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JUN 18 2003
PATENT & TRADEMARK OFFICE

06-24-2003

6. LP 63

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

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

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):

Rysher Entertainment, L.L.C.

- [ ] Individual(s)
- [ ] Association
- [ ] General Partnership
- [ ] Limited Partnership
- [ ] Corporation-State
- [x] Other Limited Liability Company - DE

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

2. Name and address of receiving party(ies)

Name: JPMorgan Chase Bank

Internal Address: Garrett Verdone

Street Address: 1166 Avenue of the Americas

City: New York State: NY Zip: 10178

- [ ] Individual(s) citizenship
- [ ] Association
- [ ] General Partnership
- [ ] Limited Partnership
- [ ] Corporation-State
- [x] Other NY Banking Corporation

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:

- [ ] Assignment
- [ ] Merger
- [ ] Security Agreement
- [ ] Change of Name
- [x] Other Termination of Trademark Security Agreement

Execution Date: June 9, 2003

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

A. Trademark Application No.(s)

N/A

B. Trademark Registration No.(s)

1,629,838

Additional number(s) attached [x] Yes [ ] No

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

Name: Joanne DeSilva

Internal Address: Morgan, Lewis & Bockius LLP

Street Address: 101 Park Avenue

City: New York State: NY Zip: 10178

6. Total number of applications and registrations involved: 17

7. Total fee (37 CFR 3.41).....$ 440.00

- [ ] Enclosed
- [x] Authorized to be charged to deposit account

8. Deposit account number:

13-4520

(Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

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.

Meyten Kashi — Name of Person Signing

[signature] — Signature

6/16/03 — Date

Total number of pages including cover sheet, attachments, and document: ~~9~~ 10

06/23/2003 DBYRNE 00000019 134520 1629838
01 FC:8521 40.00 DA
02 FC:8522 400.00 DA

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

Schedule A

Trademarks

Trademark	Registration Number	Registration Date	Jurisdiction Where Issued/Registered	Registrant	Material Licenses, etc.
Bing Crosby Productions, Inc.	1,629,838 Expired-Rysher is re-applying.	1/1/91	Federal (now expired)	Bing Crosby Productions, Inc. (now Bing Crosby Productions, LLC)	None.
Rysher Entertainment	1,904,707	7/11/95	Federal	Rysher Entertainment, L.L.C.	None.
Television Program Enterprises	1,526,157	02/21/89	Federal	Rysher Entertainment, L.L.C.	None.
S.O.F.: Special Ops Force	2,267,908	08/03/99	Federal	Rysher Entertainment, L.L.C.	None.
Nash Bridges	2,174,650	07/21/98	Federal	Rysher Entertainment, L.L.C.	None.
Star Search	2,482,630	08/28/01	Federal	Rysher Entertainment, L.L.C.	None.
Strange Universe	2,139,040	02/24/98	Federal	Rysher Entertainment, L.L.C.	None.
VR.5 and Design	2,028,244	01/07/97	Federal	Rysher Entertainment, L.L.C.	None.
VR.5 (Stylized)	2,024,949	12/24/96	Federal	Rysher Entertainment, L.L.C.	None.
Runaway with the Rich and Famous	1,681,490	03/31/92	Federal	Rysher Entertainment, L.L.C.	None.
Preview the Best of the New	1,961,214	03/12/96	Federal	Rysher Entertainment, L.L.C.	None.
Lifestyles of the Rich and Famous	1,581,957	02/06/90 Renewed (09/12/00)	Federal	Rysher Entertainment, L.L.C.	None.
The Rich and Famous 1987 World's Best	1,490,712	05/31/88	Federal	Rysher Entertainment, L.L.C.	None.
Start of Something Big	1,455,790	09/01/87	Federal	Rysher Entertainment, L.L.C.	None.

Trademark	Registration Number	Registration Date	Jurisdiction Where Issued/Registered	Registrant	Material Licenses, etc.
Fame Fortune & Romance	1,450,087	07/28/87	Federal	Rysher Entertainment, L.L.C.	None.
Hogan's Heroes	1,551,696	08/15/89	Federal	Bing Crosby Productions, Inc.	None.**
Hogan's Heroes	2,055,298	4/22/97	Federal	Bing Crosby Productions, Inc.	None.**

** Pursuant to an option agreement between Bing Crosby Productions and Revolution Studios Development Company, LLC, which agreement is still being negotiated, certain remake rights are being licensed by Bing Crosby Productions to Revolution Studios Development Company, LLC.

TERMINATION OF TRADEMARK SECURITY INTEREST

This TERMINATION OF TRADEMARK INTEREST is executed as of June 9, 2003 by JPMorgan Chase Bank, as Administrative Agent, (in its capacity as such, the "Administrative Agent") with reference hereby made to that certain Credit, Security, Guaranty and Pledge Agreement, dated as of May 7, 2002 (as the same may be amended, supplemented or otherwise modified, renewed or replaced from time to time, the "Credit Agreement"), among Rysher Entertainment, L.L.C. (the "Borrower"), the Guarantors referred to therein (the Borrower and the Guarantors being collectively referred to herein as the "Pledgors"), the Lenders referred to therein and the Administrative Agent.

WHEREAS, pursuant to the Credit Agreement, the Pledgors executed and delivered to the Administrative Agent (on behalf of itself and the Lenders) a Trademark Security Agreement dated as of May 7, 2002 (the "Trademark Security Agreement") which was recorded with the United States Patent and Trademark Office for the trademarks listed on Schedule A hereto and all of the goodwill of the businesses connected with the use of, and symbolized by, such trademarks, and the trademark licenses listed on Schedule B attached hereto (collectively the "Trademark Collateral").

WHEREAS, the Pledgors have requested that the Administrative Agent release the liens and security interests granted to it (for the benefit of itself and the Lenders) in the right, title and interest in and to the Trademark Collateral (to the extent of the Pledgors' interest therein) pursuant to the Trademark Security Agreement.

For good and valuable consideration, receipt of which is hereby acknowledged, the Administrative Agent hereby, for the benefit of itself and the Lenders:

(A) terminates the Trademark Security Agreement.

(B) releases the liens and security interests granted to it in the Trademark Collateral pursuant to the Trademark Security Agreement and acknowledges, agrees and confirms that it has no right, title or interest in or to (or security interest in) the Trademark Collateral; and

(C) to the extent that the Administrative Agent or any of the Lenders shall be deemed to have any right, title or interest in the Trademark Collateral, retransfers and reassigns to the Pledgors all of such right, title and interest.

This Termination of Trademark Security Interest shall be governed by the laws of the State of New York and shall relate solely to the Trademark Security Agreement.

IN WITNESS WHEREOF, the undersigned has caused this Termination of Trademark Interest to be executed by its duly authorized officer as of the date first written above.

JPMORGAN CHASE BANK
as Administrative Agent, for the benefit of itself and the Lenders

By: _____
Name:
Title:

TRADEMARK
REEL: 002762 FRAME: 0320

STATE OF ~~CALIFORNIA~~ New York)
: ss.:
COUNTY OF ~~LOS ANGELES~~ Kings)

On this the 13 day of June, 2003, before me, Renee M. Vargas, the undersigned Notary Public, personally appeared Garrett Verdone,

[✓] personally known to me,

[ ] proved to me on the basis of satisfactory evidence, to be the Senior Vice President of JPMorgan Chase Bank who executed the foregoing instrument on behalf of JPMorgan Chase Bank, the banking corporation described in and which executed the foregoing instrument.

WITNESS my hand and official seal.

Renee M. Vargas
Notary Public

RENEE M. VARGAS
NOTARY PUBLIC, STATE OF NEW YORK
No. 01VA6080128
QUALIFIED IN KINGS COUNTY
MY COMMISSION EXPIRES SEPT. 9, 2006

TRADEMARK
REEL: 002762 FRAME: 0321

Schedule B

Trademark Licenses

I. Material Licenses

Licensee	Property
NONE	

II. Material Agreements

NONE

1-NY/1616484.1