

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
Aerodrome Pictures, Inc.		03/01/2004	CORPORATION: CALIFORNIA
RECEIVING PARTY DATA			
Name:	Rainbow DBS Company LLC		
Street Address:	1111 Stewart Avenue		
City:	Bethpage		
State/Country:	NEW YORK		
Postal Code:	11714		
Entity Type:	Limited Liability Company: DELAWARE		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Serial Number:	78307195	THE RESOLUTION IS COMING	
Serial Number:	78307196	JOIN THE RESOLUTION	
CORRESPONDENCE DATA			
Fax Number:	(212)751-6849		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	(212)758-4800		
Email:	ptotmcommunications@morganfinnegan.com		
Correspondent Name:	Morgan & Finnegan, LLP		
Address Line 1:	345 Park Avenue		
Address Line 4:	New York, NEW YORK 10154		
ATTORNEY DOCKET NUMBER:	3895-4383/4384		
NAME OF SUBMITTER:	Maren C. Perry		
Total Attachments: 2			
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AGREEMENT AND QUITCLAIM ASSIGNMENT

THIS AGREEMENT is by and between Aerodrome Pictures, Inc. a California corporation having a business address at 1975 DeMille Drive, Los Angeles, California 90027 (hereinafter "Aerodrome"), and Rainbow DBS Company LLC, a Delaware limited liability company having a business address at 1111 Stewart Avenue, Bethpage, New York 11714, (hereinafter "Rainbow DBS").

WHEREAS, Aerodrome assisted Rainbow DBS in creating and selecting the following new slogans or trademarks to be used with Rainbow DBS services: JOIN THE RESOLUTION, THE RESOLUTION IS COMING and THE RESOLUTION IS HERE;

WHEREAS, the parties agree that, as between the parties, all right, title and interest in and to the new slogans or trademarks thereby developed belongs to Rainbow DBS:

WHEREAS, on September 30, 2003, Aerodrome filed in the U.S. Patent and Trademark Office intent to use trademark applications for the marks JOIN THE RESOLUTION, under Serial No. 78/307,196 for use in connection with "high definition television and media services" in International Class 41 and THE RESOLUTION IS COMING, under Serial No. 78/307,195 for use in connection with "high definition television and media services" in International Class 41;

WHEREAS, Rainbow DBS is desirous of acquiring any right, title and interest in the marks JOIN THE RESOLUTION, THE RESOLUTION IS COMING and THE RESOLUTION IS HERE that Aerodrome may have by virtue of these filings or any other reason;

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, the parties agree as follows:

1. Aerodrome does hereby assign and transfer unto Rainbow DBS any and all right, title and

interest Aerodrome may have in and to the marks JOIN THE RESOLUTION. THE RESOLUTION IS COMING and THE RESOLUTION IS HERE including any goodwill therefor, in the United States and throughout the world:

2. Aerodrome will, concurrent with its signing of this Agreement, sign the forms attached as Exhibit A providing for abandonment with prejudice of its trademark applications for JOIN THE RESOLUTION (Serial No. 78/307.196) and THE RESOLUTION IS COMING (Serial No. 78/307,195) and provide the signed forms to Rainbow DBS for filing with the United States Patent and Trademark Office: and
3. Aerodrome agrees to execute and deliver at the request of Rainbow DBS, all papers, instruments, and assignments, and to perform any other reasonable acts that Rainbow DBS may require in order to vest all of Aerodrome's rights, title, and interest in and to said marks in the Rainbow DBS and/or to provide evidence to support any of the foregoing in the event such evidence is deemed necessary by the Rainbow DBS, to the extent such evidence is in the possession or control of Aerodrome.

AERODROME PICTURES, INC.

Dated: 3-1-04

By: 

Title: PRESIDENT

Name: R. SCOTT MILLER

RAINBOW DBS COMPANY LLC

Dated: 4-13-04

By: 

Title: Michael DiPasquale
Senior Vice President Operations

Name: _____

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