

01-31-2002



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

101967062

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):

FIT TV Holdings LLC

1-702

- Individual(s)
- Association
- General Partnership
- Limited Partnership
- Corporation-State
- Other a Delaware Limited Liability Co

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

3. Nature of conveyance:

- Assignment
- Merger
- Security Agreement
- Change of Name
- Other Record to correct previous Doc.

Execution Date: June 28, 2001

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 _____
- Limited Partnership _____
- Corporation-State _____
- Other a Delaware Limited Liability Co.

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 registration number(s):

A. Trademark Application No.(s)

74/721051

B. Trademark Registration No.(s)

Additional number(s) attached Yes No

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

Name: Tara L. Suhay

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: 1

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

- 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.

Tara L. Suhay

Name of Person Signing

Signature

1/7/02

Date

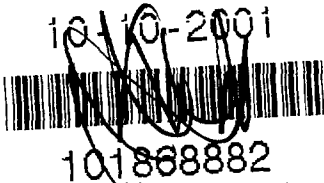
4

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

1/30/2002 11:41 AM 00000001 7-721051
01:40:45 40.00 34

TRADEMARK
REEL: 002434 FRAME: 0072



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** *9-28-01*
 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: _____
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
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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:
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10/09/2001 6TON11 00000123 231705 75237619
01 FC:481 40.00 CH
02 FC:482 50.00 CH

ASSIGNMENT OF U.S. TRADEMARKS

WHEREAS, FIT TV Holdings LLC, a Delaware Limited Liability Company, with its address at 1140 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, effective June 28, 2001, hereby assigns, sells and transfers 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: 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 2nd day of January, 2002, 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.

Notary Public

Camille Marcia Joseph
Notary Public, State of New York
No. 01JO6025169
Qualified in King County
Commission Expires June 28, 2003

SCHEDULE A

SCHEDULE OF INTELLECTUAL PROPERTY

Serial No. 75/237619

Serial No. 75/237620

Serial No. 74/721051

SCHEDULE A

SCHEDULE OF INTELLECTUAL PROPERTY

Serial No.

74/721051