



11-12-2002



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U.S. DEPARTMENT OF COMMERCE  
U.S. Patent and Trademark Office

Form PTO-1594  
(Rev. 03/01)  
OMB No. 0651-0027 (exp. 5/31/2002)\*  
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): 11-4-02  
Shop at Home, Inc. and SAH Acquisition Corporation  
 Individual(s)       Association  
 General Partnership       Limited Partnership  
 Corporation-State  
 Other \_\_\_\_\_

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

3. Nature of conveyance:  
 Assignment       Merger  
 Security Agreement       Change of Name  
 Other \_\_\_\_\_

Execution Date: 10/18/02

2. Name and address of receiving party(ies)  
Name: Partners-SAH L.L.C.  
Internal Address: \_\_\_\_\_  
Address: \_\_\_\_\_  
Street Address: 5388 Hickory Hollow Parkway  
City: Antioch State: TN Zip: 37013  
 Individual(s) citizenship \_\_\_\_\_  
 Association \_\_\_\_\_  
 General Partnership \_\_\_\_\_  
 Limited Partnership \_\_\_\_\_  
 Corporation-State \_\_\_\_\_  
 Other Tennessee 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

4. Application number(s) or registration number(s):  
A. Trademark Application No.(s) \_\_\_\_\_  
76/397,029

B. Trademark Registration No.(s) 2472296;  
2513268; 1979532

Additional number(s) attached  Yes  No

5. Name and address of party to whom correspondence concerning document should be mailed:  
Name: Frank H. Andorka  
Internal Address: Baker & Hostetler LLP  
3200 National City Center  
Street Address: 1900 East 9th Street  
City: Cleveland State: OH Zip: 44114

6. Total number of applications and registrations involved: 12

7. Total fee (37 CFR 3.41).....\$ 315  
 Enclosed  
 Authorized to be charged to deposit account

8. Deposit account number:  
02-0396

DO NOT USE THIS SPACE

9. Signature.  
Frank H. Andorka  
Name of Person Signing

Frank H. Andorka  
Signature

10/25/02  
Date

Total number of pages including cover sheet, attachments, and document: 5

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

11/06/2002 6T0111 00000248 76397029

01 FC:0521 40.00 OP  
02 FC:0522 275.00 OP

TRADEMARK  
REEL: 002613 FRAME: 0671



**Additional Application Numbers**

(Continuation of Item 4A)

76/258,998

76/258,997

76/258,996

76/258,995

76/026,663

76/026,662

75/758,579

75/683,349

**TRADEMARK ASSIGNMENT**

WHEREAS, Shop At Home, Inc., a Tennessee corporation having an address at 5388 Hickory Hollow Parkway, Antioch, Tennessee 37013, and SAH Acquisition Corporation, a Tennessee corporation having an address at 5388 Hickory Hollow Parkway, Antioch, Tennessee 37013 ("Transferors"), have adopted and are using the trademarks and service marks identified on Schedule A, attached hereto and made a part hereof; and

WHEREAS, Transferors are the owners of the United States Trademark Registration and the United States Service Mark Registration identified on Schedule A and the owner of the pending United States Trademark and Service Mark Applications identified on Schedule A; and

WHEREAS, Partners – SAH L.L.C., a Tennessee limited liability company having its principal place of business at 5388 Hickory Hollow Parkway, Antioch, Tennessee ("Transferee"), is desirous of acquiring said trademarks and service marks, their respective interests in said trademark and service mark registrations, said trademark and service mark applications, and the goodwill associated therewith;

NOW, THEREFORE, for good and valuable consideration, Transferors do hereby assign unto Transferee, all right, title, and interest in and to the said trademarks and service marks, together with the goodwill of the business symbolized by the said trademarks and service marks and the above-identified registrations and applications of and for the said trademarks and service marks.

Signed at Nashville, this 18th day of October, 2002.

SHOP AT HOME, INC.

By Arthur D. Tek

Name Arthur D. Tek  
Title Executive Vice President and Chief Financial Officer

STATE OF Tennessee )  
 ) SS.  
COUNTY OF Davidson )

On this 18th day of October, 2002, before me personally came Arthur D. Tek, to me known to be the Chief Financial Officer of Shop At Home, Inc., a Tennessee corporation, one of the assignors above-named, and acknowledged that he/she executed the foregoing instrument and he/she did swear that he/she executed this assignment as his/her free act on behalf of said assignor and pursuant to authority duly received.

Deborah L. Butler  
NOTARY PUBLIC  
Notary Public  
DEBORAH L. BUTLER  
NOTARY PUBLIC  
COUNTY OF DAVIDSON, TENNESSEE

SAH ACQUISITION CORPORATION

By [Signature]

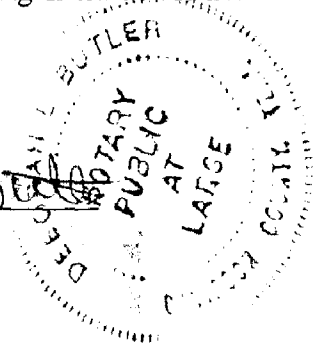
Name George J. Phillips

Title Secretary

STATE OF Tennessee )  
 ) SS.  
COUNTY OF Davidson )

On this 18<sup>th</sup> day of October, 2002, before me personally came George J. Phillips, to me known to be the Secretary of SAH Acquisition Corporation, a Tennessee corporation, one of the assignors above-named, and acknowledged that he/she executed the foregoing instrument and he/she did swear that he/she executed this assignment as his/her free act on behalf of said assignor and pursuant to authority duly received.

[Signature]  
Notary Public



Schedule A—Trademarks and Service Marks

Registrations

Mark	Class	Registration Number	Date of Registration
MAKING COLLECTIBLES CLICK	35	2,472,296	7/24/01
GET REAL	35	2,513,268	11/27/01
BELLA LUCE	14	1,979,532	6/11/96

Applications

Mark	Class	Application Number	Date of Application
SHOP NEW YORK w/Design	35, 41	76/397,029	4/16/02
SHOPATHOMETV.COM	35	76/258,998	5/19/01
SHOPATHOMETV.COM w/Design	35	76/258,997	5/19/01
SHOPATHOMETV.COM	38	76/258,996	5/19/01
SHOPATHOMETV.COM w/Design	38	76/258,995	5/19/01
PEACE OF MIND GUARANTEE	35, 36, 42	76/026,663	4/14/00
WE'RE NOT.COMMON	35, 42	76/026,662	4/14/00
BELLA ARGENTO	14	75/758,579	7/23/99
SHOP AT HOME NETWORK w/Design	35, 42	75/683,349	4/15/99

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