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(Rev. 10/02)
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U.S. DEPARTMENT OF COMMERCE
U.S. Patent and Trademark Office

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):

On Command 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: The Bank of New York

Internal Address:

Street Address: One Wall Street

City: New York State: NY Zip: 10286

- ☐ Individual(s) citizenship
- ☐ Association
- ☐ General Partnership
- ☐ Limited Partnership
- ☐ Corporation-State
- ☒ Other Trust Company organized under the laws of New York

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 Release of Security Interest

Execution Date: May 10, 2004

4. Application number(s) or registration number(s):

A. Trademark Application No.(s)
74599089, 75868380, 75710648, 75766833

B. Trademark Registration No.(s) 0941768, 1281887, 1979294, 1277395, 1597838, 1983510, 1277396, 1945402, 2020680, 2085475, 2245482, 2147019, 2343942, 2147020, 2349986

Additional number(s) attached ☒ Yes ☐ No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: David N. Schachter

Internal Address: Sherman & Howard L.L.C.

07/19/2004 MGETACHE 00000001 74599089
01 FC:6521 40.00 OP
02 FC:6522 450.00 OP

Street Address: 633 17th Street, Suite 3000

City: Denver State: CO Zip: 80202

6. Total number of applications and registrations involved: 19

7. Total fee (37 CFR 3.41)..... [redacted]

- ☒ Enclosed
- ☐ Authorized to be charged to deposit account

8. Deposit account number:

(Attach duplicate copy of this page if paying by deposit account)

OPR/ENHANCE

DO NOT USE THIS SPACE

9. Statement and signature.

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

David N. Schachter — Name of Person Signing

Signature

June 23, 2004 — Date

Total number of pages including cover sheet, attachments, and document: 5

Mail documents to be recorded with required cover sheet information to:
Commissioner of Patent & Trademarks, Box Assignments
Washington, D.C. 20231

SCHEDULE A

TRADEMARKS				
Mark	**Application No.**	**File Date**	**Registration No.**	**Issue Date**
Digital Video On Demand	74599089	11/15/1994		
The Internet Has Never Been Easier	75868380	12/10/1999		
OCX	75710648	5/20/1999		
Screen Genie	75766833	8/03/1999		
Tele/Theatre	72405531	10/20/1971	0941768	8/22/1972
Spectramax	73423303	4/26/1983	1281887	6/12/1984
Guest Theater	74599091	11/15/1994	1979294	6/11/1996
Spectranet	73410847	1/25/1983	1277395	5/8/1984
On Command Video	73827699	9/25/1989	1597838	5/22/1990
Digital Guest Choice	74599092	11/15/1994	1983510	7/2/1996
Spectravision	73411970	2/2/1983	1277396	5/8/1984
Starpath	74599084	11/15/1994	1945402	1/2/1996
Spexis	75021902	11/20/1995	2020680	12/3/1996
On Command Video	75060998	2/20/1996	2085475	8/5/1997
On Command	75335302	8/4/1997	2245482	5/18/1999
OCV	75060997	2/20/1996	2147019	3/31/1998
@Hotel	75335303	8/4/1997	2343942	4/18/2000
OCV	75060999	2/20/1996	2147020	3/31/1998
OCX	75708198	5/20/1999	2349986	5/16/2000

TERMINATION AND RELEASE OF SECURITY INTEREST IN TRADEMARKS

TERMINATION AND RELEASE, dated as of May 10, 2004, by THE BANK OF NEW YORK, as administrative agent for the secured parties (the "Secured Party") under that certain Security Agreement (as amended or otherwise modified, the "Security Agreement"), dated as of March 29, 2001, among On Command Corporation and each other Grantor party thereto (collectively, the "Grantors") and the Secured Party.

RECITALS

A. Pursuant to Security Agreement, a security interest (the "Security Interest") was granted by the Grantors to the Secured Party in all of the Grantors' right, title and interest of every kind and nature in (i) all trademarks, service marks, trade names, corporate names, company names, business names, fictitious business names, trade styles, trade dress, logos, other source or business identifiers, designs and general intangibles of like nature, all registrations and recordings thereof, and all registration and recording applications filed in connection therewith, including registrations and registration applications in the United States Patent and Trademark Office, any State of the United States, and all extensions or renewals thereof, (ii) all goodwill associated therewith or symbolized thereby and (iii) all other assets, rights and interests that uniquely reflect or embody such goodwill, set forth on Schedule A (collectively, the "Collateral").

B. The Security Interest was recorded in the United States Patent and Trademark Office on June 7, 2001, Reel 002311 and Frame 0744.

NOW, THEREFORE, for good and valuable consideration, the receipt and adequacy of which are hereby acknowledged, and upon the terms set forth in this Termination and Release, the Secured Party hereby terminates and releases the Security Interest in the Collateral as follows:

1. Termination and Release: The Secured Party hereby terminates and releases the entirety of its Security Interest in the Collateral.

2. Further Assurance: The Secured Party hereby agrees to duly execute, acknowledge, procure and deliver any further documents and to do such other acts as may be reasonably necessary to effect the release of the Security Interests contemplated hereby.

[signature page follows]

IN WITNESS WHEREOF, the undersigned has executed this Termination and Release by its duly authorized officer as of the date first above written.

THE BANK OF NEW YORK,
as Administrative Agent

By: _____
Name : Stephen M. Nettler
Title : Vice President

STATE OF NEW YORK)
) ss:
COUNTY OF NEW YORK)

On this 10th day of May, 2004, before me personally appeared Stephen M. Nettler to me known who, being by me duly sworn, did depose and say that he is a Vice President of The Bank of New York, the institution described herein and which executed the foregoing instrument, and that he signed his name thereto pursuant to the authority granted thereby.

Notary Public

KATHLEEN E. PALAZZOLLA
NOTARY PUBLIC, State of New York
No. 43-4500545 Qualified in Rich. Co.
Certificate Filed in in New York County
Commission Expires Jan. 31, 2006

C037780/0117516/336910.2