

MPO
5.8.01

REC

08-17-2001

SHEET

U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

OMB No. 0651-0011 (exp. 4/96)



Tab settings

To the Honorable Commissioner of Pa

101814844

Attached original documents or copy thereof.

1. Name of conveying party(ies):

Sand Hill Capital II, LP

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

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

3. Nature of conveyance:

5-8-01

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

Execution Date: April 24, 2001

2. Name and address of receiving party(ies)

Name: Creative Planet, Inc.

Internal Address: Suite 1000

Street Address: 5700 Wilshire Blvd.

City: Los Angeles State: CA ZIP: 90036

- 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

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

Please see attached

Additional numbers attached? Yes No

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

Name: Shannon Durst

Internal Address: Pacific Corporate & Title

Services

Street Address: 914 S Street

City: Sacramento State: CA ZIP: 95814

6. Total number of applications and registrations involved:

17

7. Total fee (37 CFR 3.41):

Enclosed

Authorized to be charged to deposit account

8. Deposit account number:

365E

(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.

Shannon Durst

Name of Person Signing

Shannon Durst

Signature

5-4-01

Date

Total number of pages including cover sheet, attachments, and document: 7

Mail documents to be recorded with required cover sheet information to:
Commissioner of Patents & Trademarks, Box Assignments
Washington, D.C. 20541

05/15/2001 GTDNL1

00000149 2178281

01 FC:481
02 FC:482

40.00 DP
325.00 GP

05/15/2001
00000149 2178281
01 FC:481
02 FC:482

0000051 178281
08/16/2001

01 FC:481
02 FC:482

TRADEMARK

REEL: 002349 FRAME: 0347

SCHEDULE A

Trademarks

<u>Mark</u>	<u>Registration/ Application Number</u>	<u>Registration/ Application Date</u>
Movie Magic	2,178,281	
Moviebuff	2,192,256	
Moviebuff	2,192,255	
The Studio System	2,280,702	
The Studio System	75/418,091	
In Hollywood	75/293,847	
In Hollywood	75/293,846	
The Website for Working Hollywood	75/737,997	
The Source Creatives	1,663,273	
Scenes on Demand	2,121,909	
Source Commercial Showcase	2,090,769	
Creative Planet	76/044,932	
Creative Planet	76/044,931	
Creative Planet	75/480,341	
Creative Planet (European Community)	1617968	
Creative Planet (Japan)	44820/2000	
Creative Planet (Canada)	1,056,332	

SCHEDULE B

Patents

Description

Registration/
Application
Number

Registration/
Application
Date

System and Method for Managing Film and
Show Production

09/302,939

ACKNOWLEDGMENT OF TERMINATION
OF COLLATERAL ASSIGNMENT

This Acknowledgment of Termination of Collateral Assignment is made with reference to that certain Intellectual Property Security Agreement dated November 2, 2000 (the "Collateral Assignment") by and between Creative Planet, Inc., as assignor, and Sand Hill Capital II, LP, as assignee ("Sand Hill").

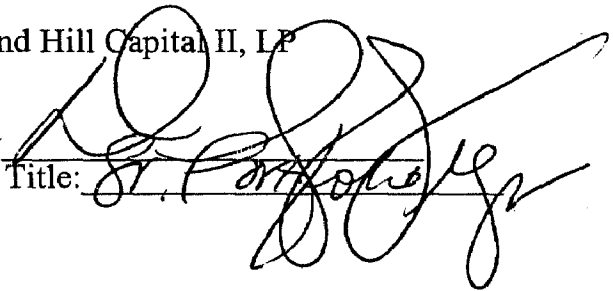
Sand Hill hereby acknowledges and agrees that the Collateral Assignment has been terminated and that all of the rights and interests of Sand Hill thereunder have been terminated, including, without limitation, all of the rights and interests of Sand Hill in and to the Trademarks, Patents, and Copyrights listed on Schedules A, B and C attached hereto.

Dated: April 24, 2001

Sand Hill Capital II, LP

By

Title:

A large, stylized handwritten signature in black ink, appearing to read "S. Portolano", is written over the "By" and "Title:" labels. The signature is highly cursive and loops around the text.

SCHEDULE C

Copyrights

<u>Description</u>	<u>Registration/ Application Number</u>	<u>Registration/ Application Date</u>
None		

Unregistered Copyrights

Description

Movie Magic Budgeting Computer program

Movie Magic Scheduling Computer program

Hollywood Scheduling Computer program

The Source Creatives Database Computer program

National Electronic Directory Computer program

European Electronic Directory Computer program

The Studio System

Movie Magic Web

The Studio System Internet

2AD

DAVE

Various applications and content which are used on the Borrower's websites, including:

2-Pop.com

AWN.com

CinematographyWorld.com

DesignInMotion.com

DirectorsWorld.com

DVDArtist.com

EditorsNet.com

InHollywood.com

MediaTechnology.com

Planetpoint.com

Postindustry.com

TVIndustry.com

UlmerScale.com

VFXPro.com

StudioSystem.com

Columbussystems.com

SourceTV.com

Movie-magic.com

Aviduniverse.com

Eyeonuniverse.com

Philipsfilmimaging.com

Adobepremiereworld.com

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Golivewithlynda.com

Cinematographer.com

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UNITED STATES DEPARTMENT OF COMMERCE
Patent and Trademark Office
 ASSISTANT SECRETARY AND COMMISSIONER
 OF PATENTS AND TRADEMARKS
 Washington, D.C. 20231

JULY 30, 2001

PTAS
 PACIFIC CORPORATE & TITLE SERVICES
 SHANNON DURST
 914 S. STREET
 SACRAMENTO, CA 95814



101718903A

UNITED STATES PATENT AND TRADEMARK OFFICE
 NOTICE OF NON-RECORDATION OF DOCUMENT

DOCUMENT ID NO.: 101718903

AUG 8

THE ENCLOSED DOCUMENT HAS BEEN EXAMINED AND FOUND NON-RECORDABLE BY THE ASSIGNMENT DIVISION OF THE U.S. PATENT AND TRADEMARK OFFICE. THE REASON(S) FOR NON-RECORDATION ARE STATED BELOW. DOCUMENTS BEING RESUBMITTED FOR RECORDATION MUST BE ACCOMPANIED BY A NEW COVER SHEET REFLECTING THE CORRECT INFORMATION TO BE RECORDED AND THE DOCUMENT ID NUMBER REFERENCED ABOVE.

THE ORIGINAL DATE OF FILING OF THE DOCUMENT WILL BE MAINTAINED IF RESUBMITTED WITH THE ORIGINAL DATE(S) WITHIN 30 DAYS FROM THE DATE OF THIS NOTICE. THE RESUBMITTED DOCUMENT MUST INCLUDE A RECEIPT UNDER 37 CFR 3.101. APPLICANT UNDER 37 CFR 1.818 OR 1.10 FOR RESUBMISSION. THEY DESIRE TO HAVE THE BENEFIT OF THE ORIGINAL DATE(S) POSTAL SERVICE.

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 Thank you -
 SJ*

SEND DOCUMENTS TO
 ASSIGNMENT DIVISION, BOX ASS
 WASHINGTON, D.C.
 YOU MAY CONTACT
 703-308-9723.

ASSIGNMENT
 IS HWY, SUITE 320,
 REGARDING THIS NOTICE,
 ON THIS NOTICE AT

1. INSUFFICIENT
 ADDITIONAL FILING

NO CHARGE NOT GRANTED.

JOANN STEWART, EXAMINER
 ASSIGNMENT DIVISION
 OFFICE OF PUBLIC RECORDS