



101545247

To The Honorable Commissioner of Patents and Trademarks, Please record the attached original document or copy thereof

1. Name of conveying party(ies): 11.6.0
QVC, INC.
(Delaware Corporation)

Individual(s) Association
 General Partnership Limited Partnership
 Corporation-State Other _____

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

3. Nature of conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other _____

Execution Date: October 30, 2000

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

A) Trademark Application No.(s)

2. Name and address of receiving party(ies)

Name: ER Marks, Inc.

Internal Address: _____

Street Address: 222 Delaware Avenue
Suite 1448

City: Wilmington State: DE Zip: 19801

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

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

B) Trademark Registration No.(s)

1,900,678
2,025,162

Additional numbers attached? Yes No

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

CAESAR, RIVISE, BERNSTEIN,
COHEN & POKOTILOV, LTD.

Attn: Manny D. Pokotilow, Esq.
12th Floor - 7 Penn Center
1635 Market Street; Phila, PA 19103-2212

6. Total number of applications and registrations involved..... 2

7. Total fee (37 CFR 3.41)..... 65.00

Authorized to Charge to Deposit Account No. 03-0075 (duplicate attached)

DO NOT USE THIS SPACE

8. 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.

0307/0000 PTHAI 00000201 030000 000000

Manny D. Pokotilow
Name of Person Signing

Manny D. Pokotilow
Signature

November 2, 2000
Date

Total number of pages including cover sheet, attachments and document: 4

Mail documents to be recorded with required cover sheet information to:
Commissioner of Patents and Trademarks, Box Assignments; Washington DC 20231

TRADEMARK
REEL: 002191 FRAME: 0821

ASSIGNMENT

WHEREAS, **QVC, Inc.**, a Delaware corporation having a place of business at Studio Park, West Chester, Pennsylvania 19380 (hereinafter "ASSIGNOR") has adopted and has been using the mark **NORTHERN NIGHTS** and is the proprietor of the mark **NORTHERN NIGHTS**, prints, signs and labels on which said mark has appeared and Certificates of Registration Nos. 1,900,678 registered on June 20, 1995 and 2,025,162 registered on December 24, 1996; and

WHEREAS, for good and valuable consideration ASSIGNOR wishes to, effective as of the 1st day of June, 2000, assign to and transfer to **ER Marks, Inc.**, a corporation organized under the laws of the State of Delaware and having a place of business at 222 Delaware Avenue, Suite 1448, Wilmington, Delaware 19801, (hereinafter "ASSIGNEE") all of the right, title and interest of said ASSIGNOR in and to the mark **NORTHERN NIGHTS**, prints, signs and labels on which said mark has appeared, all registrations and applications for the registration of said mark, and the goodwill of the business associated with and symbolized by the mark, prints, signs and labels.

NOW THEREFORE, IN CONSIDERATION of the sum of \$1.00 and other good and valuable consideration paid by ASSIGNEE to ASSIGNOR, the receipt of which is hereby acknowledged by ASSIGNOR, and in further consideration of the fact that it is the desire of ASSIGNOR to be legally bound hereby, said ASSIGNOR does hereby sell, assign and transfer into ASSIGNEE its mark **NORTHERN NIGHTS**, all prints, signs and labels on which the mark **NORTHERN NIGHTS** has appeared, Certificates of Registration No. 1,900,678 and No. 2,025,162, the prints, signs and labels and the goodwill of the business associated with and symbolized by the mark, prints, signs and labels on which the mark has appeared.


Included in this Assignment is the entire right, title and interest in and to the mark and Certificates of Registration No. 1,900,678 and No. 2,025,162, together with the goodwill of the business associated with and symbolized by the mark. Also, included in this Assignment are any and all rights which ASSIGNOR has against persons who

have infringed upon the mark, prints, signs and labels, and Certificates of Registration No. 1,900,678 and No. 2,025,162. These rights include the right to sue and recover for all damages and profits arising out of past infringement of the mark, prints, signs and labels and Certificates of Registration No. 1,900,678 and No. 2,025,162.

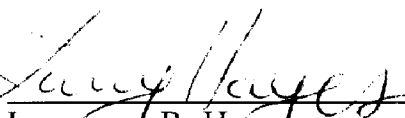
This Assignment shall be effective as of the 1st day of June, 2000.

IN WITNESS WHEREOF, **QVC, INC.** has caused this Assignment to be signed by its Senior Vice President and Secretary, Neal S. Grabell, hereunto duly authorized and has caused its corporate seal to be hereunto affixed and duly attested this 30th day of June, 2000.

QVC, INC.

BY: 
Name: Neal S. Grabell
Title: Senior Vice President
and Secretary

ATTEST:


Lawrence R. Hayes
Vice President and Assistant Secretary

(Corporate Seal)

Commonwealth
State of Pennsylvania
County of Chester

SS West Chester, PA

On this 30th day of October, 2000, before me personally appeared Neal S Crabel, to me known, who after being duly sworn, did depose and say that at the time of the effective date and execution of the Assignment is the Senior Vice President and Secretary of QVC, Inc., a Delaware corporation, the corporation described herein, and which executed the above instrument; that he knows the seal of said corporation; that the seal affixed to said instrument is such corporate seal; that it was so affixed by order of the Board of Directors of QVC, Inc. and that he signed his name thereto by like order.

Deborah J Ryan (SEAL)
Notary Public

MY COMMISSION EXPIRES: 11/8/03

Notarial Seal
Deborah J. Ryan, Notary Public
West Goshen Twp., Chester County
My Commission Expires Nov. 8, 2003
Member, Pennsylvania Association of Notaries