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08-27-2004

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

102765530

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

<p>1. Name of conveying party(ies): Thomson Multimedia</p> <p><input type="checkbox"/> Individual(s) <input type="checkbox"/> Association <input type="checkbox"/> General Partnership <input type="checkbox"/> Limited Partnership <input type="checkbox"/> Corporation-State <input checked="" type="checkbox"/> Other <u>société anonyme</u></p> <p>Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>		<p>2. Name and address of receiving party(ies) Name: Thomson Internal Address: _____ 46, quai Alphonse Le Gallo Street Address: 92100 Boulogne Billancourt, France City: _____ State: _____ Zip: _____</p> <p><input type="checkbox"/> Individual(s) citizenship _____ <input type="checkbox"/> Association _____ <input type="checkbox"/> General Partnership _____ <input type="checkbox"/> Limited Partnership _____ <input type="checkbox"/> Corporation-State _____ <input checked="" type="checkbox"/> Other <u>société anonyme</u></p> <p>If assignee is not domiciled in the United States, a domestic representative designation is attached: <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (Designations must be a separate document from assignment) Additional name(s) & address(es) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	
<p>3. Nature of conveyance: <input type="checkbox"/> Assignment <input type="checkbox"/> Merger <input type="checkbox"/> Security Agreement <input checked="" type="checkbox"/> Change of Name <input type="checkbox"/> Other _____</p> <p>Execution Date: 10/08/2002</p>			
<p>4. Application number(s) or registration number(s): A. Trademark Application No.(s) <u>76/268406;</u> <u>76/303359; 76/460781; 76/460783</u></p> <p>Additional number(s) attached <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>		<p>B. Trademark Registration No.(s) <u>1,409,253;</u> <u>1,925,099</u></p>	
<p>5. Name and address of party to whom correspondence concerning document should be mailed: Name: Rita M. Carrier, Esq. Internal Address: Sullivan & Cromwell LLP Suite 800 Street Address: 1701 Pennsylvania Avenue, N.W. City: Washington State: DC Zip: 20006-5805</p>		<p>6. Total number of applications and registrations involved: 6</p> <p>7. Total fee (37 CFR 3.41).....\$ 240.00 <input checked="" type="checkbox"/> Enclosed <input type="checkbox"/> Authorized to be charged to deposit account</p> <p>8. Deposit account number: _____</p>	
DO NOT USE THIS SPACE			
<p>9. Signature. LMUELLER 00000140 76268406 Rita M. Carrier Name of Person Signing</p>		<p><i>Rita M. Carrier</i> Signature February 23, 2004 Date</p>	
<p>02/23/2004 01 FC:8521 02 FC:8522</p>		<p>Total number of pages including cover sheet, attachments, and document: 4</p>	

Refund Ref: 02/23/2004 LMUELLER 0000134245

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TRADEMARK
REEL: 002925 FRAME: 0409

DECLARATION OF MODIFICATION
LEGAL ENTITY

RESERVED [illegible]
Declaration G9251 813617 7
received on 23 Nov. [illegible]

Seal of the Nanterre Commercial Court (Hauts-de-Seine)
Copy certified true by the Chief Clerk of the Nanterre Commercial Court

- 1.
- Corporate name, legal form, capital
 - Transfer of registered office
 - Declaration relative to an establishment: (opening, modification, putting into a lease management agreement, closing)
 - Resumption of activity
 - Winding up
 - Taking up of a company created without activity
 - Intercompany partnership - European intercompany partnership
 - Total suspension of activity without disappearance of the legal entity
 - Other

IN ALL CASES, FILL boxes no. 1, 2, 17, 18 AND THE NEW OR MODIFIED INFORMATION indicating the date of the event.

REMINDER ON IDENTIFICATION PRIOR TO MODIFICATION

- 2.
- SINGLE IDENTIFICATION NR. 333 773 174
 REGISTRATION ON THE NANTERRE TRADE AND COMPANIES REGISTER OR WITH THE CLERK'S OFFICE OF NANTERRE
 ON THE ROLL OF CRAFTSMEN IN THE DEPARTMENT OF 000
 Clerk's Office(s) of the secondary establishment(s)
- Corporate name / Acronym: **THOMSON MULTIMEDIA**
 Legal form: Société Anonyme [French public limited company]
 Registered office of the 1st establishment in France for foreign companies:
 46, quai Alphonse Le Gallo
 92100 BOULOGNE BILLANCOURT
- Designation of the Tax Centre where the last tax declarations and VAT declarations were filed _____

DECLARATION RELATIVE TO MODIFICATION OF THE LEGAL ENTITY

- 3.
- Date
 08 October 2002 Corp. name: THOMSON Acronym:
 Legal form
 Company reduced to a single co.
 Duration of the legal entity
 Date of closing of accounting period
 Business name
- 4.
- Capital: amount, monetary unit
 If variable capital: am't [illegible]
 Continuation of the co. in spite of net assets less than 1/2 reg. Capital
 Reconstitution of owners' equity
- Merger Demerger. This operation involves
 a capital increase
 Legal entities taking part in the operation:
 _____ *Cont. on insert M*
- Winding up
 Indicate liquidator in box [illegible]. In the case of closing establishments, fill out box 8
 Name of journal of legal announcements
 Date of appearance
 Address of liquidation: registered office
 Address of liquidator Other

DECLARATION RELATIVE TO AN ESTABLISHMENT

7. This application concerns AN OPENING A MODIFICATION A TRANSFER
 PUTTING INTO LEASE MANAGEMENT A CLOSING

VIES NE VARIETUR sous le n°
 Gense: DELAUNAY
 Inter-Producteur Aup
 33 896
 25/2/2003



