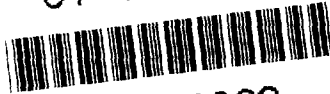


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Form PTO-1594 (Rev. 03/01) OMB No. 0651-0027 (exp. 5/31/2002) Tab settings



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

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 Partnership

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

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

2. Name and address of receiving party(ies)

Name: Fit TV Holdings, LLC

Internal Address: OCT 19

Street Address: 1140 South Sepulveda Boulevard City: Los Angeles State: CA Zip: 90025

- Individual(s) citizenship Association General Partnership 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 Acknowledgement of redemption

Execution Date: 5/29/01

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

A. Trademark Application No.(s) 75/419759

B. Trademark Registration No.(s)

1891376, 2263889, 2263888, 1911848

Additional number(s) attached Yes No

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

Name: Meredith Schorr

Internal Address: c/o 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: 5

7. Total fee (37 CFR 3.41) \$140.00

- 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 Name of Person Signing

Meredith Schorr Signature

10/19/01 Date

Total number of pages including cover sheet, attachments, and document: 2

01/14/2002 BYRNE 00000600 75419759

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

01 FC:481 02 FC:482

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**ACKNOWLEDGMENT**

WHEREAS, FIT TV Holdings, LLC (the "Company"), a limited liability company organized under the laws of the State of Delaware, was a partner in FIT TV Partnership ("FIT TV Partnership"), a Delaware general partnership; and

WHEREAS, on or about April 25, 2000, FIT TV Partnership redeemed (the "Redemption") all of the outstanding partnership interests of FIT Partners, which at such time was the only other partner in FIT TV Partnership, and as a result of the Redemption, FIT Partners ceased having any rights and privileges as a partner of FIT TV Partnership; and

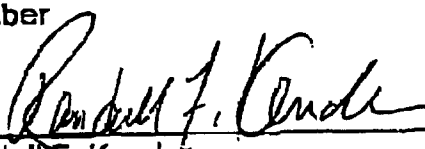
WHEREAS, by operation of law following the Redemption, FIT TV Partnership dissolved;

NOW, THEREFORE, the Company does hereby acknowledge that, as a result of the Redemption and by operation of law, the Company is the successor in interest to FIT TV Partnership and all of the rights, liabilities and obligations attendant thereto.

IN WITNESS WHEREOF, this Acknowledgment of the Company is executed on behalf of the Company by the undersigned officer on March 29, 2001.

FIT TV HOLDINGS, LLC

By: FOX ENTERTAINMENT GROUP, INC., its sole member

By:   
Randall F. Kender  
Vice President and Assistant Secretary

SCHEDULE A

SCHEDULE OF INTELLECTUAL PROPERTY

Serial No.	75/419759
Registration No.	1,891,376
Registration No.	2,263,889
Registration No.	2,263,888
Registration No.	1,911,848