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

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

1. Name of conveying party(ies): **FIT TV Holdings LLC** 9-29-01
 Individual(s) Association
 General Partnership Limited Partnership
 Corporation-State
 Other **Limited Liability Company**
Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies)
Name: **The Health Network LLC**
Internal
Address:
Street Address: **7700 Wisconsin Avenue**
City: **Bethesda** State: **MD** Zip: **20814**
 Individual(s) citizenship
 Association
 General Partnership SEP 28
 Limited Partnership
 Corporation-State
 Other **Delaware Limited Liability Company**
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: **September 26, 2001**

4. Application number(s) or registration number(s):
A. Trademark Application No.(s)
75/237619
75/237620
74/721051
Additional number(s) attached Yes No

B. Trademark Registration No.(s)

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: **Meredith Schorr**
Internal Address: **White & Case LLP**
Street Address: **1155 Avenue of the Americas**
City: **New York** State: **NY** Zip: **10036**

6. Total number of applications and registrations involved: **3**
7. Total fee (37 CFR 3.41).....\$**90.00**
 Enclosed
 Authorized to be charged to deposit account
8. Deposit account number:
23-1705
(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.
Meredith Schorr **Meredith Schorr** **9/28/01**
Name of Person Signing Signature Date

Total number of pages including cover sheet, attachments, and document: **5**
Main documents to be recorded with required cover sheet information to:
Commissioner of Patent & Trademarks, Box Assignments
Washington, D.C. 20231

10/09/2001 6TON11 00000123 231705 75237619

01 FC:481 40.00 CH
02 FC:482 50.00 CH

TRADEMARK
REEL: 002380 FRAME: 0333

ASSIGNMENT OF U.S. TRADEMARKS

WHEREAS, FIT TV Holdings LLC, a Delaware limited liability company, with its address at 1440 South Sepulveda Boulevard, Los Angeles, California 90025 ("Assignor"), owns all right, title and interest in and to the following marks which are registered or pending with the United States Patent and Trademark Office:

See Schedule A annexed hereto

WHEREAS, The Health Network LLC, a Delaware limited liability company, with its address at 7700 Wisconsin Avenue, Bethesda, Maryland 20814 ("Assignee") is desirous of acquiring said registered trademarks and the registrations thereof;

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, the Assignor does hereby assign, sell and transfer to Assignee its entire right, title and interest in and to the said marks, together with the goodwill of the business symbolized by the marks, and the registrations thereof.

Dated: September 26, 2001

FIT TV Holdings LLC (Assignor)

By  _____]

Name: Lawrence A. Jacobs

Title: Senior Vice President

STATE OF NEW YORK)
) ss.:
COUNTY OF NEW YORK)

On this 26th day of September, 2001, before me personally appeared Lawrence A. Jacobs, to me known who, being by me duly sworn, did depose and say that he is the Senior Vice President of FIT TV Holdings LLC, the Assignor, described herein and which executed the foregoing instrument and that he signed his name thereto.

[Signature]
Notary Public

CAMILLE MARCIA JOSEPH
NOTARY PUBLIC, State of New York
No. 01JO6025169
Qualified in ~~Erie County~~ Kings County
Commission Expires ~~May 24~~ June 28, 2003

SCHEDULE A

SCHEDULE OF INTELLECTUAL PROPERTY

Serial No. 75/237619

Serial No. 75/237620

Serial No. 74/721051