

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	NUNC PRO TUNC ASSIGNMENT
EFFECTIVE DATE:	12/01/2008

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
PS Here LLC		01/08/2009	LIMITED LIABILITY COMPANY:

**RECEIVING PARTY DATA**

Name:	Here Networks L.L.C.
Street Address:	8411 Preston Road
Internal Address:	Suite 650
City:	Dallas
State/Country:	TEXAS
Postal Code:	75225
Entity Type:	LIMITED LIABILITY COMPANY: TEXAS

**PROPERTY NUMBERS Total: 5**

Property Type	Number	Word Mark
Registration Number:	2986894	HERE!
Registration Number:	3400211	HERE!
Registration Number:	3400208	HERE!
Serial Number:	78480353	HERE!
Serial Number:	78525451	HERE!

**CORRESPONDENCE DATA**

Fax Number: (202)776-7801  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
 Phone: 202-776-7800  
 Email: jstaples@duanemorris.com  
 Correspondent Name: D. Joseph English  
 Address Line 1: 505 9th Street

**CH \$140.00 2986894**

Address Line 2: Suite 1000  
Address Line 4: Washington, DISTRICT OF COLUMBIA 20004

ATTORNEY DOCKET NUMBER:	REG01 004
NAME OF SUBMITTER:	D. Joseph English
Signature:	/dje/
Date:	02/26/2009

**Total Attachments: 3**  
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**ASSIGNMENT**


THIS ASSIGNMENT is effective *nunc pro tunc* on the first day of December 2008, and is made by PS Here LLC, a limited liability company of Texas, having a place of business at 8411 Preston Road, Suite 650, Dallas, TX 75225 (hereinafter, the "Assignor").

NOW THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor has sold, assigned, transferred and set over, and by these presents does sell, assign, transfer and set over, unto Here Networks L.L.C., a limited liability company of Texas, having a place of business at 8411 Preston Road, Suite 650, Dallas, TX 75225 (hereinafter, the "Assignee"), its successors, legal representatives and assigns, the entire right, title and interest in and to the marks, including the registrations of the marks and the applications to register the marks, identified in Schedule A attached hereto (hereinafter, the "Marks") together with the goodwill represented thereby respectively, the same to be held and enjoyed by Assignee, for its own use and benefit and the use and benefit of its successors, legal representatives and assigns fully and entirely as the same would have been held and enjoyed by Assignor, had this sale and assignment not been made.

AND for the same consideration, the Assignor does hereby sell, assign, transfer and set over to Assignee the business of Assignor, or portion thereof, to which the Marks pertain, said business being ongoing and existing.

PS HERE LLC

Date: 1/8/09

By:   
(signature)

Name: Stephen P. Jarcho

Title: President

**SCHEDULE A**

**REGISTERED U.S. TRADEMARKS (as of January 5, 2009)**

<b>Mark</b>	<b>Registration Number</b>
HERE!	2,986,894
HERE!	3,400,211
HERE! and Design	3,400,208

**U.S. TRADEMARK APPLICATIONS (as of January 5, 2009)**

<b>Mark</b>	<b>Application Number</b>
HERE!	78/480,353
HERE! and Design	78/525,451

**FOREIGN TRADEMARK REGISTRATIONS AND PENDING FOREIGN  
TRADEMARK APPLICATIONS (as of January 5, 2009) (page 1 of 2)**

<b>Country of Filing</b>	<b>Mark</b>	<b>Registration/Application Number</b>
Canada	HERE!	1237651
Australia	HERE!	1020006
Austria	HERE!	857607
Belgium, Netherlands, Luxembourg	HERE!	857607
China	HERE!	200607870
Czech Republic	HERE!	857607
Germany	HERE!	857607
Finland	HERE!	857607
France	HERE!	857607
Denmark	HERE!	857607
Portugal	HERE!	2005/34
Sweden	HERE!	2005/34
Spain	HERE!	857607
Korea	HERE!	857607
Monaco	HERE!	857607
Madrid Protocol	HERE!	857607
Norway	HERE!	857607

**FOREIGN TRADEMARK REGISTRATIONS AND PENDING FOREIGN  
TRADEMARK APPLICATIONS (as of January 5, 2009) (page 2 of 2)**

Poland	HERE!	857607
Italy	HERE!	857607
Japan	HERE!	857607
Ireland	HERE!	857607
Greece	HERE!	857607
United Kingdom	HERE!	857607
Canada	HERE TV	699126
Australia	HERE TV	1019908
European Union	HERE TV	4028098
Australia	HERE! and Design	1034068
Canada	HERE! and Design	705931
Switzerland	HERE! and Design	868254
China	HERE! and Design	200700077
European Union	HERE! and Design	4188637
Japan	HERE! and Design	868254
Korea	HERE! and Design	868254
Monaco	HERE! and Design	868254
Madrid Protocol	HERE! and Design	868254
Norway	HERE! and Design	868254