

11-07-2002



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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): TOTO-LY OZ 89 Auburn Street PMB 1274 Portland, ME 04103 10-30-02 Individual(s) Association General Partnership Limited Partnership [X] Corporation-State Other Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies) Name: Turner Entertainment Co. Internal Bldg. 156, Room 5078 Address: Street Address: 4000 Warner Blvd. City: Burbank State: CA Zip: 91522 Individual(s) citizenship Association General Partnership Limited Partnership [X] Corporation-State Delaware 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

3. Nature of conveyance: [X] Assignment Merger Security Agreement Change of Name Other Execution Date: 01/01/2002

4. Application number(s) or registration number(s): A. Trademark Application No.(s) 75/797,485 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: Avis Frazier-Thomas Internal Address: Bldg. 156, Room 5076 Street Address: 4000 Warner Blvd. City: Burbank State: CA Zip: 91522

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: 08-0573

DO NOT USE THIS SPACE

9. Signature: Avis Frazier-Thomas Name of Person Signing Signature Date 10/16/2002

Total number of pages including cover sheet, attachments, and document: 4

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

11/06/2002 TDIAZ1 00000129 080573 75797485 01 FC:4521 40.00 CH

TRADEMARK REEL: 002612 FRAME: 0117

TRADEMARK ASSIGNMENT

WHEREAS, TOTO-LY OZ, a Maine corporation, with offices at 89 Auburn Street PMB 1274, Portland, Maine 04103 (hereinafter referred to as "Assignor") is the owner of all right, title and interest in and to the following trademark (hereinafter referred to as the "Mark")

Serial Number

75/797,485

Trademark

TOTO-LY OZ

WHEREAS, Turner Entertainment Co., a corporation organized and existing under the laws of the State of Georgia, with offices at One CNN Center, Atlanta, Georgia 30348-5366 (hereinafter referred to as "Assignee"), is desirous of acquiring all right, title and interest in and to the Mark, together with the goodwill of the business symbolized by the Mark.

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 Mark together with the goodwill of the business symbolized by and associated with the Mark, together with the right to sue for and recover damages for past infringement of the Mark and to stand in place of Assignor in all matters related thereto.

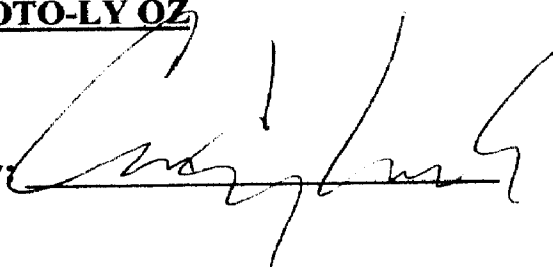
The undersigned has executed this assignment effective as of January 1, 2002.

Date:

7/11/02

TOTO-LY OZ

By:



Name: **Cindy Leach**

Title: **President**