

65-01

06-13-2001



Form PTO-1594 (Rev. 03/01) OMB No. 0651-0027 (exp. 5/31/2002)

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U.S. DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office

Tab settings

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

1. Name of conveying party(ies):

Silver Cinemas, Inc.

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

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

2. Name and address of receiving party(ies)

Name: Silver Cinemas Acquisition Co.

Internal Address:

Street Address: 333 South Grant Ave., 28th Fl.

City: Los Angeles State: CA Zip: 90071

- 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 on 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: May 25, 2001

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

(2,058,951)

Additional number(s) attached Yes No

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

Name: Hayley Werner, Esq.

Internal Address:

Paul, Weiss, Rifkind, Wharton & Garrison

Street Address: 1285 Avenue of the Americas

City: New York State: NY Zip: 10019

6. Total number of applications and registrations involved:

1

7. Total fee (37 CFR 3.41) \$ 40

- Enclosed Authorized to be charged to deposit account

8. Deposit account number:

50-0706

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

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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.

Mueller Knifer Name of Person Signing

Signature

6/5/01 Date

Total number of pages including coversheet, attachments, and document: 5

06/12/2001 LMUELLER 00000095 500706 2058951

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

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TRADEMARK ASSIGNMENT

TRADEMARK ASSIGNMENT dated as of May 25, 2001, by and between Silver Cinemas, Inc., a Delaware corporation ("Assignor"), and Silver Cinemas Acquisition Co., a Delaware corporation ("Assignee").

WHEREAS Assignor is the owner of the trademark registrations and applications listed on Schedule 1 attached hereto for the goods and/or services identified therein (the "Marks").

WHEREAS Assignee desires to acquire the Marks and any and all goodwill associated with the Marks;

WHEREAS, pursuant to the Purchase and Sale Agreement, dated as of April 18, 2001, among Assignor, Assignee, Silver Cinemas International, Inc., Landmark Theatre Corp. and Landmark Theatre USA, Inc., Assignor agreed to assign all right, title and interest in and to the Marks and any and all goodwill associated with the Marks to Assignee;

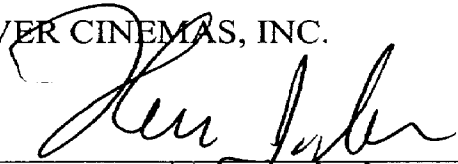
NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor hereby sells, transfers, assigns, and otherwise conveys to Assignee, all of Assignor's right, title, and interest in and to the following:

1. each of the Marks;
2. the goodwill of the business symbolized by and associated with the Marks;
3. all rights to proceeds of the foregoing, including, without limitation, any claim by Assignor against third parties for past, present, or future infringement of the Marks.

[SIGNATURES ON FOLLOWING PAGE]

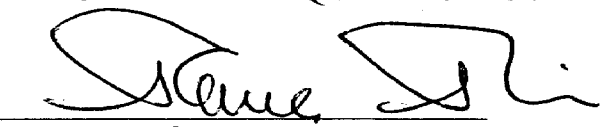
Assignor has caused this Trademark Assignment to be duly executed and authorized as of the date hereof.

SILVER CINEMAS, INC.

By: 
Name: Francis J. Andrews
Title: SVP/CFO

Acknowledged and Agreed to:

SILVER CINEMAS ACQUISITION CO.

By: 
Name: Paul S. Richards
Title: PRES/CEO

SCHEDULE 1

TRADEMARKS AND SERVICE MARKS

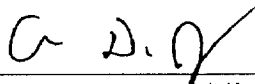
Country	Mark	Application No.	Filing Date	Registration No.	Registration Date	Status
US	MOVIENET	75050850	Jan. 29, 1996	2058951	May 6, 1997	Registered
US	LANDMARK					Common Law Mark
US	LANDMARK THEATRES					Common Law Mark
US	LANDMARK CINEMAS					Common Law mark

STATE OF New York)

: ss.:

COUNTY OF New York)

On this 2nd day of May, 2001, before me personally came Thomas J. Prinos, to me known to be the person who signed the foregoing instrument and who being duly sworn by me did depose and state that ~~he, she~~ is the Senior Vice President and COO of Silver Cinemas, Inc.; ~~he, she~~ signed the instrument in the name of Silver Cinemas, Inc. and ~~he, she~~ had the authority to sign the instrument on behalf of Silver Cinemas, Inc.



Notary Public

ANDREW D. JAEGER
Notary Public State of New York
No. 02JA6055068
Qualified in Westchester County
Commission Expires February 20, 2003