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7-14-00

03-28-2001

FORM PTO-1584
(Rev. 9-03)
OMB No. 0651-0011 (exp. 4-94)

RE 411-0 RECORD



U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

Tab settings $\square \square \square \nabla$ 7/4/00 ∇

101624289

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

1. Name of conveying party(ies):

THE RODGERS FAMILY LLC

- Individual(s)
- General Partnership
- Corporation-State
- Other limited liability company - NY

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

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other ASSIGNMENT - see attached for details
- Merger
- Change of Name

Execution Date: January 17, 2000

2. Name and address of receiving party(ies)

Name: Family Trust u/w Richard Rodgers
Internal Address: c/o Rodgers & Hammerstein

Street Address: 1065 Avenue of the Americas
Suite 2400
City: New York State: NY ZIP: 10018

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

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 patent number(s):

A. Trademark Application No.(s)
14 applications listed on attached Schedule "A-1"

B. Trademark Registration No.(s)
29 registrations listed on attached Schedules "A" and "B"

Additional numbers attached? Yes No

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

Name: Robin Walton
Internal Address: c/o Rodgers & Hammerstein
Organization

Street Address: 1065 Avenue of the Americas
Suite 2400

City: New York State: NY ZIP: 10018

6. Total number of applications and registrations involved: 43

7. Total fee (37 CFR 3.41) \$ 1090.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

181836

Attach duplicate copy of this page if paying by deposit account

DO NOT USE THIS SPACE

1 FC:481 48.00 CH
2 FC:482 1050.00 CH

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.

Robin Walton
Name of Person Signing

July 14, 2000
Date

Total number of pages including cover sheet, attachments, and document: 14

Mail documents to be recorded with required cover sheet information to:
Commissioner of Patents & Trademarks, Box Assignments
Washington, D.C. 20231

TRADEMARK
REEL: 002116 FRAME: 0882

TRADEMARK
REEL: 002215 FRAME: 0347

Additional Information - RECORDATION FORM COVER - FORM PTO-1594**2. NAME AND ADDRESS OF ADDITIONAL RECEIVING PARTIES:**

In addition to the "Family Trust u/w Richard Rodgers", the following Trust is a receiving party of the rights assigned by the conveying party:

Family Trust u/w Dorothy F. Rodgers
c/o Rodgers & Hammerstein
1065 Avenue of the Americas, Suite 2400
New York, NY 10018

3. NATURE OF CONVEYANCE:

Assignment of ownership interests of one of the co-owners of certain trademark registrations and applications. It should be noted that:

A. Respecting the trademarks listed on Schedules "A" and "A-1", the **ESTATE OF OSCAR HAMMERSTEIN II**, joint owner of said Marks, has retained its share of the ownership of said registrations and pending applications; please ensure that, with respect to said trademarks, the Assignment reflects all of the joint owners as follows: **THE FAMILY TRUST U/W RICHARD RODGERS, THE FAMILY TRUST U/W DOROTHY F. RODGERS and THE ESTATE OF OSCAR HAMMERSTEIN II**; and

B. Respecting the trademarks listed on Schedule "B", the **ESTATE OF OSCAR HAMMERSTEIN II, ANNA E. CROUSE, THE HOWARD LINDSAY TRUST and THE TRUST U/W RUSSEL CROUSE**, have retained their respective shares of the ownership said registrations; please ensure that, with respect to said trademarks, the Assignment reflects all of the joint owners as follows: **THE FAMILY TRUST U/W RICHARD RODGERS, THE FAMILY TRUST U/W DOROTHY F. RODGERS, THE ESTATE OF OSCAR HAMMERSTEIN II, ANNA E. CROUSE, THE HOWARD LINDSAY TRUST and THE TRUST U/W RUSSEL CROUSE.**

SCHEDULE A

<u>REGISTRATION NO.</u>	<u>TRADEMARK</u>	<u>DATE REGISTERED</u>
1,731,278	AN ENCHANTED EVENING	November 10, 1992
1,612,889	CAROUSEL	September 11, 1990
1,463,565	GETTING TO KNOW YOU	November 3, 1987
1,884,962	HAPPY TALK	March 21, 1995
1,387,567	THE KING AND I	March 25, 1986
1,371,381	THE KING AND I	November 19, 1985
1,735,005	THE KING AND I	November 24, 1992
1,463,564	MY FAVORITE THINGS	November 3, 1987
1,896,133	MY FAVORITE THINGS	May 30, 1995
1,423,941	OKLAHOMA!	January 6, 1987
1,491,934	ON YOUR TOES	June 14, 1988
1,347,361	RODGERS AND HAMMERSTEIN	July 9, 1985
1,364,538	RODGERS AND HAMMERSTEIN	October 8, 1985
1,331,321	RODGERS AND HAMMERSTEIN	April 16, 1985
1,316,063	RODGERS AND HAMMERSTEIN	January 22, 1985
1,853,706	RODGERS AND HAMMERSTEIN	September 13, 1994

Schedule A - Continued

<u>REGISTRATION NO.</u>	<u>TRADEMARK</u>	<u>DATE REGISTERED</u>
1,744,458	RODGERS AND HAMMERSTEIN RH and Design	January 5, 1993
1,736,241	RODGERS AND HAMMERSTEIN RH and DESIGN	December 1, 1992
1,819,011	RODGERS AND HAMMERSTEIN RH and DESIGN	February 1, 1994
1,856,829	RODGERS AND HAMMERSTEIN RH and DESIGN	October 4, 1994
1,891,058	RODGERS AND HAMMERSTEIN RH and DESIGN	April 25, 1995
1,724,322	SOME ENCHANTED EVENING	October 13, 1992
1,845,728	SOME ENCHANTED EVENING	July 19, 1994
1,414,921	SOUTH PACIFIC	October 28, 1986
1,715,564	WILLIAMSON MUSIC	September 15, 1992
1,793,729	YOU'LL NEVER WALK ALONE	September 21, 1993

SCHEDULE A-1

<u>SERIAL NO.</u>	<u>TRADEMARK</u>	<u>DATE FILED</u>
75/663169	THE KING AND I	March 18, 1999
75/663170	THE KING AND I	March 18, 1999
75/663171	THE KING AND I	March 18, 1999
75/663172	THE KING AND I	March 18, 1999
75/663173	THE KING AND I	March 18, 1999
75/663174	THE KING AND I	March 18, 1999
75/66016	THE KING AND I	March 18, 1999
75/66017	THE KING AND I	March 18, 1999
75/66018	THE KING AND I	March 18, 1999
75/663019	THE KING AND I	March 18, 1999
75/663020	THE KING AND I	March 18, 1999
75/663021	THE KING AND I	March 18, 1999
75/663022	THE KING AND I	March 18, 1999
75/663023	THE KING AND I	March 18, 1999

SCHEDULE B

<u>REGISTRATION NO.</u>	<u>TRADEMARK</u>	<u>DATE REGISTERED</u>
1,469,099	THE SOUND OF MUSIC	December 15, 1987
1,732,991	THE SOUND OF MUSIC	November 17, 1992
1,738,432	THE SOUND OF MUSIC	December 8, 1992

ASSIGNMENT OF TRADEMARKS

WHEREAS, THE RODGERS FAMILY LLC, a limited liability company organized and existing under the laws of the State of New York, which company consists of The Family Trust u/w Richard Rodgers and The Family Trust u/w Dorothy F. Rodgers, with a place of business c/o The Rodgers and Hammerstein Organization, 1065 Avenue of the Americas, Suite 2400, New York, New York 10018 ("**Assignor**"); is the **joint owner** with the **ESTATE OF OSCAR HAMMERSTEIN II**, an Estate settled under the laws of the State of New York, the Executors comprising R. Andrew Boose, and Alice H. Mathias of the trademarks now registered in the United States Patent and Trademark Office as set forth on the attached Schedule A, as well as the trademarks for which application in the United States Patent and Trademark Office is pending, as set forth on the attached Schedule A-1;

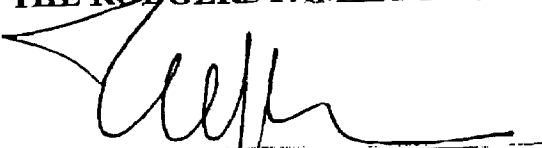
WHEREAS, Assignor is the **joint owner** with **THE ESTATE OF OSCAR HAMMERSTEIN II, ANNA E. CROUSE, THE HOWARD LINDSAY TRUST**, a Trust settled under the laws of the State of New York, a Trustee being Jeremy Nussbaum and **THE TRUST U/W RUSSEL CROUSE**, a Trust settled under the laws of the State of New York, a Trustee being Jeremy Nussbaum with respect to the trademarks now registered in the United States Patent and Trademark Office as set forth on the attached Schedule B; and

WHEREAS, the Family Trust u/w Richard Rodgers and the Family Trust u/w Dorothy F. Rodgers, with a place of business c/o The Rodgers and Hammerstein Organization, 1065 Avenue of the Americas, Suite 2400, New York, New York 10019 ("**Assignee**") has succeeded to the trademark interests of **THE RODGERS FAMILY LLC**;

NOW, THEREFORE, in consideration of the sum of \$1.00 and other good and valuable consideration, Assignor hereby assigns to Assignee, with respect to Assignor's interests only (which interests specifically exclude the rights of the respective joint owners referenced herein), all of Assignor's right, title and interest throughout the World in and to said trademarks therefor, together with the good will of the business symbolized by said trademarks.

IN WITNESS WHEREOF, Assignor has caused this document to be executed this 17th day of January, 2000.

THE RODGERS FAMILY LLC


Milton J. Kain
Manager

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75/66017	THE KING AND I	March 18, 1999
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75/663019	THE KING AND I	March 18, 1999
75/663020	THE KING AND I	March 18, 1999
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