

09-01-2000

FORM PTO-1594
1-31-92

RECC



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

T

101447962

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

1. Name of conveying party: 8-1-00
ULTIMATE TV, INC.

Individual(s) Association
 General Partnership Limited Partnership
 Corporation - State WISCONSIN
 Other _____

Additional names of conveying parties attached? Yes No

2. Name and address of receiving party:
Name: MICROSOFT CORPORATION
Internal Address: _____
Street Address: ONE MICROSOFT WAY
City: REDMOND State: WA ZIP: 98052

Individual(s) citizenship _____
 Association _____
 General Partnership Limited Partnership
 Corporation - State WASHINGTON
 Other _____

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

3. Nature of conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other _____

Execution Dates:
 1) July 11, 2000 3) _____
 2) _____ 4) _____

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

A. Trademark Application No(s). _____
 B. Trademark Registration No(s). 2,272,776; 2,229,930

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
 Name: WILLIAM O. FERRON, JR.
 Internal Address: SEED INTELLECTUAL
PROPERTY LAW GROUP PLLC
 Street Address: 701 FIFTH AVENUE, SUITE 6300
 City: SEATTLE State: WA ZIP: 98104-7092

6. Total number of applications and registrations involved..... 2

7. Total Fee (37 CFR 3.41): \$ 65.00
 Enclosed
 Authorized to be charged to deposit account

8. Deposit account number:
19-1090
 (Attach duplicate copy of this page if paying by deposit account)

09/01/2000 MTHA11 00000056 2272776

01 FC:481
02 FC:482

40.00 OP
25.00 OP

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.

WILLIAM O. FERRON, JR. [Signature] July 27, 2000
 Name of Person Signing Signature Date

Total number of pages including cover sheet, attachments, and document: _____ 2

Attachment B
TRADEMARK ASSIGNMENT

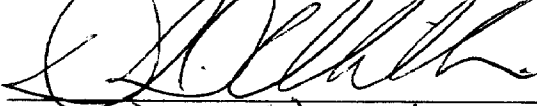
WHEREAS, UltimateTV, Inc., a Wisconsin corporation, is the owner of U. S. Trademark Registration No. 2,272,776 for the mark ULTIMATE MOVIES and Trademark Registration No. 2,229,930 for the mark ULTIMATETV ("the Trademarks");

WHEREAS, the parties desire that Microsoft Corporation, a corporation of the State of Washington having a place of business at One Microsoft Way, Redmond, Washington 98052-6399, acquire the Trademarks;

NOW, THEREFORE, TO ALL WHOM IT MAY CONCERN:

Be it known that for and in consideration of One Dollar (\$1.00) and other good and valuable consideration to it paid, the receipt and sufficiency of which are hereby acknowledged, UltimateTV, Inc., by these presents, does sell, assign and transfer unto Microsoft Corporation the entire right, title and interest in and to the Trademarks and the goodwill of the business in connection with which the Trademarks relate and all claims for damages by reason of past infringement of the Trademarks, and the right to sue for and collect such damages.

UltimateTV, Inc



Name: David D. Williams
Title: President/CEO

Date

7/11/00

State of

County of

I certify that I know or have satisfactory evidence that David D. Williams signed this instrument, on oath stated that she/he was authorized to execute the instrument, and acknowledged it as the President / CEO of UltimateTV, Inc. to be the free and voluntary act of such corporation for the uses and purposes mentioned in the instrument.

Dated July 11, 2000

Marcia K. Arnemann

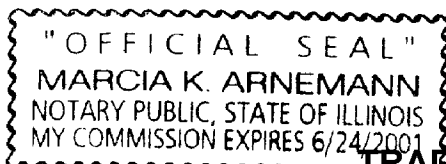
Notary Public

My appointment expires 6/24/01

RECEIVED

JUL 27 2000

SEED INTELLECTUAL PROPERTY
LAW GROUP PLLC



TRADEMARK

RECORDED: 08/01/2000

REEL: 002128 FRAME: 0537