

TRADEMARK ASSIGNMENT

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SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
White Star Marketing, LLC		03/26/2007	LIMITED LIABILITY COMPANY: DELAWARE
RECEIVING PARTY DATA			
Name:	Vivid Entertainment, LLC		
Street Address:	3599 Cahuenga Blvd West		
City:	Los Angeles		
State/Country:	CALIFORNIA		
Postal Code:	90068		
Entity Type:	LIMITED LIABILITY COMPANY: CALIFORNIA		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	2858934	VIVID	
CORRESPONDENCE DATA			
Fax Number:	(716)849-1315		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	716-849-1333x410		
Email:	ip@lglaw.com		
Correspondent Name:	John P. Hains		
Address Line 1:	42 Delaware Ave.		
Address Line 2:	Suite 120		
Address Line 4:	Buffalo, NEW YORK 14202		
ATTORNEY DOCKET NUMBER:	27047.0104		
NAME OF SUBMITTER:	John P. Hains, Esq.		
Signature:	/j p hains/		

OP \$40.00 2858934

Date:

04/23/2007

Total Attachments: 1

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ASSIGNMENT

WHEREAS, FEDERATED RETAIL HOLDINGS, INC., f/k/a THE MAY DEPARTMENT STORES COMPANY, a New York corporation, located at 7 West Seventh Street, Cincinnati, Ohio, 45202 (referred to herein as "MAY") owned the "VIVID" trademark (Reg. No. 2,858,934); and

WHEREAS, MAY assigned the "VIVID" trademark (Reg. No. 2,858,934) to WHITE STAR MARKETING, LLC, a Delaware limited liability company (referred to herein as "WHITE STAR") by Assignment dated April 3, 2006; and

WHEREAS, Vivid Entertainment, LLC, a California limited liability company ("VIVID") is desirous of acquiring said "VIVID" trademark (Reg. No. 2,858,934) and the goodwill and any and all rights and claims relating to said "VIVID" trademark (Reg. No. 2,858,934);

NOW, THEREFORE, for Ten Dollars (\$10.00) and other good and valuable consideration, receipt and adequacy of which is hereby acknowledged, WHITE STAR has assigned, effective as of November 1, 2006 (the "Effective Date"), unto VIVID, its successors and assigns, all of its right, title and interest in and to the "VIVID" trademark (Reg. No. 2,858,934), together with the goodwill symbolized by the "VIVID" trademark (Reg. No. 2,858,934) and all rights and remedies for any infringement of the "VIVID" trademark (Reg. No. 2,858,934), WHITE STAR further assigns to VIVID, its successors and assigns, all rights arising out of WHITE STAR'S use of the VIVID trademark (Reg. No. 2,858,934) prior to the date of this Assignment, and all rights arising out of WHITE STAR'S use of the "VIVID" trademark (Reg. No. 2,858,934) under any license from VIVID after the date of this Assignment.

IN WITNESS WHEREOF, WHITE STAR MARKETING, LLC a Delaware limited liability company has caused this Assignment to be executed as of this 26 day of ~~February~~ March, 2007 to be effective as of the Effective Date.

WHITE STAR MARKETING, LLC

By: [Signature]

STATE of CA }
COUNTY of San Diego } ss:

On the 26 day of ~~February~~ March, 2007, before me personally came DALE POLSELLI to me known, who, being duly sworn, did depose and say that he is the Managing Partner of WHITE STAR MARKETING, LLC, the company described herein, and who executed the foregoing Assignment and duly acknowledged to me that he executed the same as his free act and deed.

[Signature]
Notary Public

My commission expires Sept 26, 2008

