

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
Bukow, Tiffany Bass		01/12/2007	Individual: UNITED STATES
RECEIVING PARTY DATA			
Name:	VIACOM INTERNATIONAL INC.		
Street Address:	1515 Broadway		
Internal Address:	34th Floor		
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:	3028346	THRIVE MEDIA	
CORRESPONDENCE DATA			
Fax Number:	(212)846-1774		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	212-846-6849		
Email:	trademarks@mtvn.com		
Correspondent Name:	Michelena Hallie		
Address Line 1:	c/o Anthony Ortiz 1515 Broadway		
Address Line 2:	34th Floor		
Address Line 4:	New York, NEW YORK 10036		
NAME OF SUBMITTER:	Michelena Hallie		
Signature:	/MH/		
Date:	02/15/2007		

CH 3028346 \$40.00

Total Attachments: 1
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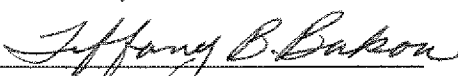
Trademark Assignment

WHEREAS, Tiffany Bass Bukow, whose address is 100 Spear Street, Suite 740, San Francisco, CA 94105 ("Seller"), has adopted, owns and has used the mark THRIVE MEDIA ("the Mark") in connection with the production of radio and television programs and related activities; and

WHEREAS, Seller owns a federal registration for the Mark on the Principal Register of the United States Patent and Trademark Office, Registration No. 3028346; and

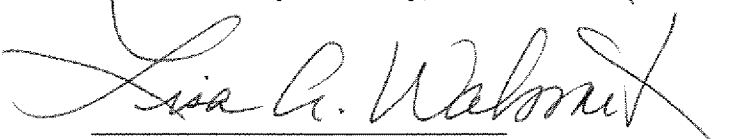
WHEREAS, 38th Floor Productions Inc., a corporation organized under the laws of the state of Delaware, having a principal place of business at 1775 Broadway, New York, NY 10036 ("Buyer"), wishes to acquire Seller's rights in and to the Mark and the goodwill of Seller's business symbolized thereby and associated therewith;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Seller hereby irrevocably sells, assigns and transfers to Buyer all right, title, and interest in and to the Mark and the registration therefor, along with the goodwill of the business symbolized by and associated with the Mark.


Tiffany Bass Bukow

Dated effective as of January 12, 2007:

SUBSCRIBED and SWORN to before me this
12th day of January, 2007:


Notary Public

