

10-01-2003

RECORDA

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Our Ref.: 4298-39

Mail Stop Assignment Recordation Services  
Director of the United States Patent and Trademark Office  
P. O. Box 1450  
Alexandria VA 22313-1450

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

1. Name of conveying party(ies):

Unapix Entertainment, Inc.

☐ Individual(s)

☐ General partnership

☒ Corporation-State: Delaware

☐ Other:

☐ Association

☐ Limited Partnership

3. Nature of conveyance:

☐ Assignment

☐ Merger

☐ Security Assignment

☐ Change of Name

☒ Other: Confirmation of Trademark Assignment

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

Name: The Teaching Company Limited Partnership

Internal Address:

Street Address: 4151 Lafayette Center Drive

Suite 100

City: Chantilly

State/Country: Virginia

Zip: 20151-1232

☐ Individual(s) citizenship

☐ Association

☐ General Partnership

☒ Limited Partnership of Delaware

☐ Corporation-State

☐ 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

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

If this document is being filed together with a new application, the execution date of the application is:

A. Trademark Application No.(s)

(1) 75/079,070

(2)

(3)

B. Trademark Registration No.(s)

(1)

(2)

(3)

Additional numbers attached? ☐ Yes ☒ No

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

Name: Donna J. Bunton

Internal Address:

Street Address: Nixon & Vanderhye P.C.

1100 North Glebe Road

8th Floor

City Arlington State: VA Zip: 22201

6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 3.41)

\$ 40.00

☒ Enclosed

☐ Authorized to be charged to deposit account #14-1140

8. The Commissioner is hereby authorized to charge any

deficiency in the fee(s) filed, or asserted to be filed, or which should have been filed herewith (or with any paper thereafter filed in this application by this firm) to our Account No. 14-1140.

9. Statements 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.

Donna J. Bunton

Name of Person Signing

*Donna J. Bunton*  
Signature

September 17, 2003

Date

Total number of pages including cover sheet, attachments and document: 3

## CONFIRMATION OF TRADEMARK ASSIGNMENT

WHEREAS, Unapix Entertainment, Inc., a Delaware corporation, located at 200 Madison Avenue, New York, New York 10016 (hereinafter "UNAPIX"), adopted and intended to use the mark GREAT MINDS in commerce for prerecorded audiocassettes, compact discs, videocassettes, videodiscs and CD-ROM's on the subjects of business, history, literature, the sciences, law, the arts, philosophy and religion, and filed Application Serial No. 75/079,070 indicating that intention but has not filed an allegation of use under Section 1(c) or 1(d) of the Trademark Act;

WHEREAS, The Teaching Company Limited Partnership, a limited partnership of Delaware, located at 4151 Lafayette Center Drive, Suite 100, Chantilly, Virginia 20151-1232 (hereafter "TTC"), has adopted, used and is the owner of the mark GREAT MINDS for a series of prerecorded lectures by leading college professors on a wide range of subjects, having used said mark since 1992;

WHEREAS, on December 21, 1998, TTC filed Opposition No. 91112859 seeking to prevent issuance of a federal registration of the mark GREAT MINDS shown in Application Serial No. 75/079,070 to UNAPIX and on April 1, 1999 filed Civil Action No. 99-454-A in the United States District Court for the East Division of Virginia against UNAPIX alleging violations of the Lanham Act and unfair competition;

WHEREAS, the opposition proceedings were suspended by the Trademark Trial and Appeal Board of the U.S. Patent and Trademark Office pending the outcome of the Civil Action and whereas the Final Judgment and Consent Decree were entered in the Civil Action on May 10, 2000;


WHEREAS, pursuant to the Settlement Agreement dated March 28, 2000, UNAPIX assigned to TTC all of UNAPIX's rights, title and interest in and to the mark GREAT MINDS, the goodwill symbolized thereby and Application Serial No. 75/079,070 therefor as part of the business in connection with which the mark is used and further agreed to execute any documents necessary to effectuate the assignment, including filings with the U.S. Patent and Trademark Office,

WHEREAS, TTC is desirous of confirming and making of record said assignment in the records of the Patent and Trademark Office.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, UNAPIX confirms that on March 28, 2000, it assigned, transferred and conveyed and does hereby assign, transfer and convey to TTC, *nunc pro tunc* as of March 28, 2000, all rights, title and interest in and to the GREAT MINDS mark, the goodwill of the business symbolized thereby and United States Application Serial No. 75/079,070 therefor.

The U.S. Patent and Trademark Office is hereby authorized to deliver to TTC, its attorneys, agents, successors or assigns, all official documents and communications as may be warranted by this Confirmation of Assignment.

UNAPIX ENTERTAINMENT, INC.

By:   
Name: Alice P. Neukhauer  
Title: Chief Restructuring Officer  
Date: 9/14/03