

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	GRANT OF SECURITY INTEREST

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Image Entertainment, Inc.		03/09/2007	CORPORATION:
Image Entertainment (UK), Inc.		03/09/2007	CORPORATION:
Egami Media, Inc.		03/09/2007	CORPORATION:
Home Vision Entertainment, Inc.		03/09/2007	CORPORATION:

RECEIVING PARTY DATA

Name:	Portside Growth and Opportunity Fund
Street Address:	c/o Ramius Capital Group, L.L.C., 666 Third Avenue
Internal Address:	26th Floor
City:	New York
State/Country:	NEW YORK
Postal Code:	10017
Entity Type:	Cayman Island Company:

PROPERTY NUMBERS Total: 6

Property Type	Number	Word Mark
Registration Number:	1588570	IMAGE
Registration Number:	2627964	IMAGE ENTERTAINMENT
Registration Number:	2665836	IMAGE ENTERTAINMENT
Registration Number:	2901782	IMAGE MUSIC GROUP
Serial Number:	78542865	EGAMI MEDIA A SUBSIDIARY OF IMAGE ENTERTAINMENT
Registration Number:	3000209	HVE

CORRESPONDENCE DATA

Fax Number: (212)593-5955
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 212-756-2552
 Email: laurie.emmer@srz.com

CH \$165.00 1588570

Correspondent Name: Laurie Emmer, Esq.
Address Line 1: 919 Third Avenue
Address Line 2: 19th Floor
Address Line 4: New York, NEW YORK 10022

ATTORNEY DOCKET NUMBER: 058862.0162

NAME OF SUBMITTER: Laurie Emmer, Esq. (058862.0162)

Signature: /kc for le/

Date: 03/15/2007

Total Attachments: 3
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GRANT OF SECURITY INTEREST

TRADEMARKS

WHEREAS, Image Entertainment, Inc., Image Entertainment (UK), Inc., Egami Media, Inc., and Home Vision Entertainment, Inc. (collectively, the "Assignor") has adopted, used and is using, and holds all right, title and interest in and to, the trademarks and service marks listed on the annexed Schedule 1A, which trademarks and service marks are registered or applied for in the United States Patent and Trademark Office (the "Trademarks");

WHEREAS, the Assignor has entered into a Security Agreement, dated as of March 6, 2007 (as amended, restated or otherwise modified from time to time the "Security Agreement"), in favor Portside Growth and Opportunity Fund (the "Assignee");

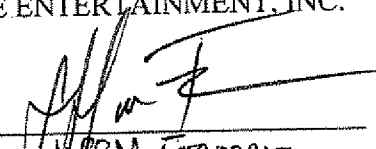
WHEREAS, pursuant to the Security Agreement, the Assignor has granted to the Assignee for the benefit of the Buyers (as defined in the Security Agreement) a continuing security interest in all right, title and interest of the Assignor in, to and under the Trademarks, together with, among other things, the good-will of the business symbolized by the Trademarks and the applications and registrations thereof, and all proceeds thereof, including, without limitation, any and all causes of action which may exist by reason of infringement thereof and any and all damages arising from past, present and future violations thereof (the "Collateral"), to secure the payment, performance and observance of the "Obligations" (as defined in the Security Agreement);

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Assignor does hereby grant to the Assignee for the benefit of the Buyers a continuing security interest in the Collateral to secure the prompt payment, performance and for the benefit of the Buyers observance of the Obligations.

The Assignor does hereby further acknowledge and affirm that the rights and remedies of the Assignee with respect to the Collateral are more fully set forth in the Security Agreement, the terms and provisions of which are hereby incorporated herein by reference as if fully set forth herein.

IN WITNESS WHEREOF, the Assignor has caused this Assignment to be duly executed by its officer thereunto duly authorized as of March 9, 2007

IMAGE ENTERTAINMENT, INC.

By: 
Name: Jeff M. Framer
Title: Chief Financial Officer
Address: 20525 Nordhoff St, Suite 200
Chatsworth, CA 91311

EGAMI MEDIA, INC.

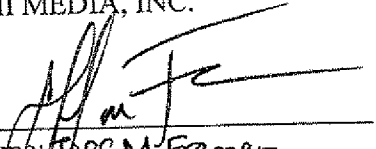
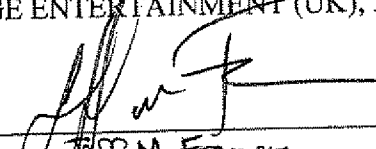

By: 
Name: Jeff M. Framer
Title: Chief Financial Officer
Address: Image Entertainment, Inc.
20525 Nordhoff Street
Suite 200
Chatsworth, CA 91311-6104

IMAGE ENTERTAINMENT (UK), INC.

By: 
Name: Jeff M. Framer
Title: Chief Financial Officer
Address: Image Entertainment, Inc.
20525 Nordhoff Street
Suite 200
Chatsworth, CA 91311-6104

HOME VISION ENTERTAINMENT, INC.

By: 
Name: Jeff M. Framer
Title: Chief Financial Officer
Address: Image Entertainment, Inc.
20525 Nordhoff Street
Suite 200
Chatsworth, CA 91311-6104

SCHEDULE 1A TO ASSIGNMENT FOR SECURITY

Registered Marks:

<u>Title of Mark</u>	<u>Registration, Certificate or Issuance No.</u>	<u>Date Registered or Issued</u>	<u>Company Holding Registered Mark</u>
<u>Image</u>	<u>1588570</u>	<u>3/27/90, renewed 11/17/2000</u>	<u>Image Entertainment, Inc.</u>
<u>Image Entertainment</u>	<u>2627964</u>	<u>10/1/2002</u>	<u>Image Entertainment, Inc.</u>
<u>Image Entertainment</u>	<u>2665836</u>	<u>12/24/2002</u>	<u>Image Entertainment, Inc.</u>
<u>Image Music Group</u>	<u>2901782</u>	<u>11/9/2004</u>	<u>Image Entertainment, Inc.</u>
<u>Egami Media, a subsidiary of Image Entertainment</u>	<u>78542865</u>	<u>1/5/2005</u>	<u>Egami Media, Inc.</u>
<u>HVE</u>	<u>3000209</u>	<u>9/27/2005</u>	<u>Public Media, Inc.</u>