



07-18-2000

D

07-03-2000
U.S. Patent & TMO/TM Mail Rpt Dt. #34

RECORD
TRA



101406623

U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

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

1. Name of conveying party(ies):

Viewer's Choice, L.L.C.
909 Third Avenue
New York, NY 10022

- Individual(s)
- General Partnership
- Corporation-State
- Other Delaware limited liability company
- Association
- Limited Partnership

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

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other
- Merger
- Change of Name

Execution Date: December 12, 1999

2. Name and address of receiving party(ies):

Name: In Demand, L.L.C.

Internal Address: 345 Hudson Street

Street Address: _____

City: New York State: NY ZIP: 10014

- Individual(s) citizenship _____
- Association _____
- General Partnership _____
- Limited Partnership _____
- Corporation-State _____
- Other Delaware limited liability company

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 No

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

A. Trademark Application No.(s)

See Attached

B. Trademark registration No.(s)

See Attached

Additional numbers attached? Yes No

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

Name: Alfred M. Randolph, Jr.

Internal Address: _____

Kaufman & Canoles

Street Address: One Commercial Place

Suite 2000

City: Norfolk State: VA ZIP: 23510

6. Total number of applications and registrations involved: _____

24

7. Total fee (37 CFR 3.41): _____ \$ 615.00

Enclosed

Authorized to be charged to deposit account

8. Deposit account number: _____

(Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

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.

Alfred M. Randolph, Jr.

Name of Person Signing

Alfred M. Randolph

Signature

June 7, 2000

Date

Total number of pages comprising cover sheet: _____

5

LIST OF REGISTERED MARKS

| Mark | Registration #/ Serial # | Date Filed/Granted | Country of Registration |
|--|-----------------------------|-----------------------|----------------------------|
| PAY PER VIEW CHOICES | 1,879,693 | 02/21/95 | United States |
| HOT CHOICE | 1,796,117 | 09/28/93 | United States |
| HOT CHOICE DESIGN | 1,878,022 | 02/07/95 | United States |
| LIVE AND LEARN | 2,075,923 | 07/01/97 | United States |
| PAY PER VIEW PULSE | 1,691,441 | 06/09/92 | United States |
| PAY PER VIEW PULSE & DESIGN | 1,703,164 | 07/28/92 | United States |
| VIEWER'S CHOICE, Class 41 | 1,316,177 | 01/22/85 | United States |
| VIEWER'S CHOICE, Class 38 | 1,798,205 | 10/12/93 | United States |
| VIEWER'S CHOICE, Class 35 | 1,137,518 | 07/01/80 | United States |
| VIEWERS CHOICE & DESIGN | 1,799,735 | 10/19/93 | United States |
| VIEWER'S CHOICE EVENT HOTLINE | 1,906,809 | 07/18/95 | United States |
| THE PAY-PER-VIEW DOUBLE TAKE AND DESIGN | 1,908,730 | 08/01/95 | United States |
| PLAY-PER VIEW | 1,940,657 | 12/12/95 | United States |
| VIEWER'S CHOICE & DESIGN (Ten Years of PPV Partnership) | 2,023,787 | 12/17/96 | United States |
| VIEWER'S CHOICE & DESIGN (Ten Years of PPV Partnership) | 2,010,304 | 10/22/96 | United States |
| HOLLYWOOD MARQUEE | 2,081,385 | 07/22/97 | United States |
| PAY-PER-VIEW DOUBLE TAKE | 2,142,744 | 03/10/98 | United States |

| | | | |
|-----------------------|-----------|----------|---------------|
| IN DEMAND, Class 38 | 75/633880 | 03/19/99 | United States |
| IN DEMAND, Class 41 | 75/663663 | 03/19/99 | United States |
| I.D. MOVIES, Class 38 | 75/708107 | 05/18/99 | United States |
| I.D. MOVIES, Class 41 | 75/708110 | 05/18/99 | United States |
| GO IN | 75/866577 | 12/08/99 | United States |
| GOING IN | 75/866586 | 12/08/99 | United States |
| YOU RULE | 75/866578 | 12/08/99 | United States |

#544296 v1

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "VIEWER'S CHOICE L.L.C.", CHANGING ITS NAME FROM "VIEWER'S CHOICE L.L.C." TO "IN DEMAND L.L.C.", FILED IN THIS OFFICE ON THE TWENTIETH DAY OF DECEMBER, A.D. 1999, AT 4:30 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF AMENDMENT IS THE THIRD DAY OF JANUARY, A.D. 2000.



Edward J. Freel

Edward J. Freel, Secretary of State

2921553 8100

991550304

AUTHENTICATION:

0155066

DATE:

12-21-99

12/23/99 THU 12:00 [TX/RX NO 9520]

TRADEMARK
REEL: 002103 FRAME: 0791

TO: DELAWARE DEPARTMENT OF STATE

**CERTIFICATE OF AMENDMENT
OF
VIEWER'S CHOICE L.L.C.**

1. The name of the limited liability company is:

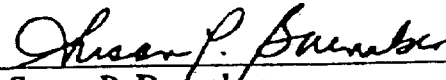
Viewer's Choice L.L.C.

2. The Certificate of Formation of the limited liability company is hereby amended as follows:

The name of the limited liability company is In Demand L.L.C.

3. The Certificate of Amendment shall be effective on: January 3, 2000.

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Amendment of Viewer's Choice L.L.C. this 10th day of December, 1999.



Susan P. Barnabeo
Senior Vice President
Business Affairs and General Counsel/
Authorized Officer

#580664 v1

TOTAL P.03

12/23/99 THU 12:00 {TX/RX NO 9520}

RECORDED: 07/03/2000

TRADEMARK
REEL: 002103 FRAME: 0792