

07-10-2000

U.S. Department of Commerce
Patent and Trademark Office

REC



101399383

Attorney Ref. No. 18134 6-12-00

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party:
Hearst/ABC-Viacom Entertainment Services
 Other: **Joint Venture - State of New York**
 Additional name(s) of conveying party(ies) attached? Yes No

2. Name and Address of receiving party:
 Name: **Lifetime Entertainment Services**
 Address: **309 West 49th Street**
New York, New York 10019

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COMMUNICATIONS SECTION

3. Nature of conveyance:
 Assignment Merger
 Security Agreement **Change of Name**
 Other _____
 Effective Date: April 1, 1994

Other: **Joint Venture - State of New York**
 If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No **Not applicable**
 (Designations must be a separate document from assignment)
 Additional name(s) & address(es) attached? Yes No

4. Application number(s) or registration number(s):
 A. Trademark Application Nos.
not applicable

B. Trademark Registration Nos.
- see attached Schedule
 Additional numbers attached? Yes

5. Name and address of party to whom correspondence concerning document should be mailed:
Meichelle R. MacGregor, Esq.
Cowan, Liebowitz & Latman, P.C.
1133 Avenue of the Americas
New York, NY 10036-6799

6. Total number of applications and registrations involved:
Five (5)
 7. Total fee (37 CFR 3.41)..... \$140
 Enclosed
Any deficiency is authorized to be charged to Deposit Account No. 03-3415.
 8. Deposit Account No. 03-3415
 (Attach duplicate copy of this page if paying by deposit account)

07/10/2000 ASCOTT 00000073 1488841

DO NOT USE THIS SPACE

01 FC:481 40.00 DP
02 FC:482 100.00 DP

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.*

Meichelle R. MacGregor
Name of Person Signing

6/12/00
Date

Total number of pages including cover sheet, attachments, and document: **Six (6)**

Mail to: U.S. Patent and Trademark Office, Office of Public Records, Crystal Gateway 4, Room 335, Washington, DC 20231

Mark	Classes		Reg. Dt
ATTITUDES	41	1488841	5/17/88
GIRLS NIGHT OUT	41	1875637	1/24/95
L DESIGN	38, 41	1590177	4/3/90
LIFETIME	38	1450063	7/28/87
WAY OFF BROADWAY	41	1509595	10/18/88

AMENDED BUSINESS CERTIFICATE

The undersigned hereby certify that a certificate of doing business under the assumed name:

HEARST/ABC -- VIACOM ENTERTAINMENT SERVICES

for the conduct of business at 36-12 35th Avenue, Astoria, County of Queens, State of New York 11106, was filed with the office of the County Clerk, Queens County, State of New York, on the 30th day of September, 1993, under Index Number 172,006. There have been no previously filed amended certificates.

It is hereby further certified that this amended certificate is made for the purpose of more accurately setting forth the facts recited in the original certificate and to set forth the following changes in such facts:

1. The full names and residence addresses of all the persons conducting or transacting such business, including all partners, are amended as follows:
 - A. LT Holdings, Inc. is no longer a party to the joint venture.
 - B. Cable LT Holdings, Inc., a Delaware corporation, is a new party to the venture with offices located at: 77 West 66th Street, New York, New York 10023.
 - C. Capital Cities/ABC Video Enterprises Inc., a Delaware corporation, has changed its name to ABC Cable and International Broadcast, Inc.

Therefore, Hearst/ABC Video Services is a New York joint venture comprised of: The Hearst Corporation, a Delaware corporation, and ABC Cable and International Broadcast, Inc., a Delaware corporation.

D. Hearst LT Inc, a Delaware corporation is a new party to the joint venture with offices located at 959 8th Avenue, New York, New York 10019

- 2. The name under which the partners are conducting business has been changed to LIFETIME ENTERTAINMENT SERVICES
- 3. The address at which LIFETIME ENTERTAINMENT SERVICES is conducting business has been changed to 309 West 49th Street, New York, New York 10019

IN WITNESS WHEREOF, the undersigned have made and signed this certificate as of April 1, 1994.

CABLE LT HOLDINGS, INC.
 By: [Signature]
 Name: _____
 Title: GRIFFITH W. FOXLEY
 Vice President

HEARST LT INC.
 By: [Signature]
 Name: EDMUND E. ROBIN
 Title: PRESIDENT

THE HEARST CORPORATION
 By: [Signature]
 Name: Jonathan E. Thackeray
 Title: Vice President

ABC CABLE AND INTERNATIONAL BROADCAST, INC.
 By: [Signature]
 Name: _____
 Title: GRIFFITH W. FOXLEY
 Vice President

HEARST/ABC VIDEO SERVICES
 By: THE HEARST CORPORATION
 By: [Signature]
 Name: Jonathan E. Thackeray
 Title: Vice President


By: ABC CABLE AND INTERNATIONAL BROADCAST, INC.
 By: [Signature]
 Name: _____
 Title: GRIFFITH W. FOXLEY
 Vice President

STATE OF NEW YORK)
)
COUNTY OF NEW YORK)

SS.:

On this 21st day of August, 1998, before me personally appeared Griffith W. Foxley to me known, who being by me duly sworn, did depose and say he resides at 1185 Park Avenue New York, NY 10028

; that he is Vice President of Cable LT Holdings, Inc., the corporation described in and which executed the foregoing instrument; and that he signed his name thereto by order of said corporation.


NOTARY PUBLIC

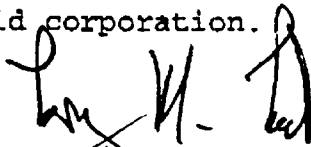
CHARLES L. STANFORD
NOTARY PUBLIC, State of New York
No. 02ST4647157
Qualified in New York County
Commission Expires February 18, 2000

STATE OF NEW YORK)
)
COUNTY OF NEW YORK)

SS.:

On this 2nd day of September, 1998, before me personally appeared Raymond E. Joslin to me known, who being by me duly sworn, did depose and say he resides at 45 East 72nd Street, New York, NY10021

; that he is President of Hearst LT Inc., the corporation described in and which executed the foregoing instrument; and that he signed his name thereto by order of said corporation.

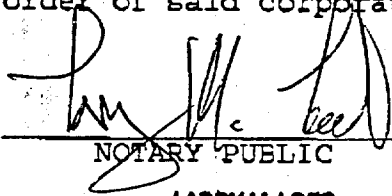


NOTARY PUBLIC
LARRY M. LOEB
NOTARY PUBLIC, State of New York
NO. 31-7592500
QUALIFIED IN NEW YORK COUNTY
COMMISSION EXPIRES DEC. 31, 1998

STATE OF NEW YORK)
) SS.:
COUNTY OF NEW YORK)

On this 31st day of August, 1998, before me
personally appeared Jonathan E. Thackeray to me known, who being
by me duly sworn, did depose and say he resides at 15 Bates Farm Lane,
Darien, Connecticut 06820; and that he is

Vice President of The Hearst Corporation, the corporation
described in and which executed the foregoing instrument on its
own behalf and as a partner in Hearst/ABC Video Services; and
that he signed his name thereto by order of said corporation.



NOTARY PUBLIC
LARRY M. LOEB
NOTARY PUBLIC, State of New York
NO. 31-7882500
QUALIFIED IN NEW YORK COUNTY
COMMISSION EXPIRES DEC. 31, 1998

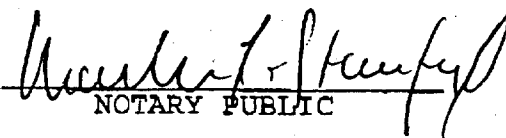
STATE OF NEW YORK)
) SS.:
COUNTY OF NEW YORK)

On this 21st day of August, 1998, before me
personally appeared Griffith W. Foxley to me known, who being
by me duly sworn, did depose and say he resides at 1185 Park Avenue
New York, NY 10028; and that he is

Vice President of ABC Cable and International Broadcast,
Inc., the corporation described in and which executed the
foregoing instrument on its own behalf and as a partner in

Hearst/ABC Video Services; and that he signed his name thereto by
order of said corporation.

STATE OF NEW YORK COUNTY OF QUEENS, S.
CLERK OF THE COUNTY CLERK OF QUEENS COUNTY, DO HEREBY
BY CLERK, THAT I HAVE COMPARED THIS COPY WITH
THE ORIGINAL INSTRUMENT AND IT IS A TRUE COPY.
AND THAT IT IS A CORRECT TRANSCRIPT THEREFROM
AND OF THE SIGNATURE OF THE ORIGINAL
WITNESSED BY MY HAND AND SEAL OF SAID COUNTY
AND I HEREBY CERTIFY
JUL 19 2000
Gloria M. M...
0857085/18134/00/152058-01



NOTARY PUBLIC
CHARLES L. STANFORD
NOTARY PUBLIC, State of New York
No. 02ST4647157
Qualified in New York County
Commission Expires February 18, 2000