



To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

Stray Cat Communications, Inc.

- Individual(s) Association
- General Partnership Limited Partnership
- Corporation - State
- Other: _____

Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies):

Name: Vivid Video, Inc.
 Internal Address: _____
 Street Address: 15127 Califa Street
 City: Van Nuys State: CA Zip: 91411
 Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation-State _____
 Other - Limited Liability Company

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
(Designations must be a separate document from assignment)
Additional name(s) & address(es) attached? Yes No

3. Nature of conveyance:

- Assignment Merger
- Security Agreement Change of Name
- Other: _____

Execution Date: January 24, 2000

4. Application number(s) or patent number(s):

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

Reg. No. 1,877,594

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: Walter W. Duft
 Internal Address: Suite 762
 Street Address: 295 Main Street
 City: Buffalo State: NY Zip: 14203-2507

6. Total number of applications and registrations involved: _____

7. Total fee (37 C.F.R. 3.41).....\$ 40.00
 Enclosed
 Authorized to be charged to deposit account

8. Deposit account number: _____

(Attached duplicate copy of this page if paying by deposit account)

02/24/2000 DNGUYEN 00000073 1877594

01 FC:481

40.00 OP

DO NOT USE THIS SPACE

9. Statement and signature.

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

Walter W. Duft
 Name of Person Signing

Signature

January 31, 2000
 Date

Total number of pages including cover sheet, attachments, and document: 3

Mail documents to be recorded with required cover sheet information to:
COMMISSIONER OF PATENTS AND TRADEMARKS, BOX ASSIGNMENTS
WASHINGTON, D.C. 20231

ASSIGNMENT

TO WHOM IT MAY CONCERN:

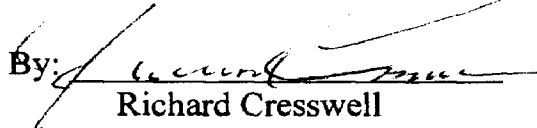
WHEREAS, Stray Cat Communications, Inc. (STRAY CAT COMMUNICATIONS), a Florida corporation, located doing business at 4040 West Waters Avenue, Suite 2500, Tampa, Florida 33614, is the owner of U.S. Trademark Registration No. 1,8~~8~~⁷7,594 for the mark "VIVID MAGAZINE" (the '594 registration); and

WHEREAS, Vivid Video, Inc. (VIVID), a California corporation, located and doing business at 15127 Califa Street Van Nuys, California 91411, is desirous of acquiring the VIVID MAGAZINE mark and '594 registration.

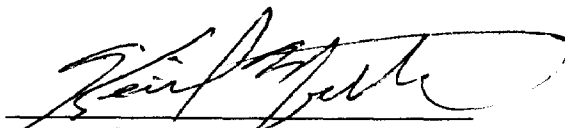
NOW, THEREFORE, in consideration of and in exchange for One Dollar (\$1.00) and, other good and valuable consideration, the receipt of which is hereby acknowledged, STRAY CAT COMMUNICATIONS; does sell, assign, transfer, and set over unto VIVID, the entire right, title, and interest in, to, and under the VIVID MAGAZINE mark and '594 registration, together with the goodwill of the business in connection with which said mark is used.

Done at Tampa, Florida this 24 day of January, 2000.

STRAY CAT COMMUNICATIONS, INC.

By: 
Richard Cresswell
President

Date: 1-24-00


WITNESS

Int. Cl.: 16

Prior U.S. Cl.: 38

United States Patent and Trademark Office

Reg. No. 1,877,594

Registered Feb. 7, 1995

**TRADEMARK
PRINCIPAL REGISTER**



STRAY CAT COMMUNICATIONS, INC. (FLOR-
IDA CORPORATION)
8433 LAURELON PLACE
TAMPA, FL 33637

FOR: MAGAZINE IN THE FIELD OF
EXOTIC DANCE AND ADULT ENTERTAIN-
MENT, IN CLASS 16 (U.S. CL. 38).

FIRST USE 8-1-1993; IN COMMERCE
8-1-1993.

NO CLAIM IS MADE TO THE EXCLUSIVE
RIGHT TO USE "MAGAZINE", APART FROM
THE MARK AS SHOWN.

SER. NO. 74-481,618, FILED 1-24-1994.

NORMAN J. RICH, EXAMINING ATTORNEY