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Form PTO-1594 (Rev. 10/02)

MRP 1/27/04

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

Tab settings

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

1. Name of conveying party(ies):
Time Warner Entertainment Company, L.P.
(a Delaware limited partnership)

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

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

2. Name and address of receiving party(ies)
Name: Warner Communications Inc.
Internal Address: _____
Street Address: 75 Rockefeller Plaza
City: New York State: NY Zip: 10019

Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 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:
 Assignment Merger
 Security Agreement Change of Name
 Other _____

Execution Date: 3/31/03

4. Application number(s) or registration number(s):
 A. Trademark Application No. (s) See Attached
 B. Trademark Registration No. (s) See Attached

Additional number(s) attached Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
 Name: Robert T. Scherer
 Internal Address: Time Warner Inc.
 Street Address: 75 Rockefeller Plaza, 24th Flo
 City: New York State: NY Zip: 10019

6. Total number of applications and registrations involved: 45

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

8. Deposit account number:
See OK

DO NOT USE THIS SPACE

9. Signature.
 Kristen Dubberstein *Kristen Dubberstein* Feb 12, 2004
 Name of Person Signing Signature Date

Total number of pages including cover sheet, attachments, and document: 6
Mail documents to be recorded with required cover sheet information to:
Commissioner of Patent & Trademarks, Box Assignments
Washington, D.C. 20231

SCHEDULE A - TRADEMARKS

A. TRADEMARK APPLICATIONS

<u>TRADEMARK</u>	<u>STATUS</u>	<u>CLASS</u>	<u>APPLICATION NO.</u>	<u>FILING DATE</u>
A LITTLE PEACE OF MIND	Pending	42	76/347901	December 13, 2001
ANSWERS ON DEMAND	Pending	41	78/197468	December 23, 2002
LOVE CABLE	Pending	38	76/481617	January 10, 2003
MAS LATINO	Pending	41	76/418004	June 7, 2002
OMNIO TV	Pending	38	76/405849	May 6, 2002
OMNIO TV	Pending	9	76/405324	May 6, 2002
OMNIO TV	Pending	41	76/405323	May 6, 2002
WEATHERBUDDY	Pending	41	76/248684	April 30, 2001

SCHEDULE A - TRADEMARKS

B. TRADEMARK REGISTRATIONS

TRADEMARK	STATUS	CLASS	REGISTRATION NO.	REG. DATE:
BROADBAND WEATHER	Registered	42	2,560,661	April 9, 2002
CAROUSEL	Registered	38	2,007,272	October 8, 1996
CELLULAR, PAGERS AND OTHER COOL STUFF	Registered	42	2,099,987	September 23, 1997
CPN	Registered	41	1,409,886	September 16, 1986
FSN FULL SERVICE NETWORK & DESIGN	Registered	41, 42	2,102,351	September 30, 1997
FSN FULL SERVICE NETWORK & DESIGN	Registered	38, 41	2,146,562	March 24, 1998
IMAGINE WHAT'S NEXT	Registered	38	2,383,452	September 5, 2000
INSIDE CITY HALL	Registered	41	1870062	December 27, 1994
IT'S NOT WHAT YOU KNOW IT'S WHEN YOU KNOW IT	Registered	38	2,148,280	March 31, 1998
MARKETPLACE HAWAII	Registered	35, 41	2,240,668	April 20, 1999
METROCHOICE	Registered	38	2,276,507	September 7, 1999
NEW YORK 1 NEWS	Registered	41	1830657	April 12, 1994
NEW YORK NEWS	Registered	41	2,126,017	December 30, 1997
NY 1 & DESIGN	Registered	41	1,819,241	February 1, 1994

SCHEDULE A - TRADEMARKS

B. TRADEMARK REGISTRATIONS

NY1	Registered	41	2,692,156	March 4, 2003
O LOGO	Registered	38	2,127,546	January 6, 1998
O LOGO	Registered	41	2,127,545	January 6, 1998
OCEANIC WAVE	Registered	38	2,200,404	October 27, 1998
OMNIO	Registered	41	2,087,966	August 12, 1997
OMNIO	Registered	38	2,087,968	August 12, 1997
OMNIO & DESIGN	Registered	41, 42	2,086,220	August 5, 1997
OMNIO & DESIGN	Registered	38	2,095,537	September 9, 1997
PLAYPAD	Registered	9	2,173,664	July 14, 1998
PROMPTU	Registered	41	2,065,375	May 27, 1997
SABOR LATINO	Registered	41	2,789,441	December 2, 2003
SAVE TIME	Registered	38	2,204,898	November 24, 1998
SKATEKID	Registered	41	2,099,755	September 23, 1997
STRAPHANGERS REPORT	Registered	41	1,886,810	March 28, 1995
THE AD CHANNEL (and Design)	Registered	41	1,361,079	September 17, 1985
THE ROAD TO CITY HALL	Registered	41	1862837	November 15, 1994
THE TOTAL DIGITAL HOME	Registered	38, 41	2,733,972	July 8, 2003
TIME TO WIN	Registered	35	2,207,494	December 1, 1998
TV NAVIGATOR	Registered	42	2,209,596	December 8, 1998

SCHEDULE A - TRADEMARKS

B. TRADEMARK REGISTRATIONS

VIP BOX OFFICE	Registered	35	2,378,067	August 15, 2000
WE BELONG TOGETHER	Registered	38	2,138,861	February 24, 1998
WHERE IMAGINATION SOARS & THE SPIRIT TAKES FLIGHT	Registered	38, 41	2,281,206	September 28, 1999
WORKING STRAIGHT THROUGH THE MILLENNIUM	Registered	38	2,145,422	March 17, 1998

TRADEMARK ASSIGNMENT

WHEREAS, TIME WARNER ENTERTAINMENT COMPANY, L.P., a Delaware limited partnership, located at 75 Rockefeller Plaza, New York, New York 10019, United States of America (hereinafter "Assignor") is the owner of all right, title and interest in and to the trademarks and service marks set forth on Schedule A hereto and of the recited registrations and applications therefor (hereinafter "the Marks");

WHEREAS, WARNER COMMUNICATIONS INC., a Delaware corporation, located at 75 Rockefeller Plaza, New York, New York 10019, United States of America (hereinafter "Assignee") is desirous of acquiring the Marks; and

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the Assignor does hereby assign to the Assignee all right, title and interest in and to the Marks, along with the goodwill of the business symbolized by and associated with the Marks, that portion of the business to which the Marks pertain, and all rights to proceeds from any claim which Assignor may have against third parties for past, present or future infringement of the Marks.

This assignment is effective as of March 31, 2003.

Time Warner Entertainment Company, L.P.

By: Shira Perlmutter
Name: Shira Perlmutter
Title: Vice President

State of New York :
:ss

County of New York :

On the 26th day of January, 2004, before me, the undersigned, a Notary Public in and for said state, personally appeared Shira Perlmutter, personally known to me or proved to me on the basis of satisfactory evidence to be the individual whose name is subscribed to the attached instrument, and being by me duly sworn, did depose and say that she is the Vice President of Time Warner Entertainment Company, L.P. and acknowledged to me that she executed the same in her capacity, and that it was so fixed by Order of the Board of Directors of said entity and that she signed her name thereto by like order.

SEAL

Emilie Crea
Notary Public

EMILIE CREA
Notary Public, State of New York
No. 01GR-4805518
Qualified in Nassau County
Certificate on File in New York County
Commission Expires April 30, 2006