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08-26-1999



DEPARTMENT OF COMMERCE
Trademark Office
TRADEMARK

RECORDATION F
TRADEMARKS ONLY 101127407

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

Submission Type		Conveyance Type	
<input checked="" type="checkbox"/> New		<input type="checkbox"/> Assignment	<input type="checkbox"/> License
<input type="checkbox"/> Resubmission Document ID # []	(Non-Recordation)	<input type="checkbox"/> Security Agreement	<input type="checkbox"/> Nunc Pro Tunc Assignment
<input type="checkbox"/> Correction of PTO Error		<input type="checkbox"/> Merger	Effective Month Day Year
Reel # [] Frame # []		<input checked="" type="checkbox"/> Change of Name	[]
<input type="checkbox"/> Corrective Document		<input type="checkbox"/> Other	[]
Reel # [] Frame # []			

Conveying Party Mark if additional names of conveying parties attached

Name [Artisan Entertainment Inc.] Execution Date Month Day Year [April 1, 1998]

Formerly [Live Entertainment Inc.]

Individual General Partnership Limited Partnership Corporation Association

Other []

Citizenship/State of Incorporation/Organization [Delaware]

Receiving Party Mark if additional names of receiving parties attached

Name [Artisan Entertainment Inc.]

AKA/TA []

Composed of []

Address (line 1) [2700 Colorado Avenue]

Address (line 2) []

Address (line 3) [Santa Monica] [CA] [90404-3521]
City State/Country Zip Code

Individual General Partnership Limited Partnership Corporation Association

Other []

Citizenship/State of Organization [Delaware]

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.)

FOR OFFICE USE ONLY

08/26/1999 DCDATES 00000006 75465124
1 FC:481 40.00 DP
2 FC:482 175.00 DP

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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)

<input type="text" value="75/465,124"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="1334784"/>	<input type="text" value="1781870"/>	<input type="text"/>
<input type="text" value="75/027,832"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="1241884"/>	<input type="text" value="1776090"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="1795315"/>	<input type="text" value="2027169"/>	<input type="text"/>

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.) #

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.

Carol L. B. Matthews
Name of Person Signing


Signature

24  99
Date Signed

SCHEDULE OF MARKS
UNITED STATES OF AMERICA

REGISTRATIONS

<u>Reg. No.</u>	<u>Registered</u>	<u>Trademark</u>
1334784	May 7, 1985	F.H.E. & Design
1241884	June 14, 1983	FAMILY HOME ENTERTAINMENT
1795315	September 28, 1993	LIVE & L DESIGN
1781870	July 13, 1993	LIVE HOME VIDEO
1776090	June 8, 1993	F.H.E. (stylized)
2027169	December 31, 1996	F.H.E.

TRADEMARKS

<u>Serial No.</u>	<u>Filed</u>	<u>Trademark</u>
75/465,124	April 9, 1998	ARTISAN ENTERTAINMENT
75/027,832	November , 1995	DIRTY DANCING

State of Delaware
Office of the Secretary of State PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "LIVE ENTERTAINMENT INC.", CHANGING ITS NAME FROM "LIVE ENTERTAINMENT INC." TO "ARTISAN ENTERTAINMENT INC.", FILED IN THIS OFFICE ON THE THIRTEENTH DAY OF APRIL, A.D. 1998, AT 9 O'CLOCK A.M.



2154878 8100

981472133

A handwritten signature in cursive script, reading "Edward J. Freel".

Edward J. Freel, Secretary of State

AUTHENTICATION:

9454206

DATE:

12-10-98

TRADEMARK
REEL: 001948 FRAME: 0467

**CERTIFICATE OF AMENDMENT
TO
RESTATED CERTIFICATE OF INCORPORATION
OF
LIVE ENTERTAINMENT INC.**

(Pursuant to Section 242 of the Delaware General Corporation Law)

The undersigned, being the duly elected Chief Executive Officer and Secretary of LIVE Entertainment Inc., a corporation duly organized and existing under the Delaware General Corporation Law ("DGCL"), in accordance with the provisions of Section 103 thereof, DO HEREBY CERTIFY that:

I. The name of the corporation is LIVE Entertainment Inc. (hereinafter called the "Corporation").

II. The Restated Certificate of Incorporation of the Corporation is hereby amended by striking out Article FIRST thereof and by substituting in lieu thereof the following new Article FIRST:

FIRST: The name of the Corporation is Artisan Entertainment Inc.

III. The amendment of the Restated Certificate of Incorporation herein certified has been duly adopted in accordance with the provisions of Sections 228 and 242 of the DGCL by unanimous written consent of the Board of Directors and the sole stockholder of the Corporation.

Each of the undersigned swears that the foregoing is true and accurate and that he has authority to sign this document on behalf of the Corporation.

IN WITNESS WHEREOF, we have executed and subscribed this Certificate of Amendment as of this 1st day of April 1998.


Mark Curcio, Chief Executive Officer

ATTEST:

Robert Denton, Secretary