

Form PTO-1594 (Rev. 10/02) OMB No. 0651-0027 (exp. 6/30/2005) Tab settings

RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

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.

<p>1. Name of conveying party(ies):</p> <p><u>PBI Media, LLC</u></p> <p><input type="checkbox"/> Individual(s) <input type="checkbox"/> Association <input type="checkbox"/> General Partnership <input type="checkbox"/> Limited Partnership <input type="checkbox"/> Corporation-State <input checked="" type="checkbox"/> Other <u>Limited Liability Company</u></p> <p>Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes <input type="checkbox"/> No</p>	<p>2. Name and address of receiving party(ies)</p> <p>Name: <u>Mindshare Ventures, LLC</u> Internal: Address: <u>Attn: Rick Friedman</u> Street Address: <u>1384 Broadway, 20th Floor</u> City: <u>NY</u> State: <u>NY</u> Zip: <u>10018</u></p> <p><input type="checkbox"/> Individual(s) citizenship <input type="checkbox"/> Association <input type="checkbox"/> General Partnership <input type="checkbox"/> Limited Partnership <input type="checkbox"/> Corporation-State <input checked="" type="checkbox"/> Other <u>Limited Liability Company</u></p> <p><small>If assignee is not domiciled in the United States, a domestic representative designation is attached: <input type="checkbox"/> Yes <input type="checkbox"/> No (Designations must be a separate document from assignment) Additional name(s) & address(es) attached? <input type="checkbox"/> Yes <input type="checkbox"/> No</small></p>
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<p>3. Nature of conveyance:</p> <p><input checked="" type="checkbox"/> Assignment <input type="checkbox"/> Merger <input type="checkbox"/> Security Agreement <input type="checkbox"/> Change of Name <input type="checkbox"/> Other _____</p> <p>Execution Date: <u>May 9, 2003</u></p>	
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<p>4. Application number(s) or registration number(s):</p> <p>A. Trademark Application No.(s)</p> <p><u>None</u></p>	<p>B. Trademark Registration No.(s) <u>1638764</u> <u>2147138</u></p> <p>Additional number(s) attached <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>
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<p>5. Name and address of party to whom correspondence concerning document should be mailed:</p> <p>Name: <u>Jodi Zotkow, Esq.</u> Internal Address: <u>Feldman Weinstein LLP</u> <u>The Graybar Building</u> Street Address: <u>420 Lexington Avenue</u> <u>Suite 2620</u> City: <u>NY</u> State: <u>NY</u> Zip: <u>10170</u></p>	<p>6. Total number of applications and registrations involved: </p> <p>7. Total fee (37 CFR 3.41).....\$ <u>65</u></p> <p><input checked="" type="checkbox"/> Enclosed <u>Credit Card Payment Form</u> <input type="checkbox"/> Authorized to be charged to deposit account</p> <p>8. Deposit account number: _____</p> <p><small>(Attach duplicate copy of this page if paying by deposit account)</small></p>
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DO NOT USE THIS SPACE

<p>9. Statement and signature.</p> <p><i>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.</i></p>		
<p><u>Jodi Zotkow</u> Name of Person Signing</p>	<p><u>Jodi Zotkow</u> Signature</p>	<p><u>June 3, 2003</u> Date</p>
<p>Total number of pages including cover sheet, attachments, and document: 6</p>		

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

OP \$65.00 1638764

ASSIGNMENT OF TRADEMARK (US 1998)

WHEREAS, PBI MEDIA, LLC, a Delaware limited liability company ("Assignor"), is the owner of record of the trademark listed on Annex A hereto (collectively, the "Mark"); and

WHEREAS, pursuant to the Asset Purchase Agreement, dated as of May 9, 2003, by and between MINDSHARE VENTURES, LLC, a Delaware limited liability company ("Assignee"), and Assignor, Assignor is obligated to assign to Assignee the Marks.

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Assignor does hereby assign unto Assignee all right, title and interest in and to the Mark, together with the goodwill of the business in connection with which the Mark is used and which is symbolized by the Mark, and the right to sue and recover for past infringements of the Mark.

IN WITNESS WHEREOF, the undersigned has caused this Assignment of Trademark to be duly executed as of this 9th day of May, 2003.

PBI MEDIA, LLC

By:  _____

Name: Ed Pinedo

Title: Chief Financial Officer

Annex A

TRADEMARK (UNITED STATES)

<u>Name of Mark</u>	<u>Registration Number</u>	<u>T&T International Classes</u>	<u>Date of First Use</u>
SHOWBIZ EXPO	2,147,138	35 (registered 3/31/98)	

ASSIGNMENT OF TRADEMARK (US 1991)

WHEREAS, PBI MEDIA, LLC, a Delaware limited liability company ("Assignor"), is the owner of record of the trademark listed on Annex A hereto (collectively, the "Mark"); and

WHEREAS, pursuant to the Asset Purchase Agreement, dated as of May 9, 2003, by and between MINDSHARE VENTURES, LLC, a Delaware limited liability company ("Assignee"), and Assignor, Assignor is obligated to assign to Assignee the Marks.

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Assignor does hereby assign unto Assignee all right, title and interest in and to the Mark, together with the goodwill of the business in connection with which the Mark is used and which is symbolized by the Mark, and the right to sue and recover for past infringements of the Mark.

IN WITNESS WHEREOF, the undersigned has caused this Assignment of Trademark to be duly executed as of this 9th day of May, 2003.

PBI MEDIA, LLC

By: _____

Name: Ed Pinedo

Title: Chief Financial Officer

Annex A

TRADEMARK (UNITED STATES)

<u>Name of Mark</u>	<u>Registration Number</u>	<u>T&T International Classes</u>	<u>Date of First Use</u>
SHOWBIZ EXPO	1,638,764	42 (registered 3/19/91)	

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FACSIMILE TRANSMITTAL COVER PAGE

DATE: June 3, 2003 **TOTAL PAGES** (including this page) 7

TO: Patent and Trademark Commission Assignment Division

RE: Assignment of Trademarks

FACSIMILE NUMBER: 703-306-5996

FROM: Jodi S. Zotkow, Esq.

MESSAGE: Please file attached trademark assignments and send proof of filing via facsimile to (212) 997-4242 and via regular mail if possible.

If you have any further questions please contact me at 212-931-8706.

If you do not receive all of the following pages, please call us immediately at (212) 869-7000. Our facsimile number is (212) 997-4242.

NOTE: THIS MESSAGE IS INTENDED ONLY FOR THE USE OF THE INDIVIDUAL OR ENTITY TO WHICH IT IS ADDRESSED AND MAY CONTAIN INFORMATION THAT IS PRIVILEGED, CONFIDENTIAL AND EXEMPT FROM DISCLOSURE. IF THE READER OF THIS MESSAGE IS NOT THE INTENDED RECIPIENT, YOU ARE HEREBY NOTIFIED THAT ANY DISSEMINATION, DISTRIBUTION OR COPYING OF THIS COMMUNICATION IS STRICTLY PROHIBITED. IF YOU HAVE RECEIVED THIS COMMUNICATION IN ERROR, PLEASE NOTIFY US IMMEDIATELY AT (212) 869-7000 AND RETURN THE ORIGINAL MESSAGE TO US BY MAIL. THANK YOU
