 4/30/98

BERNARD CYNES
NOTARY PUBLIC, State of New York
No. 91-5996200
Qualified in New York County
Commission Expires April 30, 1998

ASSIGNOR'S NOTARIAL ACKNOWLEDGEMENT

STATE OF NEW YORK:
COUNTY OF NEW YORK.

On this 30th day of September, 1997, before me, a Notary Public in and
for the County of New York in the State of New York, personally
appeared

Terry E. London to me known to be the
President & CEO of New Gaylord Entertainment Company and being

duly sworn, averred that, being duly authorized, (s)he executed the foregoing
Assignment as the free act and deed of said corporation for the uses and purposes
set forth.


Notary Public

My Commission Expires: 4/30/98

BERNARD CYMES
NOTARY PUBLIC, State of New York
No. 31-5858200
Qualified in New York County
Commission Expires April 30, 1998

MARK	REGISTRATION/ APPLICATION NUMBER	REGISTRATION/ FILING DATE
TNN and Design	1,560,188	10/10/89
TNN MOTOR SPORTS and Design	1,958,661	2/27/96
TNN OUTDOORS and Design	1,906,057	7/18/95
Design Only (FRET DESIGN)	1,410,444	9/23/86
Design Only (FRET DESIGN)	1,353,345	8/6/85
GO RACING	75/040,055	1/4/96
GO RACING INN MOTORSPORT and Design	75/046,068	1/19/96
PTC	75/114,862	6/6/96
TNN CHRONICLES	75/142,246	7/26/96
NOTHING BUT STOCK	75/201,863	11/19/96
YESTERDAY AND TODAY	75/215,383	12/18/96
THIS WEEK IN COUNTRY MUSIC	75/222,869	1/8/97
STINKBAIT BARNES	74/533,081	6/3/94
FLOYD THE FLY	74/533,083	6/3/94
KARL "SINKER" SCHWIM	74/533,084	6/3/94
Design Only-Floyd the Fly character design	74/533,085	6/3/94
PRIME TIME COUNTRY	75/015,933	11/7/95
THE TEXAS CONNECTION	1,641,775	4/16/91
TNN COUNTRY CLUB	75/274,159	4/11/97
MUSIC.CITY.COM	74/567,297	4/26/95
GILL BASS	74/533,096	6/3/94
BILLY RAY "TIGHTLINE"	74/533,097	6/3/94
Design Only-Gill Bass character design	74/551,354	7/20/94

MARK	APPLICATION NUMBER	FILING DATE
NASHVILLE RECORD REVIEW	75 788,404	0 15 96
OPRYLINE	75 026,871 Abandoned	11 30 95

07/11/1996

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MARK	REGISTRATION/ APPLICATION NUMBER	REGISTRATION/ FILING DATE
Design Only-Billy Ray "Tightline" character design	74/551,526	7/20/94
PEPPERCORN PRODUC- TIONS	74/578,895	9/27/94
PEPPERCORN PRODUC- TIONS, INC. Stylized	74/582,646	10/5/94
GASN	74/599,203	11/15/94
GREAT AMERICAN SPORTS NETWORK	74/599,204	11/15/94
NASHVILLE.NETWORK.COM	74/667,298	4/26/95
COUNTRY.MUSIC.CCM	74/667,300	4/26/95
COUNTRY.COM	74/715,372	8/16/95
FOR PEOPLE WHO REALLY LOVE THEIR COUNTRY	1,278,380	5/25/84
THE NASHVILLE NETWORK	1,407,652	9/2/86
TNN	1,426,014	1/20/87
THE NASHVILLE NETWORK	1,488,840	5/17/88
THE HEART OF COUNTRY	1,702,204	7/21/92
Design Only-Statuette Design	1,712,316	9/1/92
CLUB DANCE	1,882,585	3/7/95
CLUB DANCE	1,910,165	8/8/95
PEPPERCORN PRODUC- TIONS	1,925,398	10/10/95
PEPPERCORN PRODUC- TIONS, INC. Stylized	1,926,000	10/10/95
RACEDAY	1,991,131	8/6/96
Design Only-Karl "Sinker" Schwimm character design	2,012,394	10/29/96
Design Only-Stinkbait Barnes character de- sign	2,012,395	10/29/96

MARK	REGISTRATION/ APPLICATION NUMBER	REGISTRATION/ FILING DATE
MUSIC CITY TONIGHT	2.028.086	1/7/97

Unregistered Service Mark

PRIME TIME COUNTRY & Design



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