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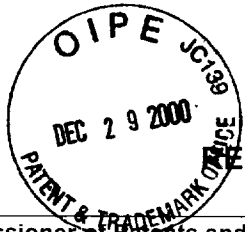
01-09-2001

FORM PTO-1618A
Expires 06/30/99
OMB 0651-0027



U.S. Department of Commerce
Patent and Trademark Office
TRADEMARK

101576577



RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

12-29-00

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type

- New
- Resubmission (Non-Recordation)
Document ID #
- Correction of PTO Error
Reel # Frame #
- Corrective Document
Reel # Frame #

Conveyance Type

- Assignment License
- Security Agreement Nunc Pro Tunc Assignment
Effective Date
Month Day Year
- Merger
- Change of Name
- Other

Conveying Party

Mark if additional names of conveying parties attached

Name Execution Date
Month Day Year

Formerly

- Individual General Partnership Limited Partnership Corporation Association
- Other
- Citizenship/State of Incorporation/Organization

Receiving Party

Mark if additional names of receiving parties attached

Name

DBA/AKA/TA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)

City State/Country Zip Code

- Individual General Partnership Limited Partnership Association
- Corporation Association
- Other
- Citizenship/State of Incorporation/Organization

If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)

01/08/2001 670M11 00000181 75623326

FOR OFFICE USE ONLY

01 FC 481
02 FC 482

40.00 OP
175.00 OP

Public burden reporting for this collection of information is estimated to average approximately 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and gathering the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Information Officer, Washington, D.C. 20231 and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction Project (0651-0027), Washington, D.C. 20503. See OMB Information Collection Budget Package 0651-0027, Patent and Trademark Assignment Practice. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS ADDRESS.

Mail documents to be recorded with required cover sheet(s) information to:
Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20231

TRADEMARK
REEL: 002207 FRAME: 0979

Domestic Representative Name and Address

Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Correspondent Name and Address

Area Code and Telephone Number

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Pages

Enter the total number of pages of the attached conveyance document including any attachments.

#

Trademark Application Number(s) or Registration Number(s)

Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)

Registration Number(s)

Number of Properties

Enter the total number of properties involved.

#

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41):

\$

Method of Payment:

Enclosed

Deposit Account

Deposit Account

(Enter for payment by deposit account or if additional fees can be charged to the account.)

Deposit Account Number:

#

Authorization to charge additional fees:

Yes

No

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. Charges to deposit account are authorized, as indicated herein.

JEFFREY R. LAI

Name of Person Signing

Jeffrey R. Lai

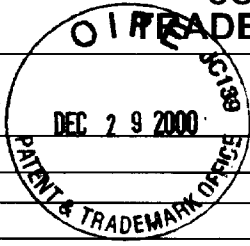
Signature

12/28/00

Date Signed

Jeffrey R. Lai

RECORDATION FORM COVER SHEET
CONTINUATION
TRADEMARKS ONLY



Conveying Party

Enter Additional Conveying Party

Mark if additional names of conveying parties attached

Execution Date
Month Day Year

Name

Formerly

Individual General Partnership Limited Partnership Corporation Association

Other

Citizenship State of Incorporation/Organization

Receiving Party

Enter Additional Receiving Party

Mark if additional names of receiving parties attached

Name

DBA/AKA/TA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)

City

State/Country

Zip Code

Individual General Partnership Limited Partnership

If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached (Designation must be a separate document from the Assignment.)

Corporation Association

Other

Citizenship/State of Incorporation/Organization

Trademark Application Number(s) or Registration Number(s)

Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)

Registration Number(s)

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GUIDELINES FOR COMPLETING TRADEMARK RECORDATION COVER SHEET

When using this (FORM PTO-1618 A,B, &C), a cover sheet and any necessary continuation sheets must be submitted with each document to be recorded. Enter all required information using standard business block-style print (such as courier 10 pitch). Completed cover sheets will be scanned for image capture. Photocopies of the cover sheets are acceptable. Information required for recordation will be extracted from the cover sheet and cover sheet continuation forms only. Submitted cover sheets and documents will become part of the public record. If a document to be recorded concerns both patents and trademarks, a separate patent and a separate trademark cover sheet, including any attached continuing information, must accompany the document. When the document concerns multiple conveyances or transfers, a cover sheet must be submitted for each, if a separate recordation of each transaction is desired. For assistance in completing this cover sheet and information, call 703 308-9723.

Submission Type - Each submission type requires a new cover sheet. Enter an "X" in the appropriate box indicating the type of submission. If the conveyance document is being submitted for recordation for the first time, enter an "X" in the box for New Assignment. If the submission is a Non-recordation, enter an "X" for Re-submission and provide the document identification number of the original submission. Resubmitted non-recordation documents require a new cover sheet (the new cover sheet shall contain all of the appropriate data and the fee required for recordation). If a previously recorded document requires correction due to a data entry error, enter an "X" for Public Correction and provide the reel and frame number of the original document. Requests to correct the data entry error must be submitted on a new cover sheet. The cover sheet shall contain only the data element in question, the name, date and signature of the person submitting the request, and any other pertinent information, (enter the correspondent's name and address, if it has changed since the document was recorded). If a previously recorded document was submitted with erroneous information, enter an "X" indicating Corrective Assignment and provide the reel and frame number of the previously recorded document. A Corrective Assignment requires a new cover sheet as provided in 37CFR 1.334. If the submission type is not listed, enter an "X" in the Other box and specify the submission type.

Conveyance Type - Enter an "X" in the appropriate box describing the nature of the conveying document. If the document is a nunc pro tunc assignment, enter the effective date using the numerical representation of the date without slashes (/) formatted as MMDDYYYY (05141993). If the conveyance type is not listed, enter an "X" in Other Box and specify the nature of the conveyance .

Conveying Party - Enter the full names of all party(ies) conveying the interest. If the conveying party is an individual, enter the last name first, followed by the first name followed by the middle initial. Separate the last and first name by a comma followed by a blank space. For example, "Carter, Constance M." Separate the last and first name by a comma, followed by a blank space. If the conveying party is a corporation and the corporation name begins with "The", the name must be entered as Longmire Cookie Company, The. A Formerly statement, must be entered by placing the word "Formerly " in front of the former business name, separated by a comma (this data is optional). Enter the execution date of the document (i.e. the date the document is signed by each conveying party) using the numerical representation of the month, day, and year without slashes (/) formatted as MMDDYYYY (05141993). Do not use the European date style when entering the date. Indicate the entity and citizenship of each conveying party. If the conveying party is an individual, the country of citizenship must be indicated. If the conveying party is not an individual, then, if it is a U.S. entity, the state under whose laws it is organized should be set out, if it is a foreign entity, the country under whose laws it is organized should be set out. Thus, a U.S. corporation would indicate its state of incorporation, while a foreign corporation would indicate its country of incorporation. The names, execution dates entity and citizenship of additional conveying parties must be entered on the formatted Recordation Form Cover Sheet Continuation. If the entity type is not listed, enter an "X" in the Other Box and specify the entity type. If there are additional conveying parties, enter an "X" in the box indicating additional conveying information is attached. Only the names appearing on the cover sheet and continuation sheets will be recorded.

Receiving Party - Enter the full name and address of the party(ies) receiving an interest in. If the receiving party is an individual, enter last name first, followed by the first name, followed by the middle initial. Separate the last and first name by a comma, followed by a blank space. If the receiving party is a corporation and the corporation name begins with "The", the name must be entered as " Longmire Cookie Company, The." Indicate the names, and entity of each receiving party. Enter optional information regarding either DBA/AKA/TA , or Composed of, as appropriate. DBA means Doing Business As; AKA means Also Known As; and TA means Trading As. Enter the appropriate acronym (i.e. DBA, AKA, TA, or Composed of) in front of the business name, separated by a comma. For example, Longmire Cookie Company, The, DBA, Longmire Cookies (this data is optional). Enter up to three lines of address: address line 1 is used to enter the street address; address line 2 is

used to enter the floor/room number, suite number or department location; and address line 3 is used to enter the City, State, and zip code. Use the two letter state code when entering the state, (i.e. VA for the state of Virginia). Only the names which appear on this cover sheet and the Recordation Cover Sheet Continuation form(s) will be recorded.

Indicate the entity and citizenship of each receiving party. If the receiving party is an individual, the country of citizenship must be indicated. If the receiving party is not an individual, then, if it is a U.S. entity, the state under whose laws it is organized should be set out, if it is a foreign entity, the country under whose laws it is organized should be set out. Thus a U.S. corporation would indicate its state of incorporation, while a foreign corporation would indicate its country of incorporation (this data is optional). If the document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of domestic representative should be attached. A designation of domestic representative must be contained in a document separate from the assignment document. Enter an "X" in the box to indicate that a designation of domestic representative is attached. If there is more than one party receiving an interest in the property, enter an "X" in the box to indicate that additional information is attached. Only the names which appear on this cover sheet and the Recordation Cover Sheet Continuation form(s) will be recorded.

Correspondent Name and Address - Enter the full name and address of the party to whom correspondence is to be mailed. Each line of address allows up to 40 characters including spaces. Address information will be used to create a mailing label in order to return the document to the submitter. Enter the telephone number and area code of the correspondent.

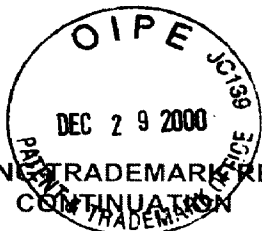
Number of Pages - Enter the total number of pages contained in the conveyance document, including any attachments. If the document to be recorded concerns both patents and trademarks, separate patent and trademark cover sheets must accompany the document. Do not include the Recordation Form Cover Sheet pages in this total.

Application Numbers or Registration Numbers - Enter the trademark application number(s) (an eight (8) digit number consisting of a two (2) digit series code and a six (6) digit serial number) against which the document is to be recorded. Enter application number(s) as 74105889). **(Do not enter a slash, space or comma between the series code and the serial number).** If an application has matured into a trademark registration, enter the seven digit trademark registration number(s) against which the document is to be recorded. Enter registration numbers as 1714456. **Do not enter both the application number and the registration number for the same property.** Enter application numbers in the space designed for application number(s) and enter registration number(s) in the designated space. Enter property numbers in the designated boxes. Enter an "X" in the appropriate box indicating additional numbers are attached. Enter additional numbers on the Recordation Form Cover Sheet Continuation.

Number of Properties - Enter the total number of applications and registrations identified for recordation including properties indicated on any attached formatted Recordation Form Cover Sheet Continuation(s).

Total Fee Enclosed and Deposit Account Number - A fee is required for each application and patent property against which the document is to be recorded. If the submission concerns multiple conveyances or transfers, a fee must be submitted separately for each property of each conveyance or transfer. Enter the Fee Amount calculated per cover sheet. Enter the Total Fee Enclosed, if payment is made by other than deposit account. If payment is by deposit account, enter the total amount authorized to be charged to the deposit account or merely the "amount due." Enter the deposit account number for authorized charges. Enter an "X" in the Yes or No box indicating authorization to "charge additional fees" to the deposit account. If additional fees are required, the USPTO will generate a request to the USPTO Office of Finance to charge additional fees to the deposit account. A copy of this request will be returned to the submitter with the Notice of Recordation.

Statement and Signature - Enter the name of the person submitting the document. The submitter must sign and date the cover sheet, confirming that to the best of the person's knowledge and belief, the information contained on the cover sheet is correct and that any copy of the document is a true copy of the original document and authorized charges to Deposit Account. The signature and date must appear to the right of the typed name. The document may be signed by the person whose name appears on the documents to be recorded: In the case of an individual, the individual's signature, for a corporation, the signature of an officer, for a partnership, the signature of a general partner, or in any case, the attorney representing such person or entity may sign the document.



GUIDELINES FOR COMPLETING TRADEMARK RECORDATION COVER SHEET

Enter any additional information on the Recordation Form Cover Sheet Continuation. Use as many continuation sheets as necessary. Use the same guidelines as appropriate for the Item where the additional data will be entered.

Conveying Party - Enter the full names) of all party(ies) conveying the interest. If the conveying party(ies) is an individual, enter the last name followed by the first name and separated by a comma (i.e. Smith, John). If the conveying party is a corporation and the corporation name begins with "The", the name must be entered as Longmire Cookie Company, The. A Formerly statement. must be entered by placing the word "Formerly " in front of the former business name (this data is optional). Enter the execution date of the document (i.e. the date the document is signed by each conveying party. This date must be entered as the numerical representation of the date without slashes (/) formatted as MMDDYYYY (05141993). Do not use the European date style when entering the date. Indicate the entity and citizenship of each conveying party. If the conveying party is an individual, the country of citizenship must be indicated. If the conveying party is not an individual, then, if it is a U.S. entity, the state under whose laws it is organized should be set out, if it is a foreign entity, the country under whose laws it is organized should be set out. Thus, a U.S. corporation would indicate its state of incorporation, while a foreign corporation would indicate its country of incorporation. The names, execution dates entity and citizenship of additional conveying parties must be entered on the formatted Recordation Form Cover Sheet Continuation. If the entity type is not listed, enter an "X" in the Other Box and specify the entity type. If there are additional conveying parties, enter an "X" in the box indicating additional conveying information is attached. Only the names appearing on the cover sheet and continuation sheets will be recorded.

Receiving Party - Enter the full name and address of the all parties) receiving an interest in the property. If the receiving party is an individual, enter the last name followed by the first name and separate by a comma (i.e. Smith, John). If the receiving party is a corporation and the corporation name begins with "The", the name must be entered as " Longmire Cookie Company, The." Indicate the names, and entity of each receiving party as well as the execution dates) of the document. Enter optional information regarding either DBA/AKA/TA , or Composed of, as appropriate. DBA means Doing Business As; AKA means Also Known As; and TA means Trading As. Enter the appropriate acronym (i.e. DBA, AKA, TA, or Composed of) in front of the business name. For example, Longmire Cookie Company, The, DBA Longmire Cookies. This data is optional. Enter up to three lines of address: address line 1 is used to enter the floor/room number, suite number or department location; address line 2 is used to enter the street address; and address line 3 is used to enter the City, State, and zip code. Use the two letter state code when entering the state, (i.e. VA for the state of Virginia).

Indicate the entity and citizenship of each receiving party. If the receiving party is an individual, the country of citizenship must be indicated. If the receiving party is not an individual, then, if it is a U.S. entity, the state under whose laws it is organized should be set out, if it is a foreign entity, the country under whose laws it is organized should be set out. Thus a U.S. corporation would indicate its state of incorporation, while a foreign corporation would indicate its country of incorporation. If the document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of domestic representative should be attached. A designation of domestic representative must be contained in a document separate from the assignment document. Enter an "X" in the box to indicate that a designation of domestic representative is attached. If there is more than one party receiving an interest in the property, enter an "X" in the box to indicate that additional information is attached. Only the names appearing on the cover sheet and continuation sheets will be recorded.

Application Numbers or Registration Numbers - Enter the trademark application number (an eight (8) digit number consisting of a two (2) digit series code and a six (6) digit serial number. Enter trademark application numbers as 74105889. (**Do not enter a slash, space or comma between the series code and the serial number**), or trademark registration number (a seven (7) digit number) against which the document is to be recorded. Enter application numbers in the space designed for application number and enter registration numbers in the designated space. If an application has matured into a trademark registration , enter only the registration number. **Do not enter both the application number and the registration number for the same property**. Enter property numbers in the designated boxes (i.e. 1714456 1654123 1682147). Enter an "X" in the appropriate box indicating additional numbers are attached. Enter additional numbers on the Recordation Form Cover Sheet Continuation.

ASSIGNMENT OF TRADEMARKS

WHEREAS, E! Online, LLC, of 5750 Wilshire Boulevard, Los Angeles, California 90036, has adopted, used, and is currently using the following eight (8) marks which are registered, or for which registration applications are pending, in the United States Patent and Trademark Office: (i) Serial No. 75-623356, dated 1/19/99, for the pending mark "The Awful Truth" in international class 16; (ii) Registration No. 2165913, dated 6/16/98, for the mark "Moviefinder" in international class 41; (iii) Registration No. 2167674, dated 6/23/98, for the mark "Moviefinder.com" in international class 41; (iv) Serial No. 75-829010, dated 10/22/99, for the pending mark "Your One-Stop Shop for Entertainment" in international class 41; (v) Registration No. 2300084, dated 12/14/99, for the mark "The Awful Truth" in international class 41; and (vi) Registration No. 2160643, dated 5/26/98, for the mark "Your Complete Movie Connection" in international class 41; (vii) Serial No. 75-621965, dated 1/14/99, for the pending mark "Shop.Eonline.com" in international class 42; and (viii) Serial No. 75-551715, dated 9/10/98, for the pending mark "Shop.Eonline" in International class 35; and

WHEREAS, E! Entertainment Television, Inc., of 5750 Wilshire Boulevard, Los Angeles, California 90036, is desirous of acquiring said marks and the registrations or registration applications thereof;

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, said E! Online, LLC does hereby assign and transfer unto the said E! Entertainment Television, Inc. all rights, title and interests in and to said marks, together with the goodwill of the business symbolized by the marks, and the above identified registrations and application thereof.

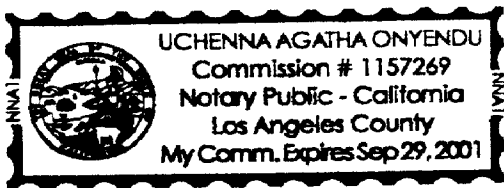
Dated: December 28, 2000

E! Online, LLC a California
limited liability company
By: E! Online, Inc., a Delaware
corporation, its Manager

State of California
County of Los Angeles

By Jeffrey R. Lai
Title SECRETARY

On this 28th day of December, before me appeared Jeffrey Lai, the person who signed this instrument, who acknowledged that he signed it as a free act on behalf of the identified corporation or other juristic entity with authority to do so.



Uchenna Onyendu
Notary Public