

08-28-2002

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



102204057

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):

ROAD RUNNER LLC

7-25-02

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

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

3. Nature of conveyance:

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

Execution Date: 6-14-02

2. Name and address of receiving party(ies)

Name: Time Warner Entertainment Company

L.P.

Internal Address: 15

Street Address: 75 Rockefeller Plaza

City: New York State: NY Zip: 10019

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership Delaware
- Corporation-State
- 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

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

A. Trademark Application No.(s) _____

B. Trademark Registration No.(s) 2,536,185

and 2,536,234

Additional number(s) attached Yes No

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

Name: Avis Frazier-Thomas

Internal Address: _____

Street Address: 4000 Warner Blvd.

156N #5076

City: Burbank State: CA Zip: 91522

6. Total number of applications and registrations involved: 2

7. Total fee (37 CFR 3.41).....\$ 65.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

23-0445

DO NOT USE THIS SPACE

9. Signature.

Avis Frazier-Thomas

Name of Person Signing

Signature

7-18-02

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

08/27/2002 010N11 00000072 230445 2536185

01 FC:481 40.00 CH
02 FC:482 25.00 CH

TRADEMARK
REEL: 002570 FRAME: 0605

TRADEMARK ASSIGNMENT

WHEREAS Road Runner LLC, a Delaware Limited Liability Company with offices at 13241 Woodland Park Road, Herndon, Virginia 20171, (hereinafter referred to as "Assignor") is the owner of all right, title and interest in and to the following trademarks (hereinafter referred to as the "Marks") and the United States trademark registrations therefor (hereinafter referred to as the "Registrations"):

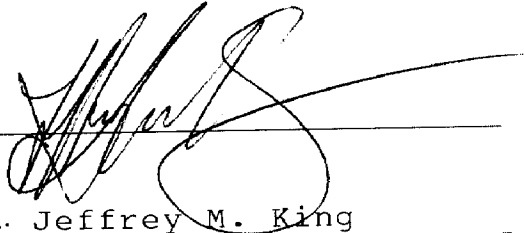
| <u>Registration Number</u> | <u>Trademark</u> |
|----------------------------|---|
| 2,536,185 | ROAD RUNNER POWER MEDIA SERVICES |
| 2,536,234 | RPM ROAD RUNNER POWER MEDIA SERVICES AND DESIGN |

WHEREAS, Time Warner Entertainment Company, L.P., a limited partnership organized and existing under the laws of the State of Delaware, with offices located at 75 Rockefeller Plaza, New York, New York 10019 (hereinafter referred to as "Assignee"), is desirous of acquiring all right, title and interest in and to the Marks and Registrations, together with the goodwill of the business symbolized by the Marks and Registrations;

NOW, THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, Assignor hereby transfers and assigns to Assignee, its successors and assigns, the entire right, title and interest in and to the aforementioned Marks and Registrations together with the goodwill of the business symbolized by and associated with the Marks and Registrations, together with the right to sue for and recover damages for past infringement of the Marks and Registrations, and to stand in place of Assignor in all matters related thereto.

ROAD RUNNER LLC

Date: June 14, 2002

By:  _____

Name: Jeffrey M. King

Title: President

BEFORE USING THIS ORDER FORM read the important information on the reverse side

MAIL TO: Commissioner of Patents and Trademarks Washington, DC 20231

DATE 7/23/2002

FOR OFFICE USE ONLY

ACCOUNT NO. 23-0445

ORDER NO.: 2398

ITEM OR SERVICE

VALUE FURNISHED ACTION OR DEED

Name and Address of Depository:

Warner Bros. 4000 Warner Boulevard Burbank, California 91522

DESCRIPTION OF ARTICLES OR SERVICES TO BE FURNISHED

*FEE: 65.00

FOR: for filing TWO Recordations

MARK: ROAD RUNNER POWER MEDIA SERVICES & RPM ROAD RUNNER POWER MEDIA SERVICES AND DESIGN

SERIAL NO./REGISTRATION NO.: 2,536,185 & 2,536,234

INT'L CLASS (ES):

* If any additional charges are needed please charge Deposit Account

If additional spaces are needed please attach separate sheet.

(Signature) *Nils Victor Montan*

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Nils Victor Montan c/o Warner Bros. 4000 Warner Blvd. Burbank, CA 91522

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23-0445

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Burbank, California 91522

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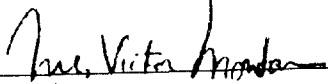
MARK: ROAD RUNNER POWER MEDIA SERVICES & RPM ROAD RUNNER POWER MEDIA SERVICES
AND DESIGN

SERIAL NO./REGISTRATION NO.: 2,536,185 & 2,536,234

INT'L CLASS (ES):

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Burbank, CA 91522

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