

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	corporate conversion		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
American Movie Classics Company		08/13/2004	PARTNERSHIP: NEW YORK
RECEIVING PARTY DATA			
Name:	American Movie Classics Company LLC		
Street Address:	11 Penn Plaza		
City:	New York		
State/Country:	NEW YORK		
Postal Code:	10001		
Entity Type:	LIMITED LIABILITY COMPANY: NEW YORK		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Serial Number:	78150205	AMC	
Registration Number:	1904651	AMC	
CORRESPONDENCE DATA			
Fax Number:	(212)556-2222		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	212-556-2345		
Email:	kmccarthy@kslaw.com		
Correspondent Name:	Kathleen E. McCarthy		
Address Line 1:	1185 Avenue of the Americas		
Address Line 4:	New York, NEW YORK 10036		
ATTORNEY DOCKET NUMBER:	14327.104004		
NAME OF SUBMITTER:	Kathleen E. McCarthy		
Signature:	/Kathleen E. McCarthy/		
Date:	03/31/2010		

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REEL: 004177 FRAME: 0188

Total Attachments: 5

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FILING RECEIPT

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ENTITY NAME: AMERICAN MOVIE CLASSICS COMPANY LLC

DOCUMENT TYPE: CONVERSION (DOM LLC)
NAME

COUNTY: NASS

SERVICE COMPANY: DELANEY CORPORATE SERVICES LTD.

SERVICE CODE: 30

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FILED:08/13/2004 DURATION:***** CASH#:040813000925 FILM #:040813000872

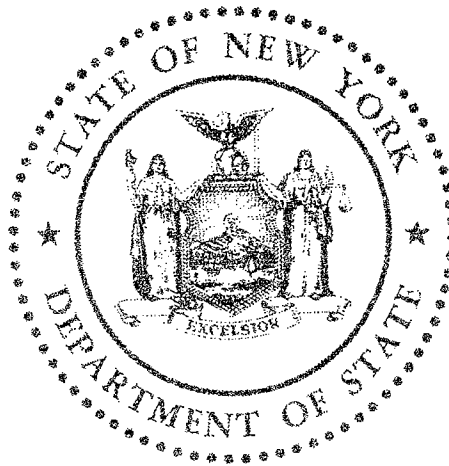
ADDRESS FOR PROCESS

EXIST DATE

C/O CORPORATION SERVICE COMPANY
80 STATE STREET
ALBANY, NY 12207

08/13/2004

REGISTERED AGENT



FILER	FEES		PAYMENTS	
-----	-----	385.00	-----	385.00
SULLIVAN & CROMWELL LLP	FILING	200.00	CASH	0.00
125 BROAD STREET	TAX	0.00	CHECK	0.00
NEW YORK, NY 10004	CERT	0.00	CHARGE	0.00
	COPIES	10.00	DRAWDOWN	385.00
	HANDLING	175.00	BILLED	0.00
			REFUND	0.00

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DOS-1025 (11/89)

f 040813000872

CERTIFICATE OF CONVERSION

OF

**AMERICAN MOVIE CLASSICS COMPANY
a New York General Partnership**

TO

**AMERICAN MOVIE CLASSICS COMPANY LLC
a New York Limited Liability Company**

Pursuant to Section 1006 of The New York Limited Liability Company Law:

FIRST: The name of the limited liability company is: American Movie Classics Company LLC.

SECOND: American Movie Classics Company, a New York general partnership which was first formed in the State of New York on January 1, 1987, was, in accordance with the provisions of the New York Limited Liability Company Law, duly converted to a limited liability company.

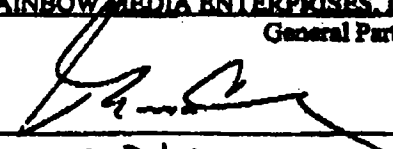
THIRD: The name of the New York general partnership was: American Movie Classics Company.

FOURTH: The county within this State in which the office of the limited liability company is to be located is: Nassau County, at 200 Jericho Quadrangle, Jericho, New York 11573.

FIFTH: The Secretary of State is designated as the agent of the limited liability company upon whom process against it may be served. The Secretary of State shall mail a copy of process against the limited liability company served upon him or her to the registered agent of the limited liability company at the registered office of the limited liability company as required to be maintained under Section 302 of the New York Limited Liability Company Law: Corporation Service Company, 80 State Street, Albany, New York 12207.

Executed on August 13, 2004.

RAINBOW MEDIA ENTERPRISES, INC.
General Partner

By: 
Name: Thomas C. Dolan
Title: President and Chief Executive officer

1040813000 872

CERTIFICATE OF CONVERSION

OF

**AMERICAN MOVIE CLASSICS COMPANY
a New York General Partnership
TO**

**AMERICAN MOVIE CLASSICS COMPANY LLC
a New York Limited Liability Company**

FILED
2004 AUG 13 PM 4:40

**PURSUANT TO SECTION 1006 OF THE NEW YORK LIMITED LIABILITY
COMPANY LAW**

**DRAWDOWN
DELANEY - 30**

1cc
**STATE OF NEW YORK
DEPARTMENT OF STATE**

FILED AUG 13 2004

TAXS _____
BY: *LOH*

RECEIVED
2004 AUG 13 PM 3:07

RECEIVED
2004 AUG 13 PM 12:10

**FILED BY:
SULLIVAN & CROMWELL LLP
125 BROAD STREET
NEW YORK, NEW YORK 10004**

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925

RECEIPT

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ENTITY NAME: AMERICAN MOVIE CLASSICS COMPANY LLC

DOCUMENT TYPE: ARTICLES OF ORGANIZATION (DOM LLC)

SERVICE COMPANY: DELANEY CORPORATE SERVICES LTD.

SERVICE CODE: 30

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FILED:08/13/2004 DURATION: ***** CASH#:040813000539 FILM #:

ADDRESS FOR PROCESS

REGISTERED AGENT



FILER	FEES		PAYMENTS	
-----	-----	75.00		75.00
SULLIVAN & CROMWELL LLP	FILING	0.00	CASH	0.00
125 BROAD STREET	TAX	0.00	CHECK	0.00
	CERT	0.00	CHARGE	0.00
NEW YORK, NY 10004	COPIES	0.00	DRAWDOWN	75.00
	HANDLING	75.00	BILLED	0.00
			REFUND	0.00

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DOS-1025 (11/89)

ARTICLES OF ORGANIZATION

OF

AMERICAN MOVIE CLASSICS COMPANY LLC

Pursuant to Section 203 of the New York Limited Liability Company Law

The undersigned, an authorized natural person, for the purpose of forming a limited liability company, under the provisions and subject to the requirements of the State of New York (particularly Chapter 34 of the New York Code and the acts amendatory thereof and supplemental thereto, and known, identified, and referred to as the "New York Limited Liability Company Law"), hereby certifies that:

First: The name of the limited liability company (hereinafter called the "limited liability company") is: AMERICAN MOVIE CLASSICS COMPANY LLC ("AMC LLC").

Second: The principal place of business of AMC LLC shall be in Nassau County at, 200 Jericho Quadrangle, Jericho, New York 11573.

Third: The address of the registered office and the name and the address of the registered agent of the limited liability company required to be maintained by Section 302 of the New York Limited Liability Company Law are Corporation Service Company, 80 State Street, Albany, NY 12207.

Fourth: The Secretary of State of the State of New York is hereby designated as agent for AMC LLC against whom process may be served. Such process shall be mailed to: Corporation Service Company, 80 State Street, Albany, NY 12207.

Executed on August 10, 2004

By: Victoria D. Salhus
Victoria D. Salhus
Organizer