



To The Honorable Commissio.

101571729

ord the attached original document or copy thereof.

1. Name of conveying party(ies):

Wathne Limited
(New York Corporation)

*MDD
12.11.00*

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

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

2. Name and address of receiving party(ies)

Name: QVC, Inc.

Internal Address: _____

Street Address: 1365 Enterprise Drive

City West Chester State PA Zip: 19380

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

3. Nature of conveyance:

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

Execution Date: November 22, 2000

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

A) Trademark Application No.(s)

B) Trademark Registration No.(s)

1,554,696

Additional numbers attached? Yes No

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

01/04/2001 01/04/2001 00000064 030075 1554696
01 FCI-481
COHEN & POLOTILOW, 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..... 1

7. Total fee (37 CFR 3.41)..... \$10.00

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.

Salvatore R. Guerriero for
Manny D. Pokotilow
Name of Person Signing

Manny Pokotilow
Signature

December 7, 2000
Date

Total number of pages including cover sheet, attachments and document: 3

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

TRADEMARK
REEL: 002205 FRAME: 0687

ASSIGNMENT OF UNITED STATES TRADEMARK

WHEREAS, Wathne Limited, a New York corporation, having a place of business at 152 West 57th Street, New York, New York 10019 (hereinafter referred to as "Wathne"), is the owner of the following trademark and United States Trademark Registration (hereinafter collectively referred to as the "Trademark"):

<u>Mark</u>	<u>Registration No.</u>
EXCURSION	1,554,696

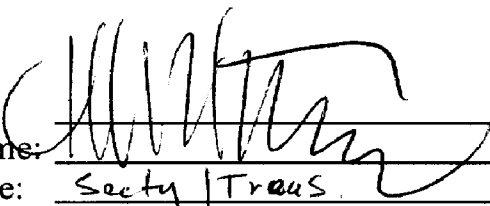
WHEREAS, QVC, Inc., a Delaware corporation, having a place of business at 1365 Enterprise Drive, West Chester, Pennsylvania 19380 (hereinafter referred to as "QVC"), desires to acquire all right, title and interest in and to the Trademark, together with the goodwill of the business symbolized by the Trademark and the registration thereof set forth above; and

WHEREAS, it is desired that the assignment of the Trademark listed above be made a matter of record in the United States Patent and trademark Office.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, and intending to be legally bound hereby, Wathne hereby sells, assigns, transfers and conveys unto QVC as of April 24, 1998, all of its right, title and interest in and to the aforesaid Trademark, including any chose in action relating to said Trademark, claims for damages, profits and costs, both in equity and law, for any infringement or infringements of said Trademark rights accruing on or before the date of execution of this Agreement, together with the goodwill of the business symbolized by the Trademark, and including the registrations thereof as set forth above, and

Further, Wathne hereby covenants, agrees and undertakes to execute, whenever requested by QVC all applications, assignments, lawful oaths and any other papers which QVC may deem necessary or desirable for securing to QVC or maintaining for QVC the Trademark hereby assigned, all without further compensation to Wathne.

WATHNE LIMITED

By: 
Name: THORUNN WATHNE
Title: Secy | Treas.

STATE OF NEW YORK

:

SS

COUNTY OF NEW YORK

:

BEFORE ME, the undersigned Notary Public, on this 22nd day of November, 2000, personally appeared Thorunn Wathne, personally known to me (or proven to me on the basis of satisfactory evidence) to be the person who executed the foregoing instrument as Secretary/Treasure on behalf of Wathne Limited, the corporation therein named, and acknowledged to me that the instrument was the free deed and act of said corporation for the purposes therein set forth and intending that this instrument be recorded.

[SEAL]


NOTARY PUBLIC

STEPHEN B. RODNER
Notary Public, State of New York
No. 31-3319425
Qualified in New York County
Commission Expires March 30, 2001