

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
TV-ONE Communications, Inc.		11/04/2009	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	TV ONE, LLC		
Street Address:	1010 Wayne Avenue		
City:	Silver Spring		
State/Country:	MARYLAND		
Postal Code:	20910		
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	2289118	TV-ONE	
CORRESPONDENCE DATA			
Fax Number:	(914)941-6091		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	(914) 941-5668		
Email:	aedelstein@collenip.com		
Correspondent Name:	Jeffrey A. Lindenbaum		
Address Line 1:	80 South Highland Avenue		
Address Line 2:	The Holyoke-Manhattan Building		
Address Line 4:	Ossining, NEW YORK 10562		
ATTORNEY DOCKET NUMBER:	38970		
NAME OF SUBMITTER:	Jeffrey A. Lindenbaum		
Signature:	/Jeffrey A. Lindenbaum/		
Date:	11/04/2009		

OP \$40.00 2289118

Total Attachments: 4

source=38970_SIGNED ASSIGNMENT DOCUMENTS_091104#page1.tif

source=38970_SIGNED ASSIGNMENT DOCUMENTS_091104#page2.tif

source=38970_SIGNED ASSIGNMENT DOCUMENTS_091104#page3.tif

source=38970_SIGNED ASSIGNMENT DOCUMENTS_091104#page4.tif

EXHIBIT A

TRADEMARK ASSIGNMENT AGREEMENT

THIS TRADEMARK ASSIGNMENT AGREEMENT (this "Agreement"), dated as of November 4, 2009, is by and among TV-One Communications, Inc., a Delaware corporation ("Assignor") and TV One, LLC, a Delaware limited liability company ("Assignee").

WHEREAS, the Assignee and Assignor are parties to a certain Settlement Agreement dated as of October 29, 2009 (the "Settlement Agreement"), whereby such Settlement Agreement requires the Assignor to assign all of the Assignor's right, title and interest in and to the Marks listed on Schedule A hereto (the "Marks"); and

WHEREAS, Assignee is desirous of acquiring the entire right, title and interest in and to the Marks, including any applications or registrations for the Marks which may be filed or granted therefor in the United States and its territorial possessions and in any and all foreign countries.

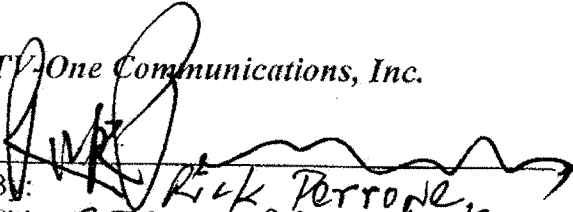
NOW, THEREFORE, in consideration of the foregoing, the consideration provided under the Settlement Agreement and for other good and valuable consideration, the receipt, sufficiency and adequacy of which are hereby acknowledged by the Assignor and the Assignee, and with the intent to be legally bound, the Assignor and the Assignee hereby agree as follows:

1. Assignor hereby irrevocably assigns unto Assignee all of its right, title, and interest in and to the Marks, free and clear of all liens, together with all of the goodwill of the business associated with and symbolized by such Marks, including any applications and registrations for the Marks, and any rights of the Assignor to sue any third parties for any past infringement of or to the Marks, for the use and behalf of Assignee and its successors, assigns or other legal representative and to prosecute such applications and registrations in the United States Patent and Trademark Office or in any foreign jurisdiction.

2. This Agreement is binding on the Assignor and its respective successors and assigns, and inures to the benefit of the Assignee and its successors and assigns.

[SIGNATURES APPEAR ON THE FOLLOWING PAGE.]

IN WITNESS WHEREOF, TV-One Communications, Inc. and TV One, LLC have caused this Agreement to be executed by their duly authorized representatives on the day and year first above written.

TV-One Communications, Inc.

By: Rick Perrone
Title: C.E.O. - President

ACKNOWLEDGMENT

STATE OF Connecticut)
COUNTY OF Fairfield)

This instrument was acknowledged before me this 3rd day of November 2009, by Rick Perrone, as President/CEO of TV-One Communications, Inc., a Delaware corporation, on behalf of such corporation.

{Seal}

Carla A. Lorenz
Notary Public in and for
the State of CT

My commission expires: January 31, 2014

CARLA A. LORENZ
NOTARY PUBLIC
My Commission Expires January 31, ~~2009~~ 2014

TV One, LLC

~~Karen Wishart~~
By: Karen Wishart
Title: EUP + CLO

ACKNOWLEDGMENT

STATE OF Maryland)
COUNTY OF Montgomery)

This instrument was acknowledged before me this 2nd day of November, 2009, by Karen Wishart, as EUP + CLO of TV One, LLC, a Delaware limited liability company, on behalf of such company.

{Seal}

Beverly J. Clipper
Notary Public in and for
the State of Maryland

My commission expires BEVERLY J. CLIPPER
Notary Public-Maryland
Montgomery County
My Commission Expires
June 28, 2013

Schedule A

Marks and Domain Names

1. U.S. Federal Trademark Applications and Registrations

Mark	Registration (Application) Number	Status	Goods/Services
TV-ONE	2289118	Registered	communications services, namely satellite and wireless cable television transmission services and video on demand services featuring pay per view television programming

2. Non-U.S. Trademark Applications and Registrations

None.

3. Unregistered Trademarks and Trade Names

Common Law rights in TV-ONE trademark.

4. Domain Names

<http://www.tv-one.biz>. (Registration of this domain name will not be renewed. Prior to completion of Phase-out Period all content on this site will be removed, and the site will remain inactive until expiration of registration of the domain name).