

09-27-1999



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U.S. Department of Commerce
Patent and Trademark Office
TRADEMARK

SEP 9

RECORDATION FORM COVER SHEET
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MD 9-9-99

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
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Conveyance Type

- Assignment License
 - Security Agreement Nunc Pro Tunc Assignment
 - Merger Change of Name
 - Other
- Effective Date
Month Day Year

Conveying Party

Mark if additional names of conveying parties attached

Name Execution Date

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 Association
- Corporation
- 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.)

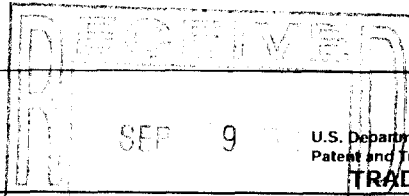
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Mail documents to be recorded with required cover sheet(s) information to:
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TRADEMARK
REEL: 001965 FRAME: 0751



Domestic Representative Name and Address

Enter for the first Receiving Party only.

Name ELISE A. TENEN-AOKI

Address (line 1) WARNER BROS.

Address (line 2) 4000 WARNER BOULEVARD

Address (line 3) BRIDGE BLDG. (156) NORTH, 5th FLOOR

Address (line 4) BURBANK, CALIFORNIA 91522-1565

Correspondent Name and Address

Area Code and Telephone Number (818) 954-4956

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.

1

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)

<u>2,246,924</u>		

Number of Properties

Enter the total number of properties involved.

1

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41):

\$ 40.00

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:

08-0573

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.

ELISE A. TENEN-AOKI

Name of Person Signing

Elise A. Tenen-Aoki

Signature

September 9, 1999

Date Signed

Exhibit B

IN THE UNITED STATES TRADEMARK OFFICE

Mark: ROADRUNNER
Registration Number: 2,246,924

TRADEMARK ASSIGNMENT

WHEREAS, ROADRUNNER COMPUTER SYSTEMS, INC., a New Mexico corporation, with offices at 1850 Fifth Street, Santa Fe, New Mexico 87505 (the "Assignor"), owns the federal trademark registration of the mark "ROADRUNNER", which is registered in the United States Patent and Trademark Office, Registration No. 2,246,924, dated May 25, 1999 (the "Mark").

WHEREAS, Time Warner Entertainment Company, L.P., a Delaware limited partnership, with offices at 4000 Warner Boulevard, Burbank, California 91522 ("Assignee"), desires to acquire all right, title and interest in and to the Mark, including the registration thereof.

NOW THEREFORE, for good and valuable consideration paid by Assignee, receipt of which is hereby acknowledged, Assignor hereby assigns to Assignee all of Assignor's right, title and interest in and to the Mark together with the goodwill of the business symbolized by the Mark and the right to sue and collect damages and/or profits for past infringements of the Mark.

8-4-99
Date

ROADRUNNER COMPUTER SYSTEMS, INC.

By: Jane M Hill
Name: Jane M Hill
Title: President