

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	CHANGE OF NAME

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Starz Encore Group LLC		10/18/2004	Limited Liability Company: COLORADO

RECEIVING PARTY DATA

Name:	Starz Entertainment Group LLC
Street Address:	8900 Liberty Circle
City:	Englewood
State/Country:	COLORADO
Postal Code:	80112
Entity Type:	Limited Liability Company: COLORADO

PROPERTY NUMBERS Total: 57

Property Type	Number	Word Mark
Registration Number:	1933755	STARZ! ENCORE-8
Registration Number:	1933819	STARZ! ENCORE 8
Registration Number:	1947275	STARZ! ENCORE 8
Registration Number:	2000191	STARZ! CINEMATHEQUE
Registration Number:	1989917	STARZ! PICTURES
Registration Number:	1985590	STARZ! PICTURES
Registration Number:	2050515	STARZ!
Registration Number:	2420043	STARZ! THEATER
Registration Number:	2456291	STARZ! ON DEMAND
Registration Number:	2371121	STARZ! FAMILY
Registration Number:	2483622	STARZ ENCORE SUPER PAK
Registration Number:	2486155	STARZ ENCORE SUPER PAK
Registration Number:	2783505	BLACK STARZ!
Serial Number:	76183908	STARZ! COMEDY

CH \$1440.00 1933755

Serial Number:	76183909	STARZ! KIDZ
Registration Number:	2630415	STARZ SUPER PAK
Registration Number:	2623610	STARZ! CINEMA
Registration Number:	2651265	STARZ!
Serial Number:	76306283	ORIENTAL STARZ!
Serial Number:	76306284	CHINESE STARZ!
Serial Number:	76306285	GOLDEN STARZ!
Registration Number:	2763422	BLACK STARZ!
Serial Number:	78225643	
Serial Number:	78436564	STARZ! HD
Serial Number:	78436574	STARZ! TICKET
Serial Number:	78436449	STARZ! TICKET
Serial Number:	78473511	
Serial Number:	78473543	STARZ
Registration Number:	2444580	CELEBRATING THE BLACK EXPERIENCE
Registration Number:	2494474	WHERE SUSPENSE RULES
Registration Number:	2504374	NON-STOP XCITEMENT
Registration Number:	2517131	MOVIES 'TIL THE COWS COME HOME
Registration Number:	2368620	ENCORE
Registration Number:	2504387	SADDLE UP WITH THE LEGENDS
Registration Number:	2504388	ESCAPE TO ROMANCE
Registration Number:	2604003	ENCORE
Registration Number:	2572361	#1 IN NEW HIT MOVIES
Registration Number:	2637243	HIT MOVIES YOU CONTROL
Registration Number:	2662717	WESTERNS
Registration Number:	2715532	HUNDREDS OF MOVIES MILLIONS OF EMOTIONS
Registration Number:	2756208	A ACTION
Registration Number:	2048058	ACTION
Registration Number:	2093361	LOVE STORIES
Registration Number:	2742377	EMOTIVLINK
Registration Number:	2724713	WAM! THE TWEENZ CHANNEL
Serial Number:	75916694	TRUE STORIES
Registration Number:	2194213	MOVIEPLEX
Registration Number:	2830267	EMOTIV.LINK
Registration Number:	2364064	ENCORE A GREAT MOVIE EVERY NIGHT. GUARANTEED!

TRADEMARK

REEL: 003005 FRAME: 0618

Registration Number:	2337233	ENCORE'S THEMATIC MULTIPLEX
Registration Number:	2447582	KIDS LOVE IT. TEACHERS NEED IT. PARENTS TRUST IT.
Registration Number:	2369422	KISS THE VIDEO STORE GOODBYE
Registration Number:	2282284	MOVIES, MOVIES, MOVIES
Registration Number:	1975244	MYSTERY ENCORE 4
Registration Number:	2468226	NEW VIDEO STORE AT HOME
Registration Number:	2383323	WAM!
Serial Number:	78502446	STARZ INBLACK

CORRESPONDENCE DATA

Fax Number: (415)576-0300
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 303.571.4000
Email: denverteas@townsend.com
Correspondent Name: David E. Sipiora
Address Line 1: Two Embarcadero Center, Eighth Floor
Address Line 4: San Francisco, CALIFORNIA 94111

NAME OF SUBMITTER:	David E. Sipiora
Signature:	/des/
Date:	01/10/2005

Total Attachments: 2
source=starz_namechange#page1.tif
source=starz_namechange#page2.tif

Document Processing Fee

If document is on paper: \$25.00
If document is filed electronically: Currently Not Available

Fees are subject to change.
For electronic filing and to obtain
copies of filed documents visit
www.sos.state.co.us

Deliver paper documents to:
Colorado Secretary of State
Business Division
1560 Broadway, Suite 200
Denver, CO 80202-5169

Paper documents must be typed or machine printed.

20041224132 0
\$ 75.00
SECRETARY OF STATE
10-18-2004 15:01:46

ABOVE SPACE FOR OFFICE USE ONLY

Articles of Amendment

filed pursuant to §7-90-301, et seq. and §7-80-209 of the Colorado Revised Statutes (C.R.S.)

ID number: 19971101448

1. Entity name: Starz Encore Group LLC
(If changing the name of the limited liability company, indicate name BEFORE the name change)

2. New Entity name: Starz Entertainment Group LLC
(if applicable)

3. Use of Restricted Words *(if any of these terms are contained in an entity name, true name of an entity, trade name or trademark stated in this document, make the applicable selection):*
 "bank" or "trust" or any derivative thereof
 "credit union" "savings and loan"
 "insurance", "casualty", "mutual", or "surety"

4. Other amendments, if any, are attached.

5. If the limited liability company's period of duration as amended is less than perpetual, state the date on which the period of duration expires:

(mm/dd/yyyy)

OR

If the limited liability company's period of duration as amended is perpetual, mark this box:

6. *(Optional)* Delayed effective date: _____
(mm/dd/yyyy)

Notice:

Causing this document to be delivered to the secretary of state for filing shall constitute the affirmation or acknowledgment of each individual causing such delivery, under penalties of perjury, that the document is the individual's act and deed, or that the individual in good faith believes the document is the act and deed of the person on whose behalf the individual is causing the document to be delivered for filing, taken in conformity with the requirements of part 3 of article 90 of title 7, C.R.S., the constituent documents, and the organic statutes, and that the individual in good faith believes the facts stated in the document are true and the document complies with the requirements of that Part, the constituent documents, and the organic statutes.

This perjury notice applies to each individual who causes this document to be delivered to the secretary of state, whether or not such individual is named in the document as one who has caused it to be delivered.

7. Name(s) and address(es) of the individual(s) causing the document to be delivered for filing:

Beabout	J. Steven		Esq.
<i>(Last)</i>	<i>(First)</i>	<i>(Middle)</i>	<i>(Suffix)</i>
Starz Entertainment Group LLC			
<i>(Street name and number or Post Office Box information)</i>			
8900 Liberty Circle			
Englewood	CO	80112	
<i>(City)</i>	<i>(State)</i>	<i>(Postal/Zip Code)</i>	
<i>(Province - if applicable)</i>	<i>(Country - if not US)</i>		

(The document need not state the true name and address of more than one individual. However, if you wish to state the name and address of any additional individuals causing the document to be delivered for filing, mark this box and include an attachment stating the name and address of such individuals.)

Disclaimer:

This form, and any related instructions, are not intended to provide legal, business or tax advice, and are offered as a public service without representation or warranty. While this form is believed to satisfy minimum legal requirements as of its revision date, compliance with applicable law, as the same may be amended from time to time, remains the responsibility of the user of this form. Questions should be addressed to the user's attorney.