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U.S. DEPARTMENT OF COMMERCE
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Form PTO-1594
 (Rev. 10/02)
 OMB No. 0651-0027
 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):
Cineplex Odeon 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) _____

B. Trademark Registration No.(s) 1,252,479

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).....\$ 240.00
 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

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TRADEMARK
 REEL: 002915 FRAME: 0863

EXHIBIT A**Cineplex Odeon Corporation****UNITED STATES**

100020	213-779-CINE	12/1/1995	75/028,126	4/4/2000	2,336,947	REGISTERED	41
100016	A GREAT NEW PLACE TO SEE GREAT NEW MOVIES	12/2/1996	75/206,661	8/4/1998	2,177,902	REGISTERED	
100032	C DESIGN	9/22/1986	73/621,550	8/4/1987	1,451,408	REGISTERED	
100001	CINEPLEX	6/17/1981	73/274,029	9/27/1983	1,252,479	REGISTERED	41
100029	CINEPLEX ODEON	9/29/1986	73/622,983	6/16/1987	1,443,469	REGISTERED	30
100030	CINEPLEX ODEON	9/29/1986	73/622,982	12/1/1987	1,467,668	REGISTERED	41
100027	CIRCLE DESIGN	9/29/1986	73/622,990	12/1/1987	1,467,669	REGISTERED	
100028	CIRCLE DESIGN	9/29/1986	73/622,984	6/30/1987	1,445,446	REGISTERED	
100017	YOU'RE GONNA LOVE WATCHING IT HERE	12/2/1996	75/206,659	4/7/1998	2,148,952	REGISTERED	

ASSIGNMENT

ASSIGNMENT made this 18th day of November, 2003, by and between Cineplex Odeon Corporation, a Canadian 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.

CINEPLEX ODEON CORPORATION

By: 

Printed Name: MICHAEL POLITI

Title: SVP