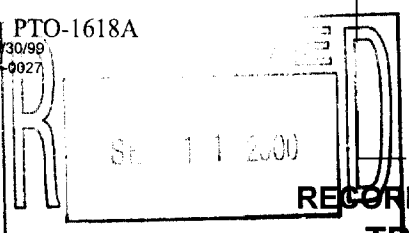


10-16-2000



101487857



RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

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

Submission Type

- New
- Resubmission (Non-Recordation)
Document ID # _____
- Correction of PTO Error
Reel # _____ Frame # _____
- Corrective Document
Reel # _____ Frame # _____

Conveyance Type

- Assignment License
 - Security Agreement Nunc Pro Tunc Assignment
 - Merger Change of Name
 - Other _____
- MRD
9-11-00
Effective Date
Month Day Year

Conveying Party

Mark if additional names of conveying parties attached

Name Critics' Choice Video, Inc.

Execution Date
Month Day Year
09 08 00

Formerly _____

- Individual General Partnership Limited Partnership Corporation Association
- Other _____
- Citizenship/State of Incorporation/Organization Illinois

Receiving Party

Mark if additional names of receiving parties attached

Name Playboy Enterprises International, Inc.

DBA/AKA/TA _____

Composed of _____

Address (line 1) 680 North Lake Shore Drive

Address (line 2) _____

Address (line 3) Chicago

City

IL/USA
State/Country

60611
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.)

10/16/2000 AWVED1 00000037 162117 75610909

FOR OFFICE USE ONLY

01 FC:481 40.00 CH
02 FC:482 100.00 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.

Mail documents to be recorded with required cover sheet(s) information to:
Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20231

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)

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.

Julie Brown

09/08/00

Name of Person Signing

Signature

Date Signed

ASSIGNMENT

THIS AGREEMENT, dated September 8, 2000, by and between Critics' Choice Video, Inc., an Illinois corporation (hereinafter referred to as "Assignor") and Playboy Enterprises International, Inc., a Delaware corporation (hereinafter referred to as "Assignee").

WHEREAS, Assignor is the proprietor of the following trademarks in the United States (hereinafter referred to as the "Marks") pending or registered before the U.S. Patent and Trademark Office.

<u>Pending Applications</u>	<u>Serial Number</u>	<u>Filing Date</u>
THE BIG BOOK OF MUSIC	75/610909	December 23, 1998

<u>Registered Marks</u>	<u>Registration Number</u>	<u>Registration Date</u>
CC MUSIC	2262088	July 20, 1999
COLLECTORS' CHOICE	1860145	October 25, 1994
COLLECTORS' CHOICE MUSIC	1858053	October 11, 1994
ORDER IT TODAY, HEAR IT TOMORROW	2172451	July 14, 1998

WHEREAS, Assignor has agreed to assign the Marks to Assignee and Assignee hereby accepts the assignment.

NOW THEREFORE, in consideration of Ten Dollars (US \$10.00) and other valuable consideration, Assignor hereby assigns to Assignee, its successors and assigns, all right, title and interest in the Marks, including the right to sue in respect of all infringements of the Marks which may have occurred before the date of this Agreement and the right to all remedies including damages or an account of the profits and conversion damages in respect of such infringements. together with the goodwill of the business concerned in the goods and services for which the Marks are registered.

IN WITNESS HEREOF, the said Assignor has executed this assignment on September 8, 2000.

CRITICS' CHOICE VIDEO, INC.

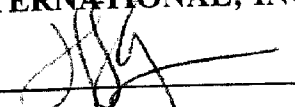
By:  _____

Name: Howard Shapiro

Title: Vice President and Secretary

IN WITNESS HEREOF, the said Assignee has executed this assignment on September 8, 2000.

**PLAYBOY ENTERPRISES
INTERNATIONAL, INC.**

By:  _____

Name: Howard Shapiro

Title: Executive Vice President and Secretary