



03-12-2002

04-12-2002



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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): 3-12-02  
 \_\_\_ Roxio, Inc. \_\_\_\_\_  
 \_\_\_ 461 Milpitas Boulevard \_\_\_\_\_  
 \_\_\_ Milpitas, CA 95035 \_\_\_\_\_

Type of Entity:  
 \_\_\_ Individual(s) \_\_\_\_\_ Association  
 \_\_\_ General Partnership \_\_\_\_\_ Limited Partnership  
 \_\_\_  Corporation-State of Delaware  
 \_\_\_ Other \_\_\_\_\_

2. Name and Address of Receiving Party(ies):  
 Name: \_\_\_ Hughes Electronics Corporation \_\_\_\_\_  
 Internal Address: \_\_\_\_\_  
 Street Address: \_\_\_ 200 N. Sepulveda Boulevard \_\_\_\_\_  
 City: \_\_\_ El Segundo \_\_\_\_\_ State: \_\_\_ CA \_\_\_\_\_ Zip: \_\_\_ 90245

Type of Entity:  
 \_\_\_ 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 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: \_\_\_ December 5, 2001 \_\_\_\_\_

4. Application number(s) or registration number(s):  
 A. Trademark Application Number(s):  
 \_\_\_ 75/197,143 \_\_\_\_\_  
 \_\_\_\_\_  
 \_\_\_\_\_

B. Trademark Registration No.(s):  
 \_\_\_\_\_  
 \_\_\_\_\_  
 \_\_\_\_\_

Additional numbers attached? \_\_\_ YES \_\_\_  NO

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

Name: Nancy V. Stephens  
 Internal Address: Foster Pepper & Shefelman PLLC  
1111 Third Avenue, Suite 3400  
Seattle, Washington 98101

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: \_\_\_\_\_  
 (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.

\_\_\_ Nancy V. Stephens  
Name of Person Signing

[Signature]  
Signature

\_\_\_ 3-12-02 \_\_\_\_\_  
Date

04/11/2002 LNWELLER 00000253 75197143  
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**TRADEMARK ASSIGNMENT**

WHEREAS, Roxio, Inc., ("Roxio"), located at 461 S. Milpitas Boulevard., Milpitas, California, 95035, has adopted and used the mark DIRECTCD; and

WHEREAS, Roxio is the application, by assignment, for federal registration for the mark DIRECTCD, Serial No. 75/197143 filed with the United States Patent and Trademark Office ("USPTO"); and

WHEREAS, the USPTO has issued a Notice of Allowance for the mark DIRECTCD; and

WHEREAS, Roxio has filed a Statement of Use for the mark DIRECTCD pursuant to Trademark Act Section 1(d) and Trademark Rule 2.88; and

WHEREAS, Hughes Electronics Corporation, ("Hughes"), a Delaware Corporation, located at 200 N. Sepulveda Boulevard, El Segundo, California, 90245, is desirous of acquiring said DIRECTCD mark;

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Roxio does hereby assign to Hughes all right, title and interest in and to said DIRECTCD mark, together with the goodwill of the business associated with the mark, and the above-identified application for registration of said mark.

ROXIO, INC.  
A Delaware Corporation

By: 

Its: Director of Legal Affairs and Secretary

Date: \_\_\_\_\_

State of \_\_\_\_\_ )

\_\_\_\_\_, ss)

County of \_\_\_\_\_

On this \_\_\_\_\_ day of \_\_\_\_\_, 20\_\_\_\_, before me appeared \_\_\_\_\_

\_\_\_\_\_, the person who signed this instrument on his own behalf, or who was authorized

to sign on behalf of the identified corporation or other juristic entity, who being sworn,

acknowledged that he signed this instrument as a free act.



Notary Public

*(see attached CA Acknowledgement)*

**CALIFORNIA ALL-PURPOSE ACKNOWLEDGMENT**

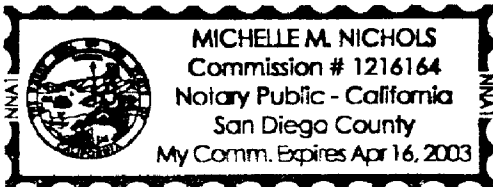
State of California

County of Santa Clara } ss.

On December 6, 2001 before me, Michelle Nichols, Notary Public  
Date Name and Title of Officer (e.g., "Jane Doe, Notary Public")

personally appeared William E. Grawney, Jr.  
Name(s) of Signer(s)

- personally known to me
- proved to me on the basis of satisfactory evidence



to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

WITNESS my hand and official seal.

*Michelle Nichols*  
Signature of Notary Public

Place Notary Seal Above

**OPTIONAL**

*Though the information below is not required by law, it may prove valuable to persons relying on the document and could prevent fraudulent removal and reattachment of this form to another document.*

**Description of Attached Document**

Title or Type of Document: Exhibit C "Trademark Assignment" to TM Settlement Agmt

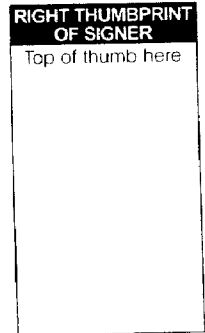
Document Date: 12/5/01 Number of Pages: 15  
(2 pg. Assignment)

Signer(s) Other Than Named Above: Hughes rep. on Agmt. & DirectTV rep. on Agmt. (Deeeco Assigned)

**Capacity(ies) Claimed by Signer**

Signer's Name: William E. Grawney, Jr.

- Individual
- Corporate Officer — Title(s): Secretary
- Partner —  Limited  General
- Attorney in Fact
- Trustee
- Guardian or Conservator
- Other: \_\_\_\_\_



Signer Is Representing: Roxio, Inc.