

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
Republic Entertainment LLC		12/18/2005	LIMITED LIABILITY COMPANY: DELAWARE

RECEIVING PARTY DATA

Name:	Melange Pictures LLC
Street Address:	1515 Broadway
City:	New York
State/Country:	NEW YORK
Postal Code:	10036
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE

PROPERTY NUMBERS Total: 18

Property Type	Number	Word Mark
Serial Number:	78103147	BEDFORD FALLS
Serial Number:	78124230	BEDFORD FALLS
Serial Number:	74674463	IT'S A WONDERFUL LIFE
Serial Number:	74704286	IT'S A WONDERFUL LIFE
Serial Number:	74722360	IT'S A WONDERFUL LIFE
Serial Number:	75123651	IT'S A WONDERFUL LIFE
Serial Number:	75123846	IT'S A WONDERFUL LIFE
Serial Number:	75976999	IT'S A WONDERFUL LIFE
Serial Number:	78119283	IT'S A WONDERFUL LIFE
Serial Number:	78124469	IT'S A WONDERFUL LIFE
Serial Number:	78124470	IT'S A WONDERFUL LIFE
Serial Number:	78124475	IT'S A WONDERFUL LIFE
Serial Number:	78124476	IT'S A WONDERFUL LIFE

CH \$465.00 78103147

Serial Number:	78124478	IT'S A WONDERFUL LIFE
Serial Number:	73371333	REPUBLIC
Serial Number:	75153130	REPUBLIC PICTURES CYBERSTUDIO
Serial Number:	75153535	REPUBLIC PICTURES CYBERSTUDIO
Serial Number:	73596128	SPOTLITE VIDEO

CORRESPONDENCE DATA

Fax Number: (212)258-6193

Correspondence will be sent via US Mail when the fax attempt is unsuccessful.

Email: cindy.carey@viacom.com

Correspondent Name: Cindy Carey

Address Line 1: 1515 Broadway

Address Line 4: New York, NEW YORK 10036

ATTORNEY DOCKET NUMBER:	REPUBLIC TO MELANGE ASMT
NAME OF SUBMITTER:	Rebecca Borden
Signature:	/rebecca borden/
Date:	01/06/2006

Total Attachments: 2

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ASSIGNMENT OF TRADEMARKS

WHEREAS, Republic Entertainment LLC, ("Assignor"), a Delaware LLC with a place of business at 5700 Wilshire Boulevard, Suite 575, Los Angeles, California 90036-3659, is the owner of registrations/pending applications for the marks that are identified in schedule "A" ("Marks") on and in connection with the classes of goods/services as identified in schedule "A" and as at December 18, 2005, assigns all right, title and interest in and to the Marks, together with the goodwill and business symbolized thereby; and

WHEREAS, Melange Pictures LLC ("Assignee"), a Delaware LLC with a place of business at 1515 Broadway, New York, New York, desires to obtain all rights in and to the Marks.

NOW, THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, Assignor sells, transfers, conveys and assigns to Assignee all of Assignor's right, title and interest in and to the Marks, whether statutory or at common law, including all registrations and applications therefore, the right to recover for past infringement, and the goodwill of the business in connection with which it has been used.

^{10th} IN WITNESS WHEREOF, Assignor has caused this document to be executed as of the 18 day of December, 2005

Republic Entertainment LLC

By: Rebecca Borden
Name: REBECCA BORDEN
Title: Vice President & Assistant Secretary

Sworn to before me this 18 day of December, 2005

Mallory Levitt
Notary Public

MALLORY LEVITT
Notary Public, State of New York
No. 31-5026009
Qualified in New York County
Commission Expires 4/1/06

SCHEDULE A

	A	B	C	D	E	F
1	AppNo	AppDt	RegNo	RegDt	Trademark	Status
2	73371333	24-Jun-82	1320382	19-Feb-05	REPUBLIC & EAGLE DESIGN	Registered
3	74674463	16-May-95	2149617	07-Apr-98	IT'S A WONDERFUL LIFE	Registered
4	74704286	21-Jul-95	2029733	14-Jan-97	IT'S A WONDERFUL LIFE	Registered
5	74722360	29-Aug-95	2060452	13-May-97	IT'S A WONDERFUL LIFE	Registered
6	75123651	21-Jun-96	2229322	02-Mar-99	IT'S A WONDERFUL LIFE	Registered
7	75123846	24-Jun-96	2229323	02-Mar-99	IT'S A WONDERFUL LIFE	Registered
8	75153130	20-Aug-96	2629560	08-Oct-02	REPUBLIC PICTURES CYBERSTUDIO	Registered
9	75153535	20-Aug-96	2629561	08-Oct-05	REPUBLIC PICTURES CYBERSTUDIO	Registered
10	78103147	16-Jan-01			BEDFORD FALLS	Filed
11	78119283	03-Apr-02			IT'S A WONDERFUL LIFE	Filed
12	78124230	25-Apr-02	2849263	01-Jun-04	BEDFORD FALLS	Registered
13	78124469	26-Apr-02	2900593	02-Nov-04	IT'S A WONDERFUL LIFE	Registered
14	78124470	26-Apr-02	2770375	30-Sep-03	IT'S A WONDERFUL LIFE	Registered
15	78124475	26-Apr-02	2733504	01-Jul-03	IT'S A WONDERFUL LIFE	Registered
16	78124476	26-Apr-02			IT'S A WONDERFUL LIFE	Filed
17	78124478	26-Apr-02	2733505	01-Jul-03	IT'S A WONDERFUL LIFE	Registered
18	73/596128	30-Apr-86	1464329	10-Nov-87	SPOTLITE VIDEO	Registered
19	75/976999	10-Jul-96	2,354,133	30-May-00	IT'S A WONDERFUL LIFE	Registered