

06-10-2003



Form PTO-1594
1-31-92

U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

102468975

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):
Greater Twin Cities United Way **6-4-03**

Individuals Association
 General Partnership - Limited Partnership
 Corporation-State - Minnesota
 Other

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

2. Name and address of receiving party(ies):

Name: Discovery Communications, Inc.
 Internal Address: _____
 Street Address: One Discovery Place
 City: Silver Spring State: MD ZIP: 20910

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

3. Nature of conveyance:

Assignment Merger
 Security Interest Change of Name
 Other _____

Execution Date: May 22, 2003

4. Application number(s) or registration number(s):
 A. Trademark Application No.(s)

Additional numbers attached? Yes No

Trademark Registration No.(s)
1,997,850

5. Name and address of party to whom correspondence concerning document should be mailed:
 Name: Meredith Schorr
 Internal Address: c/o White & Case LLP

Street Address: 1155 Avenue of the Americas
 City: New York State: NY ZIP: 10036

6. Total number of applications and registration involved _____

7. Total fee (37 CFR 3.41): \$ 40.00
 Enclosed
 Authorized to be charged to deposit account

8. Deposit account number: _____
23-1705 (in event of deficiency)
 (Attach duplicate copy of this page if paying by deposit account)

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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.

Meredith Schorr Meredith Schorr 6/4/03
 Name of Person Signing Signature Date

Total number of pages comprising cover sheet: 1

OMB No. 0651-0011 (exp. 4/94)

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

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Director of US Patent and Trademark Office
PO Box 1450
Alexandria, VA 22313-1450

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TRADEMARK ASSIGNMENT

Whereas, United Way of Minneapolis Area, now Greater Twin Cities United Way, a Minnesota non-profit corporation having an address at 404 South Eighth Street, Minneapolis, Minnesota 55404, (hereinafter "ASSIGNOR") has used and registered the mark DISCOVERY, under registration number 1,997,850 in the United States Patent and Trademark Office on September 3, 1996 (hereinafter the "Mark") and

Whereas, ASSIGNOR wishes to assign all its right title and interest in the Mark, together with the goodwill associated therewith and the registration thereof, to Discovery Communications, Inc. a Delaware corporation having an address at 7700 Wisconsin Avenue, Bethesda, Maryland 20814 (hereinafter "ASSIGNEE").

Now therefore, in consideration of the payment of One Dollar (\$1.00) and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged by ASSIGNOR, ASSIGNOR sells, transfers, conveys and assigns to ASSIGNEE all of ASSIGNOR'S right, title and interest in and to the Mark, the registration thereof and the goodwill associated with and symbolized by the Mark.

ASSIGNOR agrees to not use the word DISCOVERY as a trade or service mark or in a trade or service mark from this date forward.

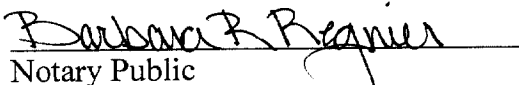
Greater Twin Cities United Way
ASSIGNOR

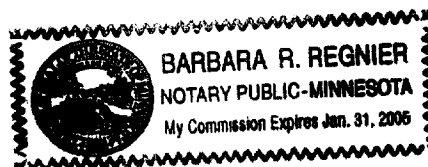
By: _____


James C. Colville

Title: Chief Executive Officer

Subscribed and sworn to before me
this 22 day of May, 2003.


Notary Public



M2:20544667.01