

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
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NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL
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CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Hot Import Nights, LLC		10/04/2004	Limited Liability Company: CALIFORNIA

RECEIVING PARTY DATA	
Name:	Action Media Operating, LLC
Doing Business As:	c/o Great Hill Partners
Street Address:	One Liberty Square
City:	Boston
State/Country:	MASSACHUSETTS
Postal Code:	02109
Entity Type:	Limited Liability Company: MASSACHUSETTS

PROPERTY NUMBERS Total: 2		
Property Type	Number	Word Mark
Serial Number:	76437951	HIN
Serial Number:	76437950	HOT IMPORT NIGHTS

CORRESPONDENCE DATA	
Fax Number:	(617)439-4170
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>	
Phone:	617-439-4444
Email:	trademark@EdwardsAngell.com
Correspondent Name:	Edwards & Angell, LLP
Address Line 1:	101 Federal Street; P.O. Box 55874
Address Line 4:	Boston, MASSACHUSETTS 02205

ATTORNEY DOCKET NUMBER:	42212/0019
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NAME OF SUBMITTER:	Steven M. Jensen (Reg. No. 42,693)
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Total Attachments: 2  
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OP \$65.00 76437951



ASSIGNMENT

WHEREAS, Hot Import Nights, LLC, a California limited liability company having its principal place of business at 15285 Alton Pkwy, Suite 100, Irvine, CA 92618 ("Assignor"), warrants that it has adopted, used, and is using the trademarks "HIN" and "HOT IMPORT NIGHTS" for the following goods: advertising the entertainment services of others by distributing printed promotional materials (Class 35); and entertainment services, namely, arranging and conducting automobile competitions and musical festivals and musical expositions (Class 41), and for which trademark applications were filed in the United States on August 5, 2002 under U.S. Application Serial Nos. 76/437,951 and 76/437,950. Assignor also warrants that it has adopted, used, and is using the trademark "HIN" which trademark is the subject of Japanese Registration Nos. 4726258 and 4726259.

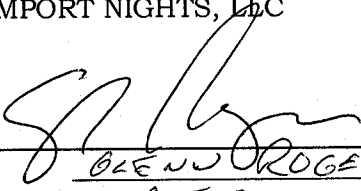
WHEREAS, Action Media Operating, LLC, a Delaware limited liability company having its principal place of business at c/o Great Hill Partners, One Liberty Square, Boston, MA 02109 ("Assignee"), is desirous of acquiring all of the Assignor's right, title and interest in the trademarks "HIN" and "HOT IMPORT NIGHTS" together with the goodwill of the business symbolized by the trademarks, and all right, title, and interest to the above identified U.S. trademark applications and Japanese Registrations thereof.

THEREFORE, for good and valuable consideration from Assignee, the receipt of which is hereby acknowledged, Assignor hereby does sell, assign and transfer unto Assignee, its successors and assigns, all right, title and interest, whether statutory or at common law, in the trademarks "HIN" and "HOT IMPORT NIGHTS" in the United States and all countries throughout the world, together with the goodwill of the business symbolized by the trademark together with all causes of action for any and all previously occurring infringements of the rights being assigned and the right to receive and retain all damages and/or profits for past, present or future infringement or other unauthorized use of the trademark, the intent hereof being to substitute the Assignee in the place of the Assignor.

Assignor agrees to execute further papers and to do such other acts as may be necessary and proper to vest full title in and to the trademark in the Assignee or which may be necessary to obtain, renew, issue or enforce the trademark.

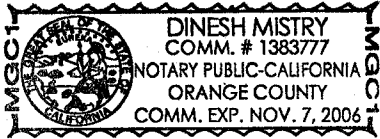
HOT IMPORT NIGHTS, LLC

Date 10-4-04

By:   
Name: GLENN ROGERS  
Title: CEO

State of CALIFORNIA )  
County of ORANGE )

Personally appeared before me the above-named GLENN ROGERS, who signed the foregoing Assignment in my presence on the date thereof and acknowledged the same to be his voluntary act and deed.



Dinesh Mistry  
NOTARY PUBLIC  
My Commissioner Expires: Nov 7, 2006

ASSIGNMENT ACCEPTED BY:

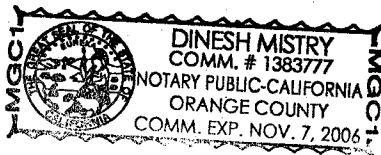
ACTION MEDIA OPERATING, LLC

Date 10-4-04

By [Signature]  
Name: GLENN ROGERS  
Title: CEO

CALIFORNIA  
State of ORANGE )  
County of ORANGE )

Personally appeared before me the above-named GLENN ROGERS, who signed the foregoing Assignment in my presence on the date thereof and acknowledged the same to be his voluntary act and deed.



Dinesh Mistry  
NOTARY PUBLIC

My Commissioner Expires: Nov 7, 2006