

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
------------------	----------------

NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL
-----------------------	--

CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
MAYTHENYI, INC.		08/31/2004	CORPORATION:

RECEIVING PARTY DATA	
Name:	DG Systems Acquisition II Corporation
Street Address:	750 West John Carpenter Freeway, Suite 700
City:	Irving
State/Country:	TEXAS
Postal Code:	75039
Entity Type:	CORPORATION:

PROPERTY NUMBERS Total: 2		
Property Type	Number	Word Mark
Registration Number:	2864406	THE SOURCE CREATIVES
Registration Number:	2121909	SCENES ON DEMAND

CORRESPONDENCE DATA	
Fax Number:	(214)999-3623
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>	
Phone:	214-999-4487
Email:	ip@gardere.com
Correspondent Name:	Gardere Wynne Sewell LLP
Address Line 1:	1601 Elm Street, Suite 3000
Address Line 2:	Intellectual Property Section
Address Line 4:	Dallas, TEXAS 75201

ATTORNEY DOCKET NUMBER:	122191-3000
-------------------------	-------------

NAME OF SUBMITTER:	Jason R. Fulmer
--------------------	-----------------

Total Attachments: 3  
 source=TM Assignment#page1.tif  
 source=TM Assignment#page2.tif

CH \$65.00 2864406



## TRADEMARK ASSIGNMENT

This assignment ("Assignment") is effective as of the 31st day of August, 2004, between **MAYTHENYI, INC.**, a Florida corporation with a business address of 1499 W. Palmetto Park Rd. Suite 120, Boca Raton, Florida 33486 (hereinafter "**ASSIGNOR**") and **DG SYSTEMS ACQUISITION II CORPORATION**, a Delaware Corporation, with a business address of 750 West John Carpenter Freeway, Suite 700, Irving, TX 75039 (hereinafter "**ASSIGNEE**").

**WHEREAS, ASSIGNOR** is the owner of all right, title and interest in and to the trademarks **THE SOURCE CREATIVES** and **SCENES ON DEMAND** and corresponding trademark registrations, as identified in the attached **SCHEDULE A** (collectively, the "Marks");

**WHEREAS, ASSIGNOR** is desirous of transferring and assigning to **ASSIGNEE** all of **ASSIGNOR**'s rights, title and interest in and to the Marks, together with the goodwill associated therewith; and

**WHEREAS, ASSIGNEE**, is desirous of acquiring all **ASSIGNOR**'s right, title and interest in and to the Marks, together with the goodwill associated therewith;

**NOW, THEREFORE**, for good and valuable consideration, receipt of which is hereby acknowledged, **ASSIGNOR** agrees as follows:

**ASSIGNOR** does hereby sell, assign and transfer to **ASSIGNEE** all right, title and interest in and to the Marks identified in the attached Schedule A, together with the goodwill of the business symbolized by Marks, and in and to all income, royalties, damages, claims and payments now or hereafter due or payable with respect hereto, and in and to all causes of action, either in law or in equity for past, present or future infringement of the Marks, and in and to all rights corresponding to the foregoing throughout the world.

**ASSIGNOR** shall execute any and all documents reasonably requested by **ASSIGNEE** to effect transfer and recording of the Marks to **ASSIGNEE**.

**IN WITNESS WHEREOF**, **ASSIGNOR** has caused this Assignment to be executed by its duly authorized representative as of the date below stated.

This Assignment is executed as of this 31st day of August, 2004.

**ASSIGNOR:**

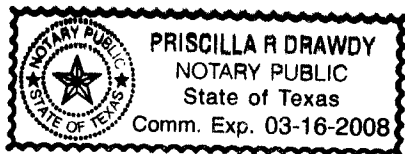
**MAYTHENYI, INC.**

By: *Pamela Maythenyi*  
Name: Pamela Maythenyi  
Title: President

STATE OF TEXAS §

COUNTY OF Dallas §

On this 31st day of August, 2004, before me, a Notary Public in and for the State and County aforesaid, personally appeared Pamela Maythenyi, known by me to be the person of the above name, who signed and sealed the foregoing instrument, and acknowledged the same to be his own free act and deed.



*Priscilla R. Drawdy*  
Notary Public  
State of Texas  
My Com. Expires: 3-16-08

**SCHEDULE A**

<b>Mark</b>	<b>Serial Number</b>	<b>Filing Date</b>	<b>Registration Number</b>	<b>Registration Date</b>
THE SOURCE CREATIVES	76/498,846	March 7, 2003	2,864,406	July 20, 2004
SCENES ON DEMAND	75/262,406	March 24, 1997	2,121,909	December 16, 1997

DALLAS 1442349v2