

**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
Cox TMI, Inc.		12/14/2009	CORPORATION: DELAWARE

**RECEIVING PARTY DATA**

Name:	The Travel Channel, L.L.C.
Street Address:	5425 Wisconsin Avenue
Internal Address:	Suite 800
City:	Chevy Chase
State/Country:	MARYLAND
Postal Code:	20815
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE

**PROPERTY NUMBERS Total: 34**

Property Type	Number	Word Mark
Serial Number:	75594561	TRAVEL CHANNEL
Serial Number:	74688681	TRAVEL CHANNEL
Serial Number:	76435603	TRAVEL CHANNEL
Serial Number:	76441811	TRAVEL CHANNEL
Serial Number:	73308959	TRAVEL CHANNEL
Serial Number:	76455268	TRAVEL CHANNEL
Serial Number:	73684289	THE TRAVEL CHANNEL
Serial Number:	78831265	BE A TRAVELER
Serial Number:	78686155	5 TAKES
Serial Number:	78677906	NO RESERVATIONS
Serial Number:	78502373	WEDNESDAY NIGHT IS POKER NIGHT
Serial Number:	77257339	TRAVEL CHANNEL ACADEMY
Serial Number:	77198105	WORLD HUM

CH \$865.00 75594561

Serial Number:	77233761	TRAVEL CHANNEL HD
Serial Number:	78817894	T
Registration Number:	3677920	T TRAVEL CHANNEL
Serial Number:	78981193	TRAVEL T
Serial Number:	77977836	T
Serial Number:	78817930	TRAVEL T
Serial Number:	77256794	SOME THINGS ARE MEANT FOR HD
Serial Number:	77978426	SOME THINGS ARE MEANT FOR HD
Serial Number:	77256786	SOME THINGS ARE MEANT FOR TV
Serial Number:	77329762	TRAVEL CHANNEL ON DEMAND
Serial Number:	77464847	TRAVEL CHANNEL GO
Serial Number:	77358438	TRAVEL HD
Serial Number:	77368666	T
Serial Number:	77677044	TRAVEL BUG EFFECT
Serial Number:	77677047	CATCH IT
Serial Number:	77625462	TRAVEL CHANNEL FLIGHTDECK
Serial Number:	77691596	TRAVEL CHANNEL
Serial Number:	77709212	T
Serial Number:	77721908	TRAVELERS. TAKES ONE TO REACH ONE.
Serial Number:	77777838	TRAVEL CHANNEL STUDIOS
Serial Number:	77358428	T TRAVEL CHANNEL HD

**CORRESPONDENCE DATA**

Fax Number: (202)776-4351  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
Phone: 202.776.2351  
Email: trademark@dowlohnes.com  
Correspondent Name: Kristin M. Leavy, Dow Lohnes PLLC  
Address Line 1: 1200 New Hampshire Avenue NW  
Address Line 2: Suite 800  
Address Line 4: Washington, DISTRICT OF COLUMBIA 20036

ATTORNEY DOCKET NUMBER:	05094.0012
NAME OF SUBMITTER:	Kristin M. Leavy
Signature:	/Kristin M. Leavy/
Date:	01/06/2010

**Total Attachments: 21**

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**TRAVEL CHANNEL  
ASSIGNMENT AND ASSUMPTION AGREEMENT**

THIS ASSIGNMENT AND ASSUMPTION AGREEMENT is dated as of December 14, 2009 (this "Agreement"), by and between Cox TMI, Inc., a Delaware corporation, (the "Assignor") and The Travel Channel, L.L.C., a Delaware limited liability company ("Travel Channel" or the "Assignee"). All capitalized terms used herein which are not otherwise defined herein shall have the meanings ascribed to them in the Contribution Agreement.

**W I T N E S S E T H:**

WHEREAS, Assignor is party to a Contribution Agreement dated November 5, 2009, as amended (the "Contribution Agreement"), among TCM Parent, LLC, TCM Sub, LLC, TCM New Holdco, LLC, a Delaware limited liability company ("New Holdco"), Gulliver Media Holdings, LLC, Scripps Networks Interactive, Inc., Assignor and Cox Communications, Inc., pursuant to which, among other things, Assignor and Assignee shall consummate the transactions contemplated by this Agreement;

WHEREAS, the parties desire to consummate the transactions contemplated by this Agreement as of the date hereof concurrently with the execution and delivery of the Equity Contribution Agreement between Assignor and New Holdco (the "Equity Contribution Agreement");

WHEREAS, Assignor desires to assign, transfer and deliver to Assignee all of Assignor's right, title and interest in and to the contracts, documents and other assets set forth in Exhibit A (the "Assigned Assets");

WHEREAS, Assignee shall become the successor to the business of Assignor to which the Assigned Assets pertain; and

WHEREAS, Assignee desires to accept Assignor's assignment, transfer and delivery of the Assigned Assets.

NOW THEREFORE, in consideration of the transactions contemplated by the Contribution Agreement and the mutual covenants and agreements contained therein, and for other good and valuable consideration already received and acknowledged, the receipt and sufficiency of which are hereby acknowledged, the parties hereto agree as follows:

1. Assignment of Assets. Assignor hereby assigns, transfers and delivers to Assignee all of Assignor's right, title and interests in and to the Assigned Assets, and Assignee hereby accepts such assignment, transfer and delivery.
2. Assumption of Liabilities. Assignee hereby assumes and agrees to timely pay, perform and discharge, when due, all of the obligations and liabilities under the Assigned Assets.
3. Contribution Agreement. This Agreement is executed and delivered pursuant to Section 2.1(b)(i)(2) of the Contribution Agreement and in all respects is subject to the covenants, representations, warranties and other provisions thereof. No provision set forth in this

Agreement shall be deemed to enlarge, alter or amend the terms or provisions of the Contribution Agreement. In the event of any conflict between the provisions of this Agreement and the provisions of the Contribution Agreement, the provisions of the Contribution Agreement shall control.

4. Equitable Assignment. Nothing in this Agreement shall be construed as an attempt or agreement to assign or transfer any Assigned Asset which by its terms or by applicable law is not assignable without the consent of a third party or may be cancelled or terminated by a third party in the event of an assignment or transfer (a "Nonassignable Asset"), unless and until such consent shall have been obtained. Assignor shall use commercially reasonable efforts to obtain as expeditiously as possible any such consent to the assignment of a Nonassignable Asset. Unless and until any such consent is obtained, to the extent permitted by applicable law and by the terms of the applicable Nonassignable Asset, Assignor and Assignee shall cooperate to establish an arrangement reasonably satisfactory to each of them pursuant to which Assignee will obtain the claims, rights and benefits and assume the corresponding liabilities and obligations under such Nonassignable Asset or pursuant to which Assignor would enforce for the benefit of Assignee any and all claims, rights and benefits of Assignor against a third party thereto. Assignor shall promptly pay over to Assignee the net amount (after costs and taxes) of all payments received by it in respect of all Nonassignable Assets, and Assignee shall promptly pay, perform or discharge, when due, any and all obligations and liabilities arising thereunder.

5. No Representations or Warranties. Subject to any representations and warranties contained in the Contribution Agreement and the other Transaction Documents, none of Assignor, Assignee, their respective Affiliates or any other Person makes any representations or warranties, written or oral, statutory, express or implied with respect to the subject matter hereof.

6. Effectiveness. This Agreement, and the consummation of the transactions contemplated hereby, shall be effective as of the date hereof concurrently with the execution and delivery of the Equity Contribution Agreement.

7. Governing Law. This Agreement shall be governed by and construed and enforced in accordance with the laws of the State of Delaware, without regard to the conflicts of laws rules thereof.

8. Successors and Assigns. Except as otherwise expressly provided herein, the provisions hereof shall inure to the benefit of, and be binding upon, the successors, assigns, heirs, executors and administrators of the parties hereto. Notwithstanding any other provision of this Agreement to the contrary, the rights and obligations of this Agreement may not be assigned by any party without the consent of the other.

9. Entire Agreement; Amendment. This Agreement constitutes the full and entire understanding and agreement among the parties with regard to the subject matter hereof. This Agreement may be amended or modified only by a written instrument signed by each party hereto.

10. Headings. The headings of this Agreement are for convenience only and shall not be used to construe or interpret the terms of this Agreement.

11. Severability. In case any provision of the Agreement shall be held to be invalid, illegal or unenforceable, such provision shall be excluded from this Agreement the validity, legality and enforceability of the remaining provisions shall not in any way be affected or impaired thereby.

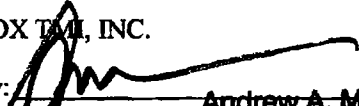
12. Counterparts. This Agreement may be executed in any number of counterparts, each of which shall be an original, but all of which together shall constitute one instrument.

[Signatures on the following page]

IN WITNESS WHEREOF, the parties hereto have duly executed this Assignment and Assumption Agreement as of the date first above written.


**ASSIGNOR:**

COX TMI, INC.

By:   
Name: Andrew A. Merdek  
Title: Secretary

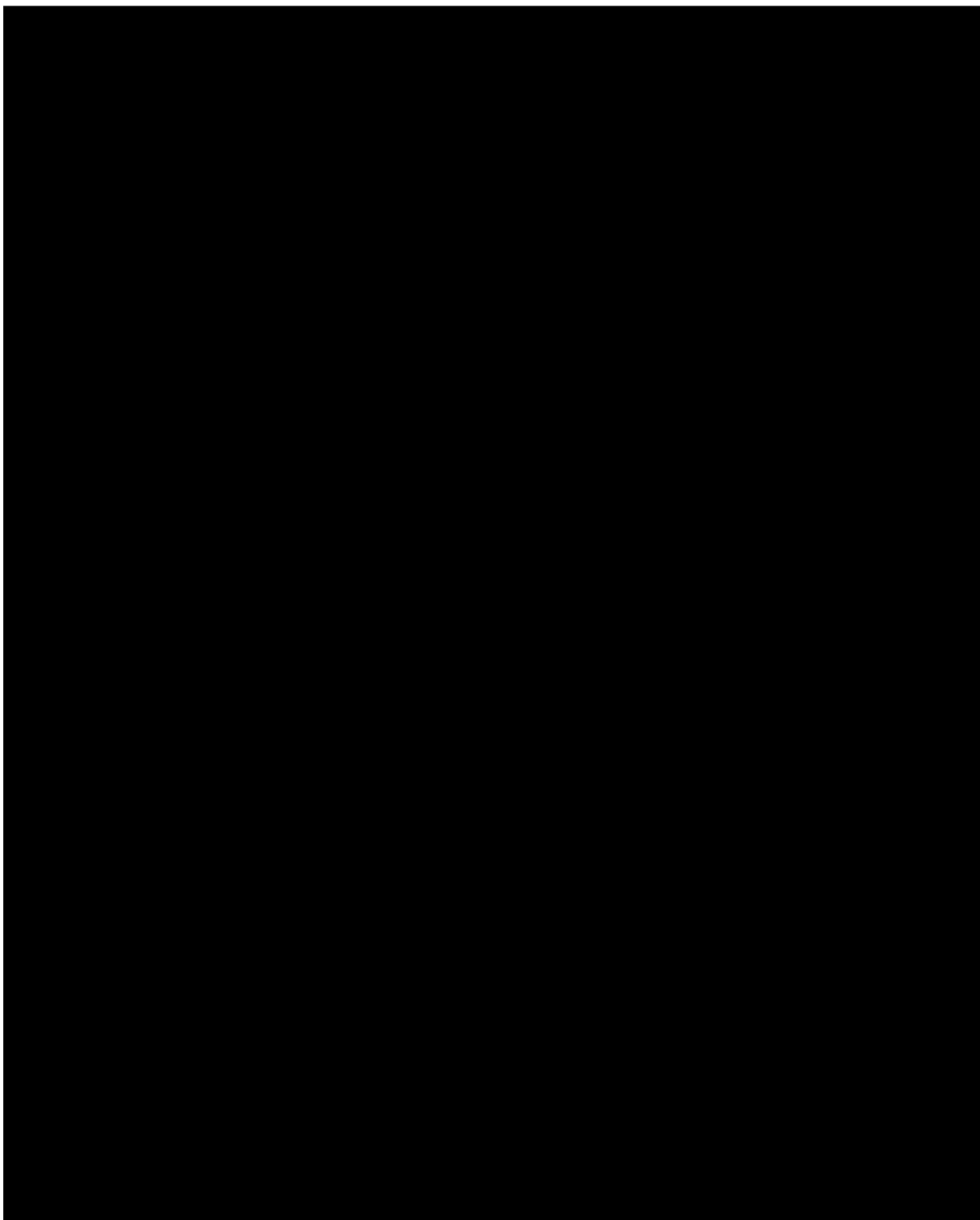
**ASSIGNEE:**

THE TRAVEL CHANNEL, L.L.C.

By:   
Name: Andrew A. Merdek  
Title: Secretary

[Signature Page to Travel Channel Assignment and Assumption Agreement]


Exhibit A






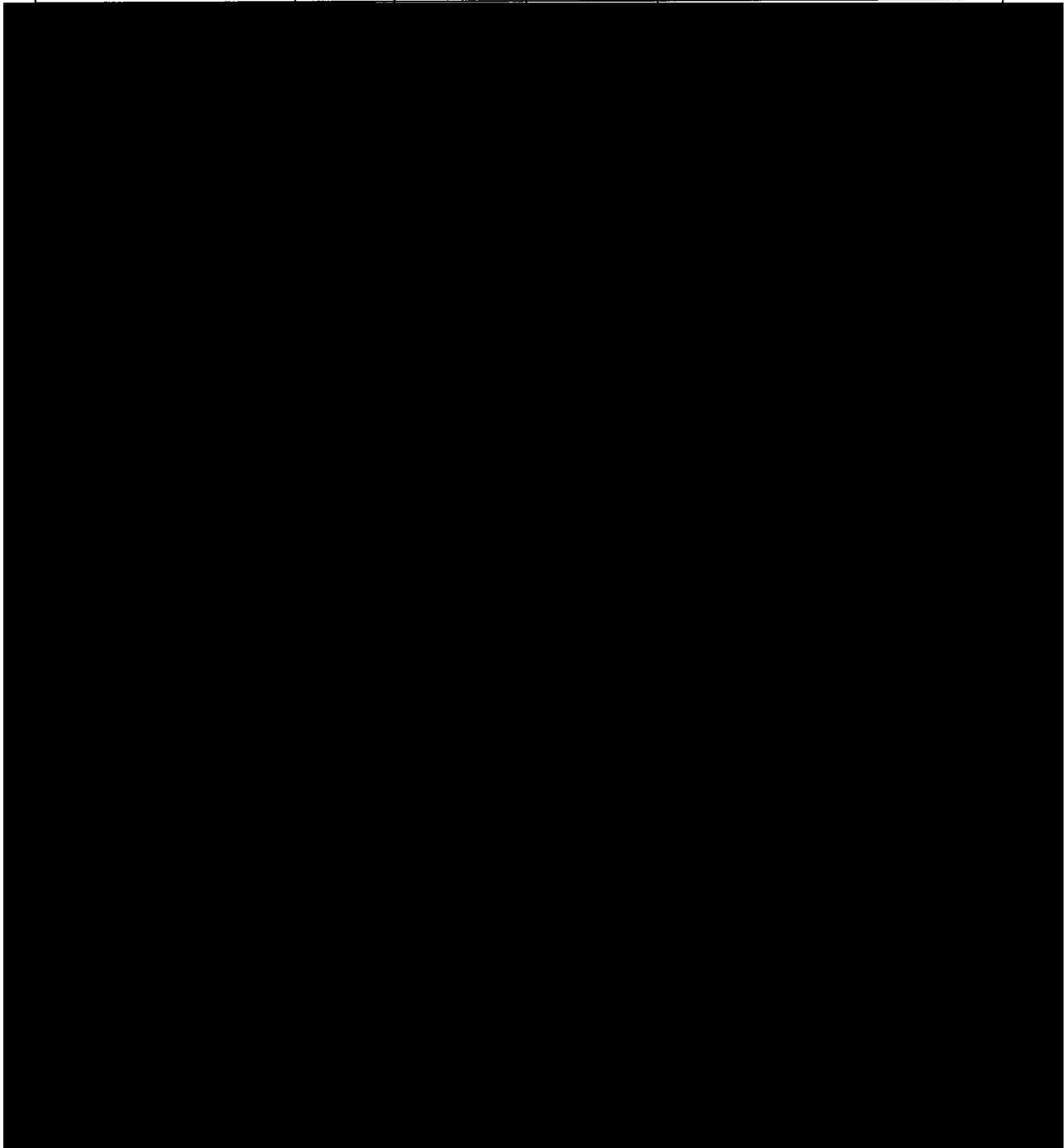
3. All of Assignor's right, title, and interest in and to the marks listed below (the "Marks") and other similar designations of source or origin, including all the registrations and/or pending applications for the Marks and any associated goodwill of the business symbolized by the Marks.

**Trademark Registrations**

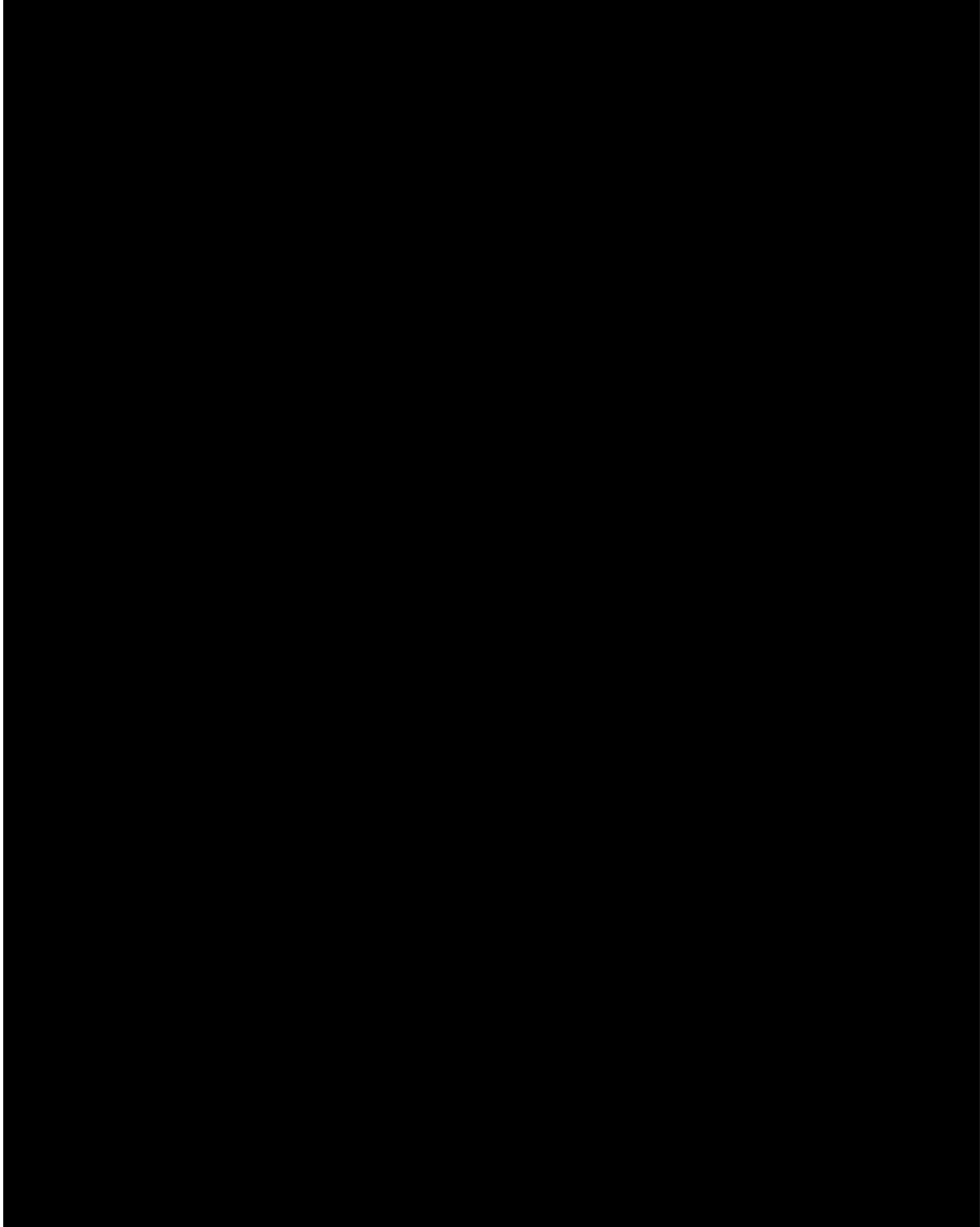
Mark	Country	Appln No.	Reg. No	Goods and Services
TRAVEL CHANNEL	US	75594561	2948169	Travel agency services, namely, making reservations and bookings for lodging and transportation and assisting others in making reservations and bookings for lodging and transportation; travel information services, namely, information on travel destinations offered via a global computer network; providing travel reservation services via a toll free telephone number, in class 39 Travel destination database, in Class 42
TRAVEL CHANNEL	US	74688681	1982443	Cable television broadcasting services, in Class 38 Producing television programs, in Class 41
TRAVEL CHANNEL	US	76435603	2740003	Television broadcasting services, in Class 38
TRAVEL CHANNEL	US	76441811	2736372	Motion picture films; pre-recorded video disks and audio-visual recordings; pre-recorded videotapes; pre-recorded compact discs; DVD's; CD-ROM's, all featuring content related to programming aired on the television network of the same name, in Class 9
TRAVEL CHANNEL	US	73308959	1205086 (Suppl. Reg)	Broadcasting services to cable television systems by the way of satellite, in Class 38
	US	76455268	2740214	Television broadcasting services, in Class 38 Provision of travel-related information via the internet, in Class 39 Production of television shows and distribution of television shows for others; entertainment services, namely, providing television
TRAVEL CHANNEL*				

Mark	Country	Appln No.	Reg. No	Goods and Services
				program scheduling information and subject matter related to television programs aired on the television network of the same name, in Class 41
 THE TRAVEL CHANNEL*	US	73684289	1522924	Cable television broadcasting services, in Class 38
BE A TRAVELER	US	78831265	3390044	Broadcast of audio-visual content via television, satellite, wireless, fiber optics, cable, radio and a global computer network, in Class 38
				Entertainment services in the nature of television programs in the fields of travel, geography, culture, history, food, art, architecture, leisure, lifestyles, shopping, vacations, tourism, adventure and ecology, distributed through audio and video media, namely, television, satellite, wireless, fiber optics, cable, radio and a global computer network; providing entertainment information regarding television programs via a global computer network, in Class 41
5 TAKES	US	78686155	3360537	Entertainment services in the nature of ongoing non-fiction television programs in the fields of travel, culture and adventure and providing information regarding the programs via a global computer network, in Class 41
NO RESERVATIONS	US	78677906	3205176	Entertainment services in the nature of a non-fiction television series about travel, adventure, culture, lifestyles, cooking, food, restaurants and chefs; providing information regarding same via a global computer network, in Class 41
WEDNESDAY NIGHT IS POKER NIGHT	US	78502373	3144277	Entertainment services in the nature of television programming; providing information regarding the television program via a global computer network, in Class 41

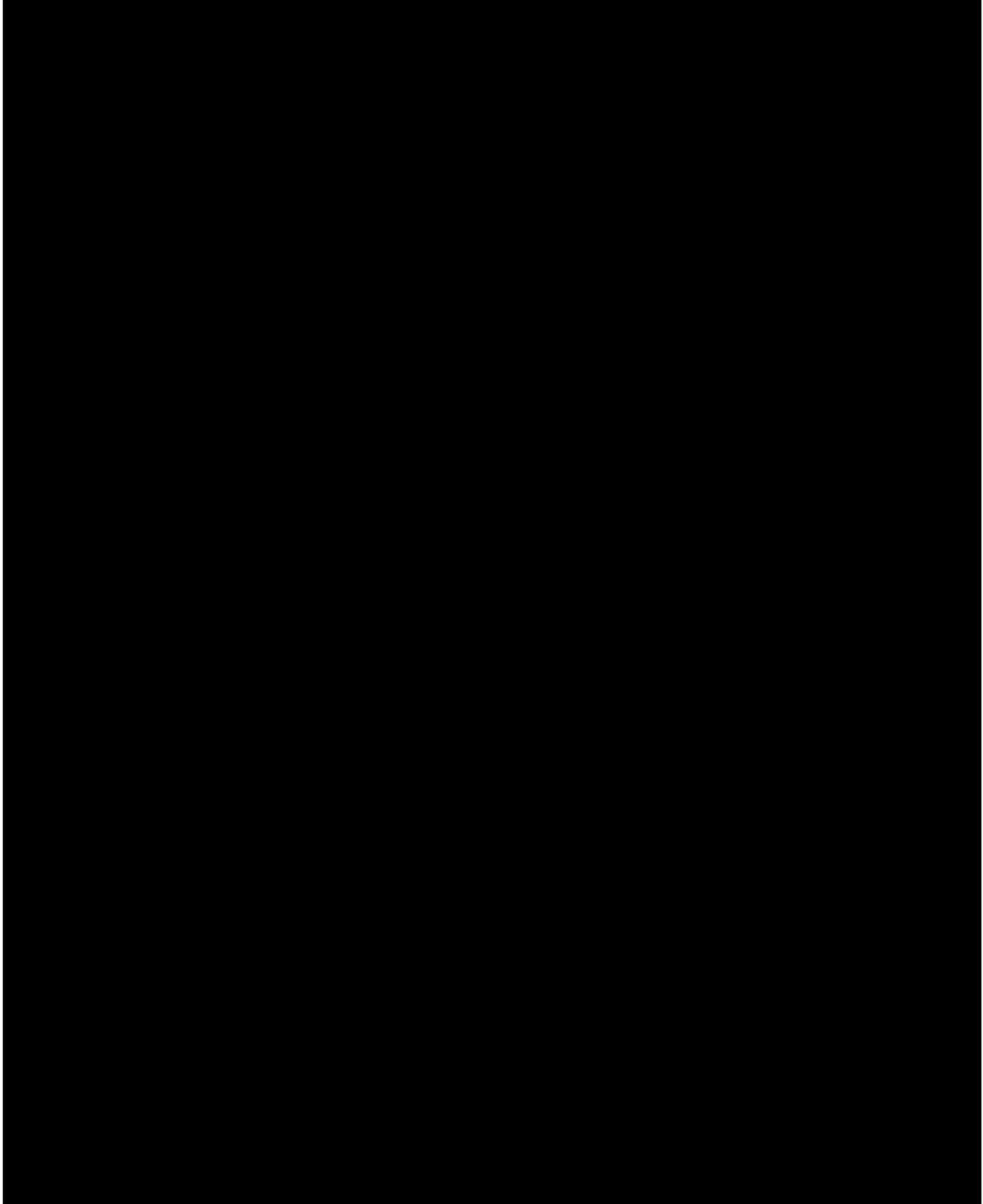
Mark	Country	Appln No.	Reg. No	Goods and Services
TRAVEL CHANNEL ACADEMY	US	77257339	3544550	Educational services, namely, providing classes, seminars and workshops in the field of film production, digital filmmaking, film editing and techniques, in Class 41



Mark	Country	Appin No.	Reg. No	Goods and Services
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Mark	Country	Appln No.	Reg. No	Goods and Services
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Mark	Country	Appln No.	Reg. No	Goods and Services
[REDACTED]				
WORLD HUM	US	77198105	3404591	Entertainment services namely providing a website featuring travel weblogs in the nature of essays and information about travel, in Class 41.
[REDACTED]				

Mark	Country	Appln No.	Reg. No	Goods and Services
TRAVEL CHANNEL HD	US	77233761	3686637	Broadcast of audio-visual content via television, satellite, wireless, fiber optics, cable, radio and a global computer network, in Class 38

Mark	Country	Appln No.	Reg. No	Goods and Services
				Entertainment services in the nature of television programs in the fields of travel, geography, culture, history, food, art, architecture, leisure, lifestyles, shopping, vacations, tourism, adventure and ecology, distributed through audio and video media, namely, television, satellite, wireless, fiber optics, cable, radio and a global computer network; providing entertainment information regarding television programs via a global computer network, in Class 41
	US	78817915	3677920	<p>Prerecorded video disks, audio-visual recordings, videotapes, compact disks, DVDs and CD-ROMs, all featuring content in the fields of travel, geography, ecology, architecture, history, politics, food, art, leisure and lifestyles, in Class 9</p> <p>Broadcast services, namely, distribution of television programs via television, satellite, wireless, fiber optics, cable, radio and a global computer network, in Class 38</p> <p>Entertainment services in the nature of ongoing television programs and prerecorded audio-visual content in the fields of travel, geography, ecology, architecture, history, politics, food, art, leisure and lifestyles, distributed through audio and video media, namely, television, satellite, wireless, fiber optics, cable, radio and a global computer network; providing entertainment information regarding television programs via a global computer network, in Class 41</p>
	US	78817894	3677919	Prerecorded video disks, audio-visual recordings, videotapes, compact disks, DVDs and CD-ROMs, all featuring content in the fields of travel, geography, ecology, architecture, history, politics, food, art, leisure and lifestyles, in Class 9




Mark	Country	Appln No.	Reg. No	Goods and Services
				<p>broadcast services, namely, distribution of television programs via television, satellite, wireless, fiber optics, cable, radio and a global computer network, in class 38</p> <p>Entertainment services in the nature of ongoing television programs and prerecorded audio-visual content in the fields of travel, geography, ecology, architecture, history, politics, food, art, leisure and lifestyles, distributed through audio and video media, namely, television, satellite, wireless, fiber optics, cable, radio and a global computer network; providing entertainment information regarding television programs via a global computer network, in class 41</p>
	US	78981193	3687648	<p>Broadcast services, namely, distribution of television programs via television, satellite, wireless, fiber optics, cable, radio and a global computer network, in Class 38.</p> <p>Entertainment services in the nature of ongoing television programs and prerecorded audio-visual content in the fields of travel, geography, ecology, architecture, history, politics, food, art, leisure and lifestyles, distributed through audio and video media, namely, television, satellite, wireless, fiber optics, cable, radio and a global computer network; providing entertainment information regarding television programs via a global computer network, in Class 41.</p>
	US	77977836	3700328	<p>prerecorded video disks, audio-visual recordings, videotapes, compact disks, DVDs and CD-ROMs, all featuring content in the fields of travel, geography, ecology, architecture, history, politics, food, art, leisure and lifestyles, in Class 9</p>


broadcast services, namely, distribution of on-going television programs via television, satellite, wireless, fiber optics, cable, radio

Mark	Country	Appln No.	Reg. No	Goods and Services
				<p>and a global computer network, in Class 38</p> <p>entertainment services in the nature of ongoing television programs and prerecorded audio-visual content in the fields of travel, geography, ecology, architecture, history, politics, food, art, leisure and lifestyles, distributed through audio and video media, namely, television, satellite, wireless, fiber optics, cable, radio and a global computer network; providing entertainment information regarding television programs via a global computer network, in Class 41</p>


**Trademark Applications**


Mark	Country	Appln No.	Reg. No	Goods and Services
Travel  *	US	78817930	N/A	Prerecorded video disks, audio-visual recordings, videotapes, compact disks, DVDs and CD-ROMs, all featuring content in the fields of travel, geography, ecology, architecture, history, politics, food, art, leisure and lifestyles, in class 9
SOME THINGS ARE MEANT FOR HD	US	77256794	N/A	Prerecorded video disks, audio-visual recordings, videotapes, compact disks, DVDs and CD-ROMs, all featuring content in the fields of travel, geography, ecology, architecture, history, politics, food, art, leisure and lifestyles, in Class 9
SOME THINGS ARE MEANT FOR HD	US	77978426	N/A	Entertainment services in the nature of television programs in the fields of travel, geography, culture, history, food, art, architecture, leisure, lifestyles, shopping, vacations, tourism, adventure and ecology, distributed through audio and video media, namely, television, satellite, wireless, fiber optics, cable, radio and a global computer network; providing entertainment information regarding television programs via a global computer network, in Class 41
SOME THINGS ARE MEANT FOR TV	US	77256786	N/A	Prerecorded video disks, audio-visual recordings, videotapes, compact disks, DVDs and CD-ROMs, all featuring content in the fields of travel, geography, ecology, architecture, history, politics, food, art, leisure and lifestyles, in Class 9
				Entertainment services in the nature of television programs in the fields of travel, geography, culture, history, food, art, architecture, leisure, lifestyles, shopping, vacations, tourism, adventure and ecology, distributed through audio and video media, namely, television, satellite, wireless, fiber optics, cable, radio and a global computer network; providing entertainment information regarding television programs via a global computer network, in Class 41

Mark	Country	Appin No.	Reg. No	Goods and Services
TRAVEL CHANNEL ON DEMAND	US	77329762	N/A	Broadcast services, namely, distribution of television programs via television, satellite, wireless, fiber optics, cable, radio and a global computer network, in Class 38
				Entertainment services in the nature of programming, production, and distribution of television programs distributed through audio and video media, namely, television, satellite, wireless, fiber optics, cable, radio and a global computer network; providing entertainment information regarding television programs via a global computer network, in Class 41
TRAVEL CHANNEL GO	US	77464847	N/A	Providing information, news, and commentary in the field of travel and travel information services via wireless and mobile devices and handsets, in Class 39.
				Entertainment and information services for wireless and mobile devices and handsets, namely, providing business listings and audio, video, multimedia and editorial content in the fields of travel and travel-related topics, in Class 41.
TRAVEL HD	US	77358438	N/A	Broadcast services, namely, distribution of on-going television programs via television, satellite, wireless, fiber optics, cable, radio and a global computer network, in Class 38
				Entertainment services in the nature of on-going television programs in the fields of travel, geography, culture, history, food, art, architecture, leisure, lifestyles, shopping, vacations, tourism, adventure and ecology, distributed through audio and video media, namely, television, satellite, wireless, fiber optics, cable, radio and a global computer network; providing entertainment information regarding television programs via a global computer network, in Class 41

Mark	Country	Appin No.	Reg. No	Goods and Services
	US	77368666	N/A	posters; postcards; maps; calendars, namely, desk calendars, wall calendars, daily calendars; photographic prints; books and magazines in the field of travel; bookmarks; children's activity books; diaries; paper napkins, in Class 16
TRAVEL CHANNEL FLIGHTDECK	US	77625462	N/A	Advertising, marketing and promotion services, in Class 35.
CATCH IT	US	77677047	N/A	Prerecorded video disks, audio-visual recordings, videotapes, compact disks, DVDs and CD-ROMs, all featuring content in the fields of travel, geography, ecology, architecture, history, politics, food, art, leisure and lifestyles, in Class 9.

Mark	Country	Appln No.	Reg. No	Goods and Services
				Advertising, marketing and promotion services, in Class 35.
				Broadcast services, namely, distribution of television programs via television, satellite, wireless, fiber optics, cable, radio and a global computer network, in Class 38.
				Provision of travel information via the Internet, in Class 39
				Entertainment services in the nature of ongoing television programs in the fields of travel, geography, ecology, architecture, history, politics, food, art, leisure and lifestyles, distributed through audio and video media, namely, television, satellite, wireless, fiber optics, cable, radio and a global computer network; providing entertainment information regarding television programs via a global computer network, in Class 41.
TRAVEL BUG EFFECT	US	77677044	N/A	Prerecorded video disks, audio-visual recordings, videotapes, compact disks, DVDs and CD-ROMs, all featuring content in the fields of travel, geography, ecology, architecture, history, politics, food, art, leisure and lifestyles, in Class 9.
				Advertising, marketing and promotion services, in Class 35.
				Broadcast services, namely, distribution of television programs via television, satellite, wireless, fiber optics, cable, radio and a global computer network, in Class 38.
				Provision of travel-related information via the Internet, in Class 39.
				Entertainment services in the nature of ongoing television programs and prerecorded audio-visual content in the fields of travel, geography, ecology, architecture, history, politics, food, art, leisure and lifestyles, distributed through audio and video media, namely, television, satellite, wireless, fiber optics,

Mark	Country	Appin No.	Reg. No	Goods and Services
				cable, radio and a global computer network; providing entertainment information regarding television programs via a global computer network, in Class 41.
TRAVEL CHANNEL	US	77691596	N/A	Retail store services featuring a wide variety of consumer goods, namely, newspapers, magazines, books, calendars, candy, snack foods, beverages, toiletries, toiletry kits and other sundries, t-shirts, sweatshirts, hats, rain ponchos and other clothing, disposable cameras, camera film, backpacks, tote bags, luggage, wallets, money belts, passport holders, insect and sun protection products, chargers and batteries for electronics, pillows, blankets, ear plugs, eyeshades, sunglasses, binoculars, plug adaptors and converter kits, watches, alarm clocks, radios, portable music players, portable DVD players, portable electronic book readers, headphones, currency converters, language translating devices and other electronic products; retail store services featuring a wide variety of consumer goods, namely, pre-recorded audio and video tapes, compact and video discs, CD-ROMS, and computer software, all in the fields of travel, geography, ecology, architecture, history, food, art, leisure, and lifestyles, in Class 35
	US	77709212	N/A	Retail store services featuring a wide variety of consumer goods, in Class 35. Provision of travel information, travel planning information, and travel destination information via the Internet, in Class 39
TRAVELERS. TAKES ONE TO REACH ONE.	US	77721908	N/A	Advertising, marketing and promotion services, in Class 35.

Mark	Country	AppIn No.	Reg. No	Goods and Services
TRAVEL CHANNEL STUDIOS	US	77777838	N/A	Entertainment services in the nature of video content preparation, production, post-production, and distribution, in Class 41.
	US	77358428	N/A	Broadcast services, namely, distribution of on-going television programs via television, satellite, wireless, fiber optics, cable, radio and a global computer network, in Class 38.
				Entertainment services in the nature of on-going television programs in the fields of travel, geography, culture, history, food, art, architecture, leisure, lifestyles, shopping, vacations, tourism, adventure and ecology, distributed through audio and video media, namely, television, satellite, wireless, fiber optics, cable, radio and a global computer network; providing entertainment information regarding television programs via a global computer network, in Class 41.

