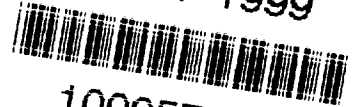


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Conveyance Type

Assignment License

Security Agreement Nunc Pro Tunc Assignment

Merger Change of Name

Other _____

Effective Date
Month Day Year
2 1 99

Conveying Party

Mark if additional names of conveying parties attached

Name BLOCKBUSTER INC. Execution Date
Month Day Year
2 1 99

Formerly _____

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 D. E. J. PRODUCTIONS INC.

DBA/AKA/TA _____

Composed of _____

Address (line 1) 1201 ELM STREET

Address (line 2) _____

Address (line 3) DALLAS TX 75270
City State/Country Zip Code

Individual General Partnership Limited Partnership Corporation Association

Other _____

Citizenship/State of Incorporation/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.)

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01 FC:481 40.00 CH
02 FC:482 75.00 CH

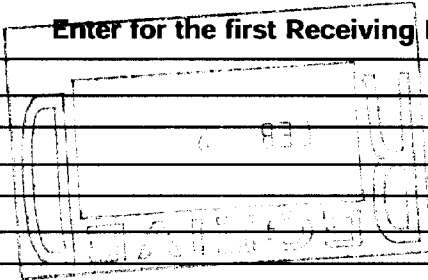
Public burden reporting for this collection of information is estimated to average approximately 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and gathering the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent 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.

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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)

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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="75/593585"/>	<input type="text" value="75/593583"/>	<input type="text" value="75/593584"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text" value="75/593814"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<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.)

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.

SIDELLE B. ILLION

2/1/99

Name of Person Signing

Signature

Date Signed

ASSIGNMENT OF TRADEMARKS

WHEREAS, **BLOCKBUSTER INC.**, a Delaware corporation, with its principal place of business located at 1201 Elm Street, Dallas, TX 75270 ("Assignor") has adopted, used and is using and is the owner of the following pending U.S. trademark applications:

<u>MARK</u>	<u>SERIAL NO.</u>
SQUARE DOG PRODUCTIONS	75/593855
STORY GARDEN PICTURES	75/593814
THIRD ROW CENTER FILMS	75/593854
TWO LEFT SHOES FILMS	75/593853

WHEREAS, **D.E.J. PRODUCTIONS INC.**, a Delaware corporation, with its principal place of business located at 1201 Elm Street, Dallas, Texas 75270 ("Assignee") is desirous of acquiring said pending trademark applications;

NOW, THEREFORE, for other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, **BLOCKBUSTER INC.**, hereby assigns to **D.E.J. PRODUCTIONS INC.** all rights, title and interest in and to the said trademark, together with the goodwill of the business symbolized by said trademarks and pending trademark applications thereof.

Signed this 1 day of February, 1999
BLOCKBUSTER INC.

By: Edward B. Stead
Name: Edward B. Stead
Title: Executive Vice President