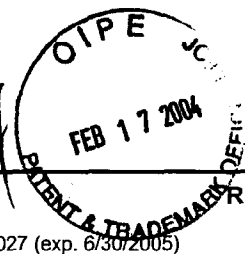


Form PTO-1594
(Rev. 10/02)
OMB No. 0651-0027 (exp. 6/30/2005)
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02-20-2004



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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):
Loews Cineplex Entertainment Corporation

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: Loews Cineplex Theatres, Inc.
Internal
Address: 10th Floor

Street Address: 711 5th Avenue
City: New York State: NY Zip: 10022

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: November 18, 2003

4. Application number(s) or registration number(s):
 A. Trademark Application No.(s) 76/503,230

B. Trademark Registration No.(s) 2,058,639
2,071,024, 2,136,478, 2,394,964

Additional number(s) attached Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
 Name: Maria v. Hardison
 Internal Address: Tassan & Hardison

Street Address: 4143 27th Street North

City: Arlington State: VA Zip: 22207-5211

6. Total number of applications and registrations involved:

7. Total fee (37 CFR 3.41).....\$ 140.00

Enclosed
 Authorized to be charged to deposit account

8. Deposit account number:

DO NOT USE THIS SPACE

9. Signature.
Maria v. Hardison
 Name of Person Signing

Maria v. Hardison
 Signature

January 22, 2004
 Date

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

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

157271/102675713 00000013 7503230
40.00
100.00

ASSIGNMENT

ASSIGNMENT made this 18th day of November, 2003, by and between Loews Cineplex Entertainment Corporation, a Delaware corporation ("Assignor"), and Loews Cineplex Theatres, Inc. ("Assignee"), a Delaware corporation, having an address of 711 5th Avenue, 10th Floor, New York, New York 10022.

WHEREAS, Assignor owns and has used, or is using the marks identified in Exhibit A ("the Marks") in the United States.

WHEREAS, Assignee is desirous of acquiring the Marks and the goodwill of the business associated therewith, as well as all federal and state applications and registrations therefor.

NOW, THEREFORE, in consideration of ten dollars (\$10.00), the receipt of which is hereby acknowledged, Assignor conveys, transfers, and assigns to Assignee all its rights, title, and interest in and to the Marks and all the federal and state applications and registrations therefor, together with the goodwill of the business symbolized thereby.

Assignor further assigns to Assignee all rights to sue for and receive all damages occurring from past infringing uses of the Marks.

Assignor warrants that it has good and valid title to the Marks, including the applications and registrations therefor. Assignor agrees that upon request by Assignee, Assignor shall execute all papers, make all rightful oaths, testify on behalf of Assignee and do all other lawful acts necessary to carry out the intent of this Assignment at Assignee's expense and request, as well as provide such other material, information, or assistance as Assignee may consider necessary.

This Assignment shall be binding on the parties, their successors and/or assigns and all others acting by, through, with, or under their direction, and all those in privity therewith.

LOEWS CINEPLEX
ENTERTAINMENT CORPORATION

By: 

Michael Politi
Secretary

EXHIBIT A

Loews Cineplex Entertainment Corporation

Trademark Report by Country
Status: ACTIVE

Printed: 10/28/2003

Page 1

REFERENCE#	MARK	FILED	APPL#	REGDT	REG#	STATUS	CLASSES
UNITED STATES							
100010	REEL KIDZ STUFF	2/19/1999	75/644,300	10/17/2000	2,394,964	REGISTERED	
100038	REEL MOMS	4/1/2003	76/503,230			PENDING	41
100021	CINE CAFE	5/1/1995	74/667,918	6/17/1997	2,071,024	REGISTERED	42
100024	CINE CANDY	5/1/1995	74/667,901	5/6/1997	2,058,639	REGISTERED	30
100022	CINE CANDY & DESIGN	5/1/1995	74/667,913	2/17/1998	2,136,478	REGISTERED	30