

01-31-2002



Form PTO-1594 (Rev. 03/01) OMB No. 0651-0027 (exp. 5/31/2002) Tab settings

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U.S. DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office

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

1. Name of conveying party(ies):

FIT TV Holdings LLC

1-7-02

- Individual(s) Association General Partnership Limited Partnership Corporation-State Other a Delaware Limited Liability Co.

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

3. Nature of conveyance:

- Assignment Merger Security Agreement Change of Name Other Record to correct previous Doc.

Execution Date: June 28, 2001

2. Name and address of receiving party(ies)

Name: The Health Network LLC

Internal Address:

Street Address: 7700 Wisconsin Avenue

City: Bethesda State: MD Zip: 20814

- Individual(s) citizenship Association General Partnership Limited Partnership Corporation-State Other Delaware Limited Liability Co.

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

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s) 1,891,376 2,263,888 2,263,889 1,911,848

Additional number(s) attached Yes No

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

Name: Tara L. Suhay

Internal Address: White & Case LLP

Street Address: 1155 Avenue of the Americas

City: New York State: NY Zip: 10036

6. Total number of applications and registrations involved:

4

7. Total fee (37 CFR 3.41) \$ 115.00

- Enclosed Authorized to be charged to deposit account

8. Deposit account number:

23-1705

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

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.

Tara L. Suhay Name of Person Signing

Signature

1/7/02 Date

Total number of pages including cover sheet, attachments, and document: 4

Mail documents to be recorded with required cover sheet information to: Commissioner of Patent & Trademarks, Box Assignments Washington, D.C. 20231

01/07/2002 10:01:00 AM RECEIVED 40.00 OF 75.00 IF

TRADEMARK REEL: 002434 FRAME: 0030

ASSIGNMENT OF U.S. TRADEMARKS

WHEREAS, FIT TV Holdings LLC, a Delaware limited liability company and successor in interest to FIT TV Partnership by operation of law with its address at 1440 South Sepulveda Boulevard, Los Angeles, California 90025 ("Assignor"), owns all right, title and interest in and to the following marks which are registered or pending with the United States Patent and Trademark Office:

See Schedule A annexed hereto

WHEREAS, The Health Network LLC, a Delaware Limited Liability Company, with its address at 7700 Wisconsin Avenue, Bethesda, Maryland 20814 ("Assignee") is desirous of acquiring said registered trademarks and the registrations thereof;

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, the Assignor, effective June 28, 2001, assigns, sells and transfers to Assignee its entire right, title and interest in and to the said marks, together with the goodwill of the business symbolized by the marks, and the registrations thereof.

Dated:

FIT TV Holdings LLC (Assignor)

By: _____

Name: Lawrence A. Jacobs

Title: Senior Vice President

STATE OF NEW YORK)
) ss.:
COUNTY OF NEW YORK)

On this 2nd day of January, 2002, before me personally appeared Lawrence A. Jacobs, to me known who, being by me duly sworn, did depose and say that he is the Senior Vice President of FIT TV Holdings LLC, the Assignor, described herein and which executed the foregoing instrument and that he signed his name thereto.

Notary Public

Camille Marcia Joseph
Notary Public, State of New York
No. 01JO6025169
Qualified in King County
Commission Expires June 28, 2003

SCHEDULE A

SCHEDULE OF INTELLECTUAL PROPERTY

Registration No. 1,891,376

Registration No. 2,263,889

Registration No. 2,263,888

Registration No. 1,911,848

ASSIGNMENT OF U.S. TRADEMARKS

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See Schedule A annexed hereto

WHEREAS, The Health Network LLC, a Delaware limited liability company, with its address at 7700 Wisconsin Avenue, Bethesda, Maryland 20814 ("Assignee") is desirous of acquiring said registered trademarks and the registrations thereof;

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, the Assignor does hereby assign, sell and transfer to Assignee its entire right, title and interest in and to the said marks, together with the goodwill of the business symbolized by the marks, and the registrations thereof.

Dated: September 26, 2001

FIT TV Holdings LLC, successor in interest to FIT TV Partnership by operation of law (Assignor)

By 

Name: Lawrence A. Jacobs

Title: Senior Vice President

STATE OF NEW YORK)
) ss.:
COUNTY OF NEW YORK)

On this 26th day of September, 2001, before me personally appeared Lawrence A. Jacobs, to me known who, being by me duly sworn, did depose and say that he is the Senior Vice President of FIT TV Holdings LLC, successor in interest to FIT TV Partnership by operation of law, the Assignor, described herein and which executed the foregoing instrument and that he signed his name thereto.

[Signature]

Notary Public

Camille Marcia Joseph
Notary Public, State of New York
No. 01JO6025169
Qualified in King County
Commission Expires June 28, 2003

SCHEDULE A

SCHEDULE OF INTELLECTUAL PROPERTY

Serial No.	75/419759
Registration No.	1,891376
Registration No.	2,263,889
Registration No.	2,263,888
Registration No.	1,911,848