

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
Mr. John R. Brune		05/02/2005	INDIVIDUAL: UNITED STATES
RECEIVING PARTY DATA			
Name:	Home Box Office, Inc.		
Street Address:	1100 Avenue of the Americas		
City:	New York		
State/Country:	NEW YORK		
Postal Code:	10036		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	2453028	THE HEART AND SOUL OF BOXING	
CORRESPONDENCE DATA			
Fax Number:	(212)658-9262		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	212-484-8140		
Email:	randy.ferguson@timewarner.com		
Correspondent Name:	Erin S. Hennessy		
Address Line 1:	Time Warner Inc.		
Address Line 2:	One Time Warner Center, 14th Fl.		
Address Line 4:	New York, NEW YORK 10019		
NAME OF SUBMITTER:	Randy Ferguson		
Signature:	/randy ferguson/		
Date:	08/15/2005		

CH \$40.00 2453028

Total Attachments: 1

900030120

**TRADEMARK
 REEL: 003140 FRAME: 0594**

ASSIGNMENT

This Assignment is effective this 2 day of May, 2005 ("Effective Date") between JOHN R. BRUNE ("Assignor") and HOME BOX OFFICE, INC. ("Assignee").

RECITALS

A. Assignor has adopted and used the service mark THE HEART AND SOUL OF BOXING (the "Mark") in connection with the management of boxers and owns U.S. Registration No. 2453028 (the "Registration") in the United States Patent and Trademark Office for the Mark in connection with such services.

B. Assignee desires to acquire from Assignor, and Assignor desires to grant to Assignee, all of Assignor's right, title and interest in and to the Mark and the Registration, together with the goodwill of Assignor symbolized by, and connected with the use of, the Mark.

NOW, THEREFORE, in consideration of the mutual promises, covenants, representations, and agreements contained herein, and for valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor and Assignee agree as follows:

Assignor hereby grants, conveys, assigns, transfers and quitclaims to Assignee, by execution hereof, any and all of Assignor's right, title and interest in and to the Mark and the Registration, together with the goodwill of Assignor symbolized by same and connected with the use thereof, the right to sue and recover for past infringements thereof, and the right and interest in and to any and all proceeds therefrom.

This Assignment also shall include all right, title and interest in and to: (a) the domain names THEHEARTANDSOULOFBOXING.com, .net and .org; (b) the production, distribution, advertising, marketing, use and sale of apparel and all other merchandise bearing the mark; and (c) the production, distribution, exploitation, use and sale of any and all posters, banners, fliers, artwork and all other advertising materials or promotional items bearing the mark.

JOHN R. BRUNE

Signed: [Signature]
Name: JOHN BRUNE
Date: 5/2/05

SUBSCRIBED AND SWORN TO
before me this 2 day of MAY 2005.

[Signature]
Notary

