

RE

06-25-2001

SHEET

U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office



To the Honorable Commission of Patent

attached original documents or copy thereof.

101758701

1. Name of conveying party(ies):

Atlantic Recording Corporation
1290 Avenue of the Americas
New York, NY 10104

6801

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

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

2. Name and address of receiving party(ies)

Name: Warner Music Group Inc.
Internal Address: _____
Street Address: 75 Rockefeller Plaza
City: New York State: NY ZIP: 10019

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

3. Nature of conveyance:

Assignment Merger
 Security Agreement Change of Name
 Other _____

Execution Date: June 1, 2001

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
(Designation 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)
75/392,627

B. Trademark Registration No.(s)

Additional numbers attached? Yes No

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

Name: Erin S. Hennessy
Internal Address: AOL Time Warner Inc.
Street Address: 75 Rockefeller Plaza
City: New York State: NY ZIP: 10019

6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 3.41).....\$ 40.00

Enclosed
 Authorized to be charged to deposit account

8. Deposit account number:
20-1112

(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.

Erin S. Hennessy
Name of Person Signing

Signature

June 4, 2001
Date

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

06/22/2001 LMUELLER 00000123 201112 75392627

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

TRADEMARK ASSIGNMENT

WHEREAS, Atlantic Recording Corporation, a corporation organized and existing under the laws of Delaware, with a principal place of business at 1290 Avenue of the Americas, New York, New York 10104 (hereinafter call the "Assignor"), owns and has a bona fide intent to use the mark INSTAVID, U.S. Application Serial No. 75/392,627 (hereinafter referred to as "Mark") in connection with the following goods and/or services: prerecorded data carriers featuring sound and/or images, namely, phonograph records, audio tapes and video tapes, audio cassettes, audio and video laser discs, CD-ROM discs, compact discs and digital video discs, and multimedia software all featuring comedy, dramatic, poetic and musical performances, and information about the history, production and presentation of the performances in International Class 9, retail store services, by means of mail-order catalogues, television ordering services and over a global computer information network, in the field of prerecorded audio and video products, namely, phonograph records, audio tapes and video tapes, audio cassettes, audio and video laser discs, CD-ROM discs, compact discs and digital video discs, and multimedia software all featuring comedy, dramatic, poetic and musical performances in International Class 35, and education and entertainment services in the nature of providing interactive information on comedy, dramatic, poetic and musical performances, and television and radio program scheduling, and scheduling of programs that are broadcast over a global computer information network in International Class 41.

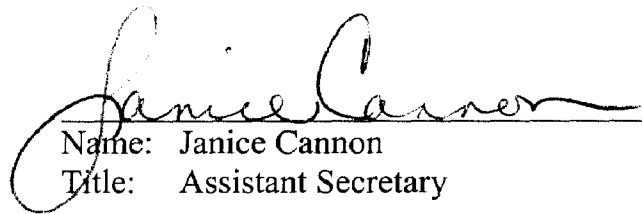
WHEREAS, Assignor has applied to register the Mark on the Principal Register of the United States Patent and Trademark Office based on Assignor's bona fide intent to use the mark in commerce in connection with the above-described goods, Application Serial No. 75/392,627 filed on November 19, 1997; and

WHEREAS, Warner Music Group Inc., a corporation organized and existing under the laws of Delaware and having a principal place of business at 75 Rockefeller Plaza, New York, New York 10019, (hereinafter call the "Assignee"), desires to acquire the business of Assignor in connection with which Assignor has a bona fide intent to use the Mark and the above-described Application;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor hereby assigns and transfers the Mark and the above-referenced Application therefor, together with that portion of Assignor's business in connection with which it has a bona fide intent to use the Mark, and all of Assignor's rights therein, to Assignee.

ATLANTIC RECORDING CORPORATION

Dated: June 1, 2001


Name: Janice Cannon
Title: Assistant Secretary