

PTO-1594 (Rev. 03/01) OM# No. 0651-0027 (exp. 5/31/2002)

RECORD TRA

5-14-03

11-14-2003



102599856

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.

1. Name of conveying party(ies): 5-14-03
Civilization LLC

Individual(s) Association
 General Partnership Limited Partnership
 Corporation-State of
 Other **Delaware Limited Liability Company**

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

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

Name: **Worth Media LLC**
Street Address: **575 Lexington Avenue**
City/State/zip: **New York, New York 10022**

Individual(s) citizenship-
 Association-State of
 General Partnership-State of
 Limited Partnership-State of
 Corporation-State of
 Other **Delaware Limited Liability Company**

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 **Resubmit Doc. Id No.: 102451506**

Execution Date: **February 23, 2000**

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

1,914,173
2,321,063

Additional number(s) attached? Yes No

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

Elisa P. Rosen
Dow, Lohnes & Albertson P.L.L.C.
1200 New Hampshire Avenue, N.W.
Suite 800
Washington, DC 20036

Atty. Docket No.: **07702.0108**

6. Total number of applications and registrations involved: **2**

7. Total fee (37 CFR 3.41) \$

Enclosed
 Authorized to be charged to deposit account

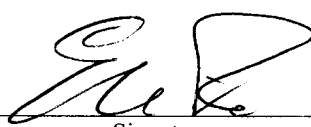
8. Deposit account number (please charge any additional fees that may be required to the deposit account):

50-1699

(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.

Elisa P. Rosen  **November 10, 2003**

Name of Person Signing Signature Date

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

Mail documents to be recorded with required cover sheet information to:
Mail Stop Assignment Recordation Services, Director of the United States Patent and Trademark Office,
P.O. Box 1450, Alexandria, Virginia 22313-1450

TRADEMARK
REEL: 002862 FRAME: 0974



05-19-2003



102451506

Form PTO-1594 (Rev. 03/01) OMB No. 0651-0027 (exp. 3/31/02)

RECORD

TRADEMARKS

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

5-14-03

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

1. Name of conveying party(ies):

Civilization LLC

- Individual(s)
- General Partnership
- Corporation-State of
- Other - Delaware Limited Liability Company
- Association
- Limited Partnership

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

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

Name: **Worth Media LLC**
 Street Address: **575 Lexington Avenue**
 City/State/zip: **New York, New York 10022**

- Individual(s) citizenship-
- Association-State of
- General Partnership-State of
- Limited Partnership-State of
- Corporation-State of
- Other - Delaware Limited Liability Company

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
- Security Agreement
- Other
- Merger
- Change of Name

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1,914,173 2,321,063

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Elisa P. Rosen
 Dow, Lohnes & Albertson P.L.L.C.
 1200 New Hampshire Avenue, N.W.
 Suite 800
 Washington, DC 20036

Atty. Docket No.: 07702.0108

6. Total number of applications and registrations involved: 2

7. Total fee (37 CFR 3.41) \$65.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number (please charge any additional fees that may be required to the deposit account):

50-1699

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05/16/2003 BYRNE 00000159 1914173

01 FC:0521 40.00 DP
02 FC:0522 25.00 DP

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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.

Elisa P. Rosen

May 14, 2003

Name of Person Signing

Signature

Date

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

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TRADEMARK REEL: 002862 FRAME: 0975

CONFIRMATION OF TRADEMARK ASSIGNMENT

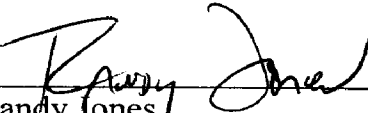
WHEREAS, Civilization LLC, ("Assignor"), a Delaware limited liability company, which was located at 575 Lexington Avenue, 35th Floor, New York, New York 10022, is the previous owner of the trademarks shown on Schedule A (the "Marks"), which are registered in the United States Patent and Trademark Office;

WHEREAS, Worth Media LLC, ("Assignee"), a Delaware limited liability company, located at 575 Lexington Avenue, 35th Floor, New York, New York 10022, acquired Assignor's right, title and interest in the Marks;

WHEREAS, the parties desire to confirm and make a record of such transfer of the Marks to Assignee;

NOW THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, Assignor acknowledges and confirms that it has assigned and transferred to Assignee, effective as of February 23, 2000, all of Assignor's right, title, and interest in and to the Marks, including the goodwill of the business symbolized thereby.

CIVILIZATION LLC

By: 
Randy Jones
Title: CEO

State of _____)
County of _____)

ss:

Subscribed and sworn to before me
this _____ day of _____, 2002.

Notary Public

My Commission Expires: _____

SCHEDULE A

<u>Mark</u>	<u>Reg. Number</u>	<u>Reg. Date</u>
CIVILIZATION	1,914,173	August 22, 1995
THE CULTURAL SEARCH ENGINE	2,321,063	February 22, 2000