



To the Honorable Commissioner of

102143970

is attached original documents or copy thereof.

1. Name of conveying party(ies):
Vibe Ventures

- Individual(s)
- General Partnership - California
- Corporation
- Other

7.2.02

Additional name(s) of conveying parties attached? Yes No

2. Name and address of receiving parties:

Name: Vibe Ventures LLC

Internal Address: _____

Street Address: 205 Lexington Avenue

City: New York State: New York Zip: 10016

Country: USA

- Individual(s) Citizenship _____
- Association
- General Partnership
- Limited Partnership
- Corporation
- Other - Delaware limited liability company

If Assignee is not domiciled in the United States, a domestic representative designation is attached yes no

Additional name(s) & address(es) attached? Yes No

3. Nature of conveyance:

- Assignment
- Merger
- Security Agreement
- Change of Name
- Other _____

Effective Date: June 16, 1997

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

A. Trademark Application No(s):

B. Trademark Registration No(s)

2,563,930

Additional numbers attached? Yes No

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

Name: RIORDAN & McKINZIE

Internal Address: _____

Street Address: 300 South Grand Avenue

29th Floor,

City: Los Angeles State: CA Zip: 90071

6. Total number of applications and registrations involved in this request for correction: 1

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

Enclosed Check No. 103631

Any additional fees which may be required are

Authorized to be charged to deposit account

No. 50-1367

8. Deposit account number:

(Attach duplicate copy of this page if paying by deposit account)

07/05/2002 LMUELLER 00000082 2563930

01 FC:481

40.00 DP

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.

Diane M. Lambillotte
Name of Person Signing

Diane M. Lambillotte
Signature

June 26, 2002
Date

Total number of pages including cover sheet, attachments, and documents: [7 including check]

Mail documents to be recorded with required cover sheet information to:

Commissioner of Patents and Trademarks
Box Assignments
Washington, D.C. 20231

Public burden reporting for this sample cover sheet is estimated to average about 30 minutes per document to be recorded, including time for reviewing the document and gathering the date needed, and completing and reviewing the sample cover sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Office of Information Systems, PK2-1000C, Washington, D.C. 20231, and to the Office of Management and Budget, Paperwork Reduction Project (0651-0011), Washington, D.C., 20503.

TRADEMARK ASSIGNMENT

WHEREAS, **Vibe Ventures**, a California general partnership, with its principal place of business at 11100 Santa Monica Boulevard, Suite 1910, Los Angeles, California 90025 ("Assignor"), has adopted, owns and has a bona fide intention to use the trademark listed on Exhibit A hereto (the Mark");

WHEREAS, Assignor has applied to register the Mark on the Principal Register of the United States Patent and Trademark Office, which has subsequently matured into a registration, for the goods and/or services identified therein; and

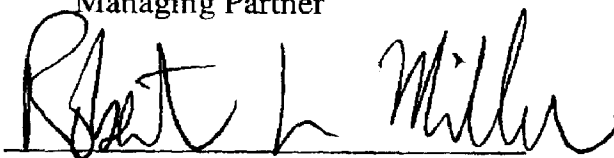
WHEREAS, **Vibe Ventures LLC**, a Delaware limited liability company, with a principal place of business at 205 Lexington Avenue, New York, New York 10016 ("Assignee"), desires to acquire the business of Assignor in connection with which Assignor has a bona fide intent to use the Mark, the pending application and registration, and any accompanying goodwill in connection with the Mark;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor hereby sells, assigns, and transfers to Assignee, its successors and assigns, all right, title, and interest in and to the Mark and the application/registration therefor, together with that portion of the business in connection with which it has a bona fide intention to use the Mark, and any and all goodwill of the business symbolized by the Mark.

This assignment is effective as of as June 16, 1997.

VIBE VENTURES

By: Goldrush Media, LLC
Managing Partner



Robert L. Miller
Manager

EXHIBIT A

Trademark	Serial No.	Registration No.
VIBE	75/267788	2,563,930