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

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): **10-4-01**
Viacom Inc.
1515 Broadway
New York, NY 10036
 Individual(s) Association
 General Partnership Limited Partnership
 Corporation-State of **Delaware**
 Other _____
Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies)
Name: **Blockbuster Inc.**
Internal Address: _____
Street Address: **1201 Elm Street**
City: **Dallas** State: **TX** Zip: **75270**
 Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation-State **of 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

3. Nature of conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other _____
Execution Date: **10/02/01**

4. Application number(s) or registration number(s):
A. Trademark Application No.(s)
B. Trademark Registration No.(s) **1870164**
Additional number(s) attached Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: **Sidelle B. Illion**
Internal Address: **Blockbuster Inc.**
Street Address: **1201 Elm Street**
City: **Dallas** State: **TX** Zip: **75270**

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:
02-2833
(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.
Sidelle B. Illion
Name of Person Signing

Sidelle B. Illion
Signature
10/03/01
Date

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

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

10/12/2001 6TOM11 00000057 022833 1870164
01 FC:481 40.00 CH

TRADEMARK
REEL: 002382 FRAME: 0377

ASSIGNMENT OF TRADEMARKS

WHEREAS, VIACOM INC., a Delaware corporation with its principal place of business located at 1515 Broadway, New York, New York 10036 ("Assignor") has adopted, used, is using, and is the owner of the following federal trademark registration in the United States Patent and Trademark Office:

MARK
MUSIC PLUS

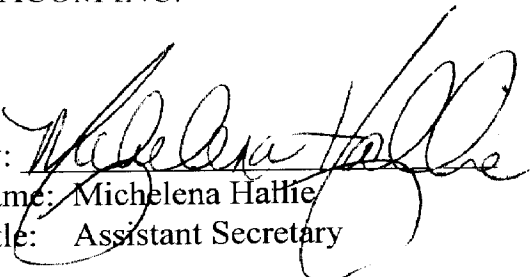
REGISTRATION NO.
1870164

WHEREAS, BLOCKBUSTER VIDEO HOLDING CORPORATION, a Delaware corporation, with its principal place of business formerly located at One Blockbuster Plaza, Suite 100, Lauderdale, FL 33301, ("Assignee") is desirous of acquiring said registered trademark.

NOW, THEREFORE, for other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged VIACOM INC hereby assigns to BLOCKBUSTER VIDEO HOLDING CORPORATION all rights, title, and interest in and to the said trademarks, together with the goodwill of the business symbolized by said trademarks and registrations thereof.

Signed this 20 day of October 2001.

VIACOM INC.

By: 
Name: Michelena Hallie
Title: Assistant Secretary