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Name Execution Date
Month Day Year

Formerly

- Individual General Partnership Limited Partnership Corporation Association
- Other

Citizenship/State of Incorporation/Organization

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Composed of

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Mail documents to be recorded with required cover sheet(s) information to:
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ASSIGNMENT

WHEREAS, America Online, Inc. ("Assignor"), a Delaware corporation, having an address of 22000 AOL Way, Dulles, Virginia 20166, has adopted and used in its business the trademarks listed on Exhibit A ("the Marks") and sought to register the Marks in the United States Patent and Trademark Office;

WHEREAS, Oxygen Media, Inc. ("Assignee"), a Delaware corporation, having an address of 75 9th Avenue, New York, New York 10011, acquired all right, title and interest in and to the Marks, and the applications thereof, together with the goodwill of the business associated with the Marks and the assets associated with the marks as of November 18, 1999;

WHEREAS, the parties desire to ratify said assignment;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor does hereby assign to Assignee all right, title and interest in and to the Marks and the applications thereof, together with the goodwill of the business symbolized by the Marks, nunc pro tunc as of November 18, 1999.

AMERICA ONLINE, INC.

By 

Printed Name Sheila A. Clark

Title Sr. Vice President - Legal

Date 3/10/2000

EXHIBIT A**APPLICATIONS**

<i>Mark</i>	<i>Serial No.</i>	<i>Filing Date</i>
ELECTRA	75/294569	May 19, 1997
ELECTRA	75/294568	May 19, 1997
ELECTRA	75/294567	May 19, 1997