

3-19-03

03-19-2003

Form PTO-1594 (Rev. 10/02) OMB No. 0651-0027 (exp. 6/30/2005) Tab settings



102393735

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

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

1. Name of conveying party(ies):

3-19-03

Adultvision Communications, Inc.

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

Additional name(s) of conveying party(ies) attached? Yes No

3. Nature of conveyance:

- Assignment Merger Security Agreement Change of Name Other

Execution Date: 3/11/2003

2. Name and address of receiving party(ies)

Name: Bank of America, N.A., as Agent

Internal

Address:

Street Address: 231 South LaSalle Street

City: Chicago State: IL Zip: 60697

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

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

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

A. Trademark Application No.(s) see attached

Schedule A to Security Agreement

B. Trademark Registration No.(s) see attached

Schedule A to Security Agreement

Additional number(s) attached Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name:

Intern:

Federal Research Company, LLC 1030 15th Street, NW, Suite 920 Washington, DC 20005

Street Address:

City: State: Zip:

6. Total number of applications and registrations involved:

331

7. Total fee (37 CFR 3.41):

\$8290.00

- Enclosed Authorized to be charged to deposit account

8. Deposit account number:

DO NOT USE THIS SPACE

9. Signature.

Elizabeth M. Jensen

Name of Person Signing

Signature

03/13/2003

Date

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

34

03/20/2003 6TON11 00000052 74687549

Mail documents to be recorded with required cover sheet information to: Commissioner of Patent & Trademarks, Box Assignments Washington, D.C. 20231

01 FC:8521 40.00 OP 02 FC:8522 8250.00 OP

TRADEMARK REEL: 002685 FRAME: 0477

Additional Names of Conveying Parties:

Alta Loma Entertainment, Inc.

Lifestyle Brands, Ltd.

Playboy Entertainment Group, Inc.

Spice Entertainment, Inc.

Playboy Enterprises International, Inc.

Spice Hot Entertainment, Inc.

SCHEDULE A**Trademark List by Owner**

Page: 1

Owner: ADULTVISION COMMUNICATIONS, INC.

| Trademark               | Case Number/Subcase<br>Country Name  | Status<br>Class(es) | Application<br>Number/Date | Registration<br>Number/Date |
|-------------------------|--------------------------------------|---------------------|----------------------------|-----------------------------|
| ADULT VISION (STYLIZED) | 9600047/<br>United States of America | Registered<br>38,41 | 74/687549<br>12-Jun-1995   | 2072439<br>17-Jun-1997      |
| ATV                     | 9600046/<br>United States of America | Registered<br>38,41 | 74/688248<br>12-Jun-1995   | 2079844<br>15-Jul-1997      |
| ATV (STYLIZED)          | 9500223/<br>United States of America | Registered<br>38,41 | 74/691892<br>13-Jun-1995   | 2,079,849<br>15-Jul-1997    |

## Trademark List by Owner

Owner: LIFESTYLE BRANDS, LTD.

| Trademark                   | Case Number/Subcase<br>Country Name     | Status<br>Class(es) | Application<br>Number/Date | Registration<br>Number/Date |
|-----------------------------|---|---------------------|----------------------------|-----------------------------|
| COVENTRY                    | SC95000327/<br>United States of America | Published<br>9      | 78/094019<br>19-Nov-2001   |                             |
| COVENTRY                    | SC95000329/<br>United States of America | Published<br>18     | 78/098103<br>13-Dec-2001   |                             |
| COVENTRY                    | SC8800187/<br>United States of America  | Registered<br>14    | 72-190342<br>06-Apr-1964   | 777377<br>22-Sep-1964       |
| COVENTRY AND EAGLE          | SC95000341/<br>United States of America | Pending<br>14       | 76/402158<br>01-May-2002   |                             |
| COVENTRY AND EAGLE          | SC95000339/<br>United States of America | Pending<br>18       | 76/402534<br>01-May-2002   |                             |
| COVENTRY U.S.A.             | SC95000334/<br>United States of America | Published<br>25     | 76/402482<br>01-May-2002   |                             |
| COVENTRY U.S.A.             | SC95000345/<br>United States of America | Pending<br>14       | 76/402014<br>01-May-2002   |                             |
| COVENTRY U.S.A.             | SC95000342/<br>United States of America | Pending<br>18       | 76/402017<br>01-May-2002   |                             |
| COVENTRY U.S.A.             | SC95000338/<br>United States of America | Published<br>9      | 76/402533<br>01-May-2002   |                             |
| COVENTRY WITH EAGLE<br>LOGO | SC95000330/<br>United States of America | Published<br>9      | 76/360590<br>18-Jan-2002   |                             |
| COVENTRY WITH EAGLE<br>LOGO | SC95000335/<br>United States of America | Published<br>25     | 76/402179<br>01-May-2002   |                             |
| SARAI (TYPED)               | SC8900003/<br>United States of America  | Registered<br>14    | 72-190, 343<br>06-Apr-1964 | 777.378<br>22-Sep-1964      |
| SARAI COVENTRY              | SC9500023/<br>United States of America  | Registered<br>25    | 76/241971<br>17-Apr-2001   | 2647004<br>11-May-2002      |
| SARAI COVENTRY              | SC95000332/<br>United States of America | Published<br>3      | 76/401371<br>26-Apr-2002   |                             |
| SARAI COVENTRY              | SC95000333/<br>United States of America | Published<br>25     | 76/401030<br>26-Apr-2002   |                             |
| SARAI COVENTRY              | SC95000331/<br>United States of America | Published<br>9      | 76/384771<br>20-Mar-2002   |                             |

# Trademark List by Owner

Owner: LIFESTYLE BRANDS, LTD.

| Trademark                               | Case Number/Subcase<br>Country Name     | Status<br>Class(es) | Application<br>Number/Date | Registration<br>Number/Date |
|---|---|---------------------|----------------------------|-----------------------------|
| SARAH COVENTRY                          | SC95000328/<br>United States of America | Published<br>18     | 78/098100<br>13-Dec-2001   |                             |
| SARAH COVENTRY (TYPED)                  | SC8800212/<br>United States of America  | Registered<br>14    | 72-001851<br>01-Feb-1956   | 636452<br>30-Oct-1956       |
| SARAH COVENTRY AMERICA                  | 9600154/<br>United States of America    | Registered<br>9     | 74/732032<br>13-Sep-1995   | 2054164<br>22-Apr-1997      |
| SARAH COVENTRY with<br>BUTTERFLY DESIGN | SC95000343/<br>United States of America | Published<br>25     | 76/402047<br>01-May-2002   |                             |
| SARAH COVENTRY with<br>Butterfly Design | SC95000344/<br>United States of America | Pending<br>18       | 76/402013<br>01-May-2002   |                             |
| SARAH COVENTRY with<br>BUTTERFLY DESIGN | SC95000340/<br>United States of America | Pending<br>14       | 76/402472<br>01-May-2002   |                             |
| SARAH COVENTRY with<br>BUTTERFLY DESIGN | SC95000346/<br>United States of America | Published<br>9      | 76/402471<br>01-May-2002   |                             |
| SC & BUTTERFLY DESIGN<br>(OLD)          | SC8800242/<br>United States of America  | Registered<br>3     | 73692363<br>29-Oct-1987    | 1491870<br>14-Jun-1988      |
| SC & BUTTERFLY DESIGN<br>(OLD)          | SC8800241/<br>United States of America  | Registered<br>18    | 73693101<br>02-Nov-1987    | 1503021<br>06-Sep-1988      |
| SC & BUTTERFLY DESIGN<br>(OLD)          | SC8800243/<br>United States of America  | Registered<br>14    | 73692464<br>29-Oct-1987    | 1492152<br>14-Jun-1988      |
| SC & BUTTERFLY DESIGN<br>(OLD)          | SC8800244/<br>United States of America  | Registered<br>35    | 73692437<br>29-Oct-1987    | 1492548<br>14-Jun-1988      |
| SC (TYPED)                              | SC8800240/<br>United States of America  | Registered<br>14    | 72193707                   | 788735<br>27-Apr-1965       |

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Owner: PLAYBOY ENTERTAINMENT GROUP, INC.

| Trademark                          | Case Number/Subcase<br>Country Name   | Status<br>Class(es) | Application<br>Number/Date | Registration<br>Number/Date |
|------------------------------------|---------------------------------------|---------------------|----------------------------|-----------------------------|
| THE REALLY NAKED TRUTH<br>& DESIGN | 97000575/<br>United States of America | Registered<br>41    | 74/538407<br>16-Jun-1994   | 1987539<br>16-Jul-1996      |

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Owner: PLAYBOY ENTERPRISES, INC.

| Trademark                                 | Case Number/Subcase<br>Country Name   | Status<br>Class(es) | Application<br>Number/Date | Registration<br>Number/Date |
|---|---------------------------------------|---------------------|----------------------------|-----------------------------|
| IMH                                       | 96011649/<br>United States of America | Registered<br>6     | 75/602790<br>10-Dec-1998   | 2360843<br>20-Jun-2000      |
| INSIDE OUT                                | 9200087/<br>United States of America  | Registered<br>41    | 74158816<br>19-Apr-1991    | 1707314<br>11-Aug-1992      |
| PLAYBOY CENTERFOLD                        | 9600874/<br>United States of America  | Registered<br>42    | 75/233654<br>24-Jan-1997   | 2279723<br>21-Sep-1999      |
| POP                                       | 96011695/<br>United States of America | Registered<br>42    | 75611086<br>22-Dec-1998    | 2311644<br>25-Jan-2000      |
| RABBIT HEAD DESIGN                        | 96011499/<br>United States of America | Registered<br>8     | 75/568736<br>02-Oct-1998   | 2384047<br>05-Sep-2000      |
| RABBIT HEAD DESIGN                        | 96011569/<br>United States of America | Registered<br>9     | 75583680<br>03-Nov-1998    | 2304130<br>28-Dec-1999      |
| SEXCIETERA                                | 96011696/<br>United States of America | Registered<br>42    | 75/611057<br>22-Dec-1998   | 2316371<br>08-Feb-2000      |
| STRIP SEARCH                              | 96011811/<br>United States of America | Registered<br>9     | 75/657284<br>10-Mar-1999   | 2380834<br>29-Aug-2000      |
| THE SEXIEST PHONE CARDS<br>ON THE PLANET! | 96011698/<br>United States of America | Registered<br>36    | 75/611489<br>23-Dec-1998   | 2323763<br>29-Feb-2000      |

## Trademark List by Owner

Owner: PLAYBOY ENTERPRISES INTERNATIONAL, INC.

| Trademark                | Case Number/Subcase<br>Country Name   | Status<br>Class(es)    | Application<br>Number/Date | Registration<br>Number/Date |
|--------------------------|---------------------------------------|------------------------|----------------------------|-----------------------------|
| (RABBIT HEAD DESIGN).COM | 97000102/<br>United States of America | Registered<br>41, 42   | 76/125004<br>10-Apr-2001   | 2638318<br>22-Oct-2002      |
| (RHEAL.COM SPORTSBOOK    | 97000332/<br>United States of America | Published<br>36, 41    | 76/244265<br>20-Apr-2001   |                             |
| 7 LIVES EXPOSED          | 97000466/<br>United States of America | Registered<br>41       | 76/330155<br>26-Oct-2001   | 2615152<br>03-Sep-2002      |
| A DAY OF SEX IN AMERICA  | 97000330/<br>United States of America | Published<br>16        | 76/244136<br>20-Apr-2001   |                             |
| ADULTVISION              | 97000525/<br>United States of America | Pending<br>41          | 76/391112<br>03-Apr-2002   |                             |
| AFTER DARK VIDEO         | 9600914/<br>United States of America  | Registered<br>35       | 75/256252<br>12-Mar-1997   | 2177599<br>28-Jul-1998      |
| AFTER DARK VIDEO         | 9600631/<br>United States of America  | Registered<br>9        | 75/182291<br>16-Oct-1996   | 2107075<br>21-Oct-1997      |
| ALTITUDE LOMA            | 96011910/<br>United States of America | Published<br>41        | 75/703085<br>11-May-1999   |                             |
| ANDREITA STUDIOS         | 97000633/<br>United States of America | Pending<br>41          | 78/163100<br>11-Sep-2002   |                             |
| BETTING BUNNY            | 97000215/<br>United States of America | Published<br>9, 36, 41 | 76/189206<br>03-Jan-2001   |                             |
| BUNNY                    | 9600646/<br>United States of America  | Registered<br>42       | 72233496<br>29-Nov-1965    | 810,555<br>28-Jun-1966      |
| BUNNY COSTUME            | 9600645/<br>United States of America  | Registered<br>42       | 72/171655<br>24-Jun-1963   | 0762884<br>07-Jan-1964      |
| BUNNYPASS                | 97000852/<br>United States of America | Pending<br>41          | 76/485195<br>27-Jan-2003   |                             |
| CELEBRITY CENTERFOLD     | 96011448/<br>United States of America | Registered<br>9        | 75/536194<br>13-Aug-1998   | 2356709<br>13-Jun-2000      |
| CENTERFOLD               | 96011551/<br>United States of America | Suspended<br>42        | 75/576544<br>26-Oct-1998   |                             |
| CENTERFOLD               | 9600693/<br>United States of America  | Registered<br>9, 16    | 75/250900<br>03-Mar-1997   | 2275173<br>07-Sep-1999      |



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Owner: PLAYBOY ENTERPRISES INTERNATIONAL, INC.

| Trademark                     | Case Number/Subcase<br>Country Name   | Status<br>Class(es) | Application<br>Number/Date | Registration<br>Number/Date |
|-------------------------------|---------------------------------------|---------------------|----------------------------|-----------------------------|
| CENTERFOLD COLLECTOR<br>CARDS | 9600647/<br>United States of America  | Registered<br>16    | 75/200931<br>20-Nov-1996   | 2114146<br>18-Nov-1997      |
| CLASSIC CENTERFOLDS           | 96011550/<br>United States of America | Registered<br>16    | 75/577252<br>26-Oct-1998   | 2351406<br>23-May-2000      |
| COMPETE                       | 96011340/<br>United States of America | Registered<br>41    | 75/444459<br>04-Mar-1998   | 2376488<br>15-Aug-2000      |
| CYBER(RHD)CLUB                | 97000603/<br>United States of America | Pending<br>42       | 76/440143<br>08-Aug-2002   |                             |
| CYBER(RHD)CLUB                | 97000593/<br>United States of America | Pending<br>9        | 78/150725<br>05-Aug-2002   |                             |
| CYBER(RHD)GIRL                | 97000604/<br>United States of America | Pending<br>42       | 76/440144<br>08-Aug-2002   |                             |
| CYBER(RHD)GIRL                | 97000849/<br>United States of America | Pending<br>14       | 76/484102<br>23-Jan-2003   |                             |
| CYBER(RHD)GIRLS               | 97000594/<br>United States of America | Pending<br>9        | 78/150719<br>05-Aug-2002   |                             |
| DARE JUSTICE                  | 97000139/<br>United States of America | Registered<br>41    | 76/172627<br>29-Nov-2000   | 2536128<br>05-Feb-2002      |
| DREAM SCREEN                  | 9600846/<br>United States of America  | Registered<br>9     | 75/244736<br>18-Jul-1996   | 2170432<br>30-Jun-1998      |
| EDEV                          | 96011431/<br>United States of America | Registered<br>41    | 75/520926<br>17-Jul-1998   | 2274327<br>31-Aug-1999      |
| ENTERTAINMENT FOR MEN         | 96012064/<br>United States of America | Registered<br>16    | 75/829000<br>21-Oct-1999   | 2423102<br>23-Jan-2001      |
| EROS COLLECTION               | 9600672/<br>United States of America  | Registered<br>9     | 75/135074<br>16-Jul-1996   | 2177319<br>28-Jul-1998      |
| EROS COLLECTION               | 9600673/<br>United States of America  | Registered<br>41    | 75/118354<br>13-Jun-1996   | 2204763<br>24-Nov-1998      |
| EROS COLLECTION and Design    | 96011914/<br>United States of America | Registered<br>9     | 75/706352<br>14-May-1999   | 2608448<br>20-Aug-2002      |
| FEMLEIN                       | 97000632/<br>United States of America | Pending<br>9        | 76/442355<br>22-Aug-2002   |                             |

## Trademark List by Owner

Owner: PLAYBOY ENTERPRISES INTERNATIONAL, INC.

| Trademark                    | Case Number/Subcase<br>Country Name   | Status<br>Class(es) | Application<br>Number/Date | Registration<br>Number/Date |
|------------------------------|---------------------------------------|---------------------|----------------------------|-----------------------------|
| PEMBLE N (DESIGN)            | 9000337/<br>United States of America  | Registered<br>21    | 72/141296<br>02-Apr-1962   | 740025<br>30-Oct-1962       |
| PEMBLE N (DESIGN)            | 9000341/<br>United States of America  | Registered<br>42    | 72122698<br>23-Jun-1961    | 738387<br>25-Sep-1962       |
| PEMBLE N (WORD)              | 9000342/<br>United States of America  | Registered<br>21    | 72140944<br>28-Mar-1962    | 740024<br>30-Oct-1962       |
| FOR COUPLES ONLY             | 96011686/<br>United States of America | Registered<br>9     | 75/606363<br>16-Dec-1998   | 2378730<br>22-Aug-2000      |
| GIRLS OF SUMMER              | 9100531/<br>United States of America  | Registered<br>16    | 74/149675<br>20-Mar-1991   | 1,678,521<br>10-Mar-1992    |
| GIRLS OF THE INTERNET        | 96011627/<br>United States of America | Registered<br>9     | 75/600214<br>07-Dec-1998   | 2309194<br>18-Jan-2000      |
| GIRLS OF THE INTERNET        | 9600026/<br>United States of America  | Registered<br>41    | 75/010382<br>25-Oct-1995   | 2,148,516<br>07-Apr-1998    |
| IMH                          | 96011622/<br>United States of America | Registered<br>21    | 75/599718<br>04-Dec-1998   | 2333886<br>21-Mar-2000      |
| IMH                          | 96011621/<br>United States of America | Registered<br>25    | 75/599719<br>04-Dec-1998   | 2322504<br>22-Feb-2000      |
| IMH                          | 97000357/<br>United States of America | Published<br>30     | 76/276033<br>25-Jun-2001   |                             |
| IMH (STYLIZED LETTERS)       | 9600681/<br>United States of America  | Registered<br>34    | 75/195961<br>08-Nov-1996   | 2107306<br>21-Oct-1997      |
| IMH (Stylized letters)       | 9100493/<br>United States of America  | Registered<br>14    | 75/226147<br>15-Jan-1997   | 2175681<br>21-Jul-1998      |
| IMH MANSION GATE DESIGN      | 96011630/<br>United States of America | Registered<br>25    | 75/602063<br>09-Dec-1998   | 2386434<br>12-Sep-2000      |
| INTERNET AND DESIGN          | 97000580/<br>United States of America | Published<br>41     | 76/424494<br>24-Jun-2002   |                             |
| HTTP://WWW.PLAYBOY.COM       | 9500200/<br>United States of America  | Registered<br>42    | 74/701251<br>14-Jul-1995   | 2011646<br>29-Oct-1996      |
| HUGH M. HEFNER<br>SIGNATURE) | 9600682/<br>United States of America  | Registered<br>34    | 75/195963<br>08-Nov-1996   | 2107308<br>21-Oct-1997      |

## Trademark List by Owner

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Owner: PLAYBOY ENTERPRISES INTERNATIONAL, INC.

| Trademark                   | Case Number/Subcase<br>Country Name   | Status<br>Class(es)  | Application<br>Number/Date | Registration<br>Number/Date |
|-----------------------------|---------------------------------------|----------------------|----------------------------|-----------------------------|
| INSIDE OUT AND DESIGN       | 9100514/<br>United States of America  | Registered<br>9      | 74246397<br>14-Feb-1992    | 1720057<br>29-Sep-1992      |
| INSTANT ACCESS              | 97000329/<br>United States of America | Registered<br>38, 41 | 76/242093<br>17-Apr-2001   | 2569859<br>14-May-2002      |
| KEY WITH RABBIT HEAD DESIGN | 9000345/<br>United States of America  | Registered<br>42     | 72122697<br>23-Jun-1961    | 738386<br>25-Sep-1962       |
| VANTAGE                     | 9300370/<br>United States of America  | Registered<br>16     | 74/250034<br>26-Feb-1992   | 1751242<br>09-Feb-1993      |
| MAXIMUM EXPOSURE            | 97000521/<br>United States of America | Pending<br>41        | 76/384772<br>20-Mar-2002   |                             |
| MISS APRIL                  | 96011825/<br>United States of America | Registered<br>16     | 75/669169<br>26-Mar-1999   | 2382636<br>05-Sep-2000      |
| MISS AUGUST                 | 96011829/<br>United States of America | Registered<br>16     | 75/669185<br>26-Mar-1999   | 2382642<br>05-Sep-2000      |
| MISS DECEMBER               | 96011833/<br>United States of America | Registered<br>16     | 75/669173<br>26-Mar-1999   | 2382638<br>05-Sep-2000      |
| MISS FEBRUARY               | 96011823/<br>United States of America | Registered<br>16     | 75/669170<br>26-Mar-1999   | 2382637<br>05-Sep-2000      |
| MISS JANUARY                | 96011822/<br>United States of America | Registered<br>16     | 75/668607<br>26-Mar-1999   | 2382630<br>05-Sep-2000      |
| MISS JULY                   | 96011828/<br>United States of America | Registered<br>16     | 75/669178<br>26-Mar-1999   | 2382641<br>05-Sep-2000      |
| MISS JUNE                   | 96011827/<br>United States of America | Registered<br>16     | 75/669177<br>26-Mar-1999   | 2382640<br>05-Sep-2000      |
| MISS MARCH                  | 96011824/<br>United States of America | Registered<br>16     | 75/669174<br>26-Mar-1999   | 2382639<br>05-Sep-2000      |
| MISS MAY                    | 96011826/<br>United States of America | Registered<br>16     | 75/669104<br>26-Mar-1999   | 2382633<br>05-Sep-2000      |
| MISS NOVEMBER               | 96011832/<br>United States of America | Registered<br>16     | 75/669106<br>26-Mar-1999   | 2382634<br>05-Sep-2000      |
| MISS OCTOBER                | 96011831/<br>United States of America | Registered<br>16     | 75/673096<br>26-Mar-1999   | 2391141<br>03-Oct-2000      |

## Trademark List by Owner

Owner: **PLAYBOY ENTERPRISES INTERNATIONAL, INC.**

| Trademark         | Case Number/Subcase<br>Country Name   | Status<br>Class(es) | Application<br>Number/Date | Registration<br>Number/Date |
|-------------------|---------------------------------------|---------------------|----------------------------|-----------------------------|
| MISS SEPTEMBER    | 96011830/<br>United States of America | Registered<br>16    | 75/669101<br>26-Mar-1999   | 2382632<br>05-Sep-2000      |
| MS. PLAYBOY       | 97000560/<br>United States of America | Published<br>21     | 76/417677<br>07-Jun-2002   |                             |
| NIGHT CALLS       | 9600684/<br>United States of America  | Registered<br>41    | 75/125974<br>26-Jun-1996   | 2,052,853<br>15-Apr-1997    |
| NIGHT CALLS 411   | 97000606/<br>United States of America | Published<br>41     | 76/440578<br>15-Aug-2002   |                             |
| NIGHT CALLS RADIO | 97000582/<br>United States of America | Published<br>41     | 76/434181<br>25-Jul-2002   |                             |
| PASSION COVE      | 96012101/<br>United States of America | Registered<br>41    | 75/915954<br>10-Oct-2000   | 2426892<br>06-Feb-2001      |
| PASSION COVE      | 96011958/<br>United States of America | Published<br>9      | 75/734430<br>23-Jun-1999   |                             |
| PLAY BOY          | 9000269/<br>United States of America  | Registered<br>28    | 72034559<br>29-Jul-1957    | 689431<br>08-Dec-1959       |
| PLAY FUN          | 97000639/<br>United States of America | Published<br>42     | 75/673336<br>02-Apr-1999   |                             |
| PLAYBOY           | 9000270/<br>United States of America  | Registered<br>34    | 72160485<br>10-Jan-1963    | 755301<br>27-Aug-1963       |
| PLAYBOY           | 9000271/<br>United States of America  | Registered<br>3     | 72166996<br>18-Apr-1963    | 764,820<br>11-Feb-1964      |
| PLAYBOY           | 9000286/<br>United States of America  | Registered<br>9     | 73563849<br>18-Oct-1985    | 1393914<br>20-May-1986      |
| PLAYBOY           | 9000273/<br>United States of America  | Registered<br>16    | 72193952<br>21-May-1964    | 791734<br>29-Jun-1965       |
| PLAYBOY           | 9000268/<br>United States of America  | Registered<br>16    | 72/051788<br>16-May-1958   | 676726<br>07-Apr-1959       |
| PLAYBOY           | 9000267/<br>United States of America  | Registered<br>14    | 72016694<br>01-Oct-1956    | 645386<br>14-May-1957       |
| PLAYBOY           | 8900797/<br>United States of America  | Registered<br>18    | 286,817<br>13-Dec-1967     | 871,552<br>24-Jun-1969      |

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|-----------|---------------------------------------|---------------------|----------------------------|-----------------------------|
| PLAYBOY   | 9000285/<br>United States of America  | Registered<br>25    | 73341544<br>14-Dec-1981    | 1328611<br>02-Apr-1985      |
| PLAYBOY   | 9000284/<br>United States of America  | Registered<br>14    | 73464290<br>06-Feb-1984    | 1308905<br>11-Dec-1984      |
| PLAYBOY   | 9000278/<br>United States of America  | Registered<br>9     | 73/065847<br>14-Oct-1975   | 1040491<br>01-Jun-1976      |
| PLAYBOY   | 97000566/<br>United States of America | Published<br>14     | 76/428727<br>09-Jul-2002   |                             |
| PLAYBOY   | 9500198/<br>United States of America  | Registered<br>42    | 74/702656<br>13-Jul-1995   | 2020389<br>03-Dec-1996      |
| PLAYBOY   | 9000435/<br>United States of America  | Registered<br>16    | 71664940<br>21-Apr-1954    | 600018<br>28-Dec-1954       |
| PLAYBOY   | 9600713/<br>United States of America  | Registered<br>34    | 75/194996<br>08-Nov-1996   | 2107294<br>21-Oct-1997      |
| PLAYBOY   | 9100605/<br>United States of America  | Registered<br>25    | 73264124<br>30-May-1980    | 1320822<br>19-Feb-1985      |
| PLAYBOY   | 9400493/<br>United States of America  | Registered<br>9     | 73400744<br>10-Jun-1993    | 1886578<br>28-Mar-1995      |
| PLAYBOY   | 9000275/<br>United States of America  | Registered<br>35    | 72/292374<br>04-Mar-1968   | 874451<br>05-Aug-1969       |
| PLAYBOY   | 96012209/<br>United States of America | Registered<br>21    | 76/020905<br>07-Apr-2000   | 2469441<br>17-Jul-2001      |
| PLAYBOY   | 97000586/<br>United States of America | Published<br>28     | 78/149184<br>31-Jul-2002   |                             |
| PLAYBOY   | 96011498/<br>United States of America | Registered<br>28    | 75/562928<br>02-Oct-1998   | 2605118<br>06-Aug-2002      |
| PLAYBOY   | 97000083/<br>United States of America | Registered<br>28    | 76/088316<br>11-Jul-2000   | 2626072<br>24-Sep-2002      |
| PLAYBOY   | 97000029/<br>United States of America | Published<br>28     | 76/083560<br>06-Jul-2000   |                             |
| PLAYBOY   | 96011580/<br>United States of America | Registered<br>18    | 75/584965<br>09-Nov-1998   | 2412958<br>12-Dec-2000      |

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| Trademark | Case Number/Subcase<br>Country Name   | Status<br>Class(es) | Application<br>Number/Date | Registration<br>Number/Date |
|-----------|---------------------------------------|---------------------|----------------------------|-----------------------------|
| PLAYBOY   | 96011400/<br>United States of America | Registered<br>25    | 75/500930<br>12-Jun-1998   | 2485583<br>04-Sep-2001      |
| PLAYBOY   | 96011893/<br>United States of America | Registered<br>3     | 75/694654<br>29-Apr-1999   | 2420042<br>09-Jan-2001      |
| PLAYBOY   | 9000272/<br>United States of America  | Registered<br>41    | 72173452<br>22-Jul-1963    | 769702<br>12-May-1964       |
| PLAYBOY   | 96011954/<br>United States of America | Registered<br>12    | 75/735764<br>23-Jun-1999   | 2447001<br>24-Apr-2001      |
| PLAYBOY   | 96011990/<br>United States of America | Registered<br>15    | 75/754882<br>20-Jul-1999   | 2445179<br>17-Apr-2001      |
| PLAYBOY   | 97000630/<br>United States of America | Pending<br>9        | 76/442353<br>22-Aug-2002   |                             |
| PLAYBOY   | 96011497/<br>United States of America | Registered<br>8     | 75/562929<br>02-Oct-1998   | 2446799<br>24-Apr-2001      |
| PLAYBOY   | 97000026/<br>United States of America | Registered<br>41    | 76/108684<br>10-Apr-2001   | 2482255<br>28-Aug-2001      |
| PLAYBOY   | 96012097/<br>United States of America | Registered<br>16    | 76/005003<br>20-Mar-2000   | 2632523<br>08-Oct-2002      |
| PLAYBOY   | 96011885/<br>United States of America | Registered<br>9     | 75/689731<br>22-Apr-1999   | 2635849<br>15-Oct-2002      |
| PLAYBOY   | 97000504/<br>United States of America | Registered<br>41    | 76/366684<br>01-Feb-2002   | 2631654<br>08-Oct-2002      |
| PLAYBOY   | 97000592/<br>United States of America | Pending<br>11       | 76/435180<br>29-Jul-2002   |                             |
| PLAYBOY   | 97000369/<br>United States of America | Published<br>5      | 76/280424<br>03-Jul-2001   |                             |
| PLAYBOY   | 97000363/<br>United States of America | Published<br>9      | 78/070069<br>20-Jun-2001   |                             |
| PLAYBOY   | 9600778/<br>United States of America  | Registered<br>14    | 75/226140<br>15-Jan-1997   | 2181438<br>11-Aug-1998      |
| PLAYBOY   | 97000347/<br>United States of America | Published<br>6      | 76/263882<br>29-May-2001   |                             |

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|-----------------------------------|---------------------------------------|------------------------|----------------------------|-----------------------------|
| PLAYBOY                           | 97000352/<br>United States of America | Registered<br>30       | 78/067867<br>07-Jun-2001   | 2644619<br>29-Oct-2002      |
| PLAYBOY AFTER DARK                | 97000481/<br>United States of America | Pending<br>41          | 78/098634<br>17-Dec-2001   |                             |
| PLAYBOY AND RABBIT HEAD<br>DESIGN | 9000439/<br>United States of America  | Registered<br>25       | 72238954<br>16-Feb-1966    | 984548<br>21-May-1974       |
| PLAYBOY AUDIO AND DESIGN          | 9600686/<br>United States of America  | Registered<br>9        | 75/188096<br>23-Oct-1996   | 2107167<br>21-Oct-1997      |
| PLAYBOY BACHELOR PARTY            | 97000031/<br>United States of America | Registered<br>41       | 76/116787<br>10-Apr-2001   | 2537924<br>12-Feb-2002      |
| PLAYBOY BET EXCHANGE              | 97000334/<br>United States of America | Published<br>41        | 76/244264<br>20-Apr-2001   |                             |
| PLAYBOY CASINO                    | 97000331/<br>United States of America | Published<br>36, 41    | 76/244034<br>20-Apr-2001   |                             |
| PLAYBOY CENTERFOLD                | 9600694/<br>United States of America  | Registered<br>9, 16    | 75/250901<br>03-Mar-1997   | 2260234<br>13-Jul-1999      |
| PLAYBOY CENTERFOLDS               | 96011047/<br>United States of America | Registered<br>42       | 75/368956<br>06-Oct-1997   | 2322825<br>29-Feb-2000      |
| PLAYBOY CYBER CLUB                | 96011004/<br>United States of America | Registered<br>42       | 75/347353<br>26-Aug-1997   | 2322800<br>29-Feb-2000      |
| PLAYBOY EXPOSED                   | 97000480/<br>United States of America | Registered<br>9        | 76/349401<br>17-Dec-2001   | 2631495<br>08-Oct-2002      |
| PLAYBOY FUNNIES                   | 97000271/<br>United States of America | Registered<br>16       | 76/193861<br>12-Jan-2001   | 2644097<br>29-Oct-2002      |
| PLAYBOY JAZZ                      | 97000403/<br>United States of America | Published<br>9         | 78/051619<br>06-Mar-2001   |                             |
| PLAYBOY JAZZ DESIGN               | 97000313/<br>United States of America | Registered<br>9        | 76/244263<br>20-Apr-2001   | 2602728<br>30-Jul-2002      |
| PLAYBOY JAZZ FESTIVAL             | 8900489/<br>United States of America  | Registered<br>16,25,41 | 73/415751<br>04-Mar-1983   | 1.279.832<br>29-May-1984    |
| PLAYBOY LOUNGE                    | 97000197/<br>United States of America | Registered<br>41       | 76/198036<br>23-Jan-2001   | 2567100<br>07-May-2002      |

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|--|---------------------------------------|----------------------|----------------------------|----------------------------------|
| PLAYBOY ONLINE and Design              | 96011913/<br>United States of America | Registered<br>42     | 75/706247<br>14-May-1999   | 2361962<br>27-Jun-2000           |
| PLAYBOY PLAYMATE ALUMNI<br>ASSOCIATION | 96011341/<br>United States of America | Registered<br>16     | Registered<br>04-Mar-1998  | 75/444470 2221735<br>02-Feb-1999 |
| PLAYBOY RADIO                          | 97000581/<br>United States of America | Published<br>41      | 76/434097<br>25-Jul-2002   |                                  |
| PLAYBOY SELECT                         | 96011310/<br>United States of America | Registered<br>36     | 75/394490<br>21-Nov-1997   | 2193907<br>06-Oct-1998           |
| PLAYBOY SPA                            | 97000141/<br>United States of America | Registered<br>3      | 76/145547<br>10-Oct-2000   | 2490761<br>18-Sep-2001           |
| PLAYBOY SPECIAL EDITIONS               | 97000088/<br>United States of America | Registered<br>16, 41 | 76/095361<br>19-Jul-2000   | 2593763<br>16-Jul-2002           |
| PLAYBOY SPORT                          | 9000249/<br>United States of America  | Registered<br>25     | 73391489<br>28-Sep-1982    | 1328616<br>02-Apr-1985           |
| PLAYBOY SPORTSBOOK.COM                 | 97000333/<br>United States of America | Published<br>36, 41  | 76/244033<br>20-Apr-2001   |                                  |
| PLAYBOY STORE                          | 97000173/<br>United States of America | Registered<br>35     | 76/158756<br>02-Nov-2000   | 2661622<br>17-Dec-2002           |
| PLAYBOY TV                             | 96010981/<br>United States of America | Registered<br>41     | 75/344894<br>21-Aug-1997   | 2190905<br>22-Sep-1998           |
| PLAYBOY TV AND DESIGN                  | 9600742/<br>United States of America  | Registered<br>41     | 75/117215<br>11-Jun-1996   | 2077341<br>08-Jul-1997           |
| PLAYBOY TV NETWORKS and<br>Design      | 96011915/<br>United States of America | Registered<br>41     | 75/706373<br>14-May-1999   | 2319609<br>15-Feb-2000           |
| PLAYBOY W/ RABBIT HEAD<br>DESIGN       | 9400593/<br>United States of America  | Registered<br>18     | 74/522307<br>06-May-1994   | 1908471<br>01-Aug-1995           |
| PLAYBOY W/RABBIT HEAD<br>DESIGN        | 9000587/<br>United States of America  | Registered<br>25     | 73424324<br>03-May-1983    | 1318244<br>05-Feb-1985           |
| PLAYBOY X-TREME TEAM                   | 96012088/<br>United States of America | Registered<br>41     | 75/928939<br>25-Feb-2000   | 2535629<br>05-Feb-2002           |
| PLAYBOY.COMVERSATION                   | 97000233/<br>United States of America | Registered<br>41     | 76/191127<br>08-Jan-2001   | 2538068<br>12-Feb-2002           |



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|---|---------------------------------------|---------------------|----------------------------|-----------------------------|
| PLAYBOYNET                              | 97000850/<br>United States of America | Pending<br>41       | 76/485197<br>27-Jan-2003   |                             |
| PLAYBOYPLUS                             | 97000851/<br>United States of America | Pending<br>41       | 76/485196<br>27-Jan-2003   |                             |
| PLAYBOYRACINGUSA                        | 97000337/<br>United States of America | Published<br>36, 41 | 78/061267<br>01-May-2001   |                             |
| PLAYBOYS                                | 9100417/<br>United States of America  | Registered<br>41    | 74/132604<br>23-Jan-1991   | 1733661<br>17-Nov-1992      |
| PLAYBOY'S BATHING<br>BEAUTIES           | 9100423/<br>United States of America  | Registered<br>16    | 74/146497<br>05-Mar-1991   | 1697592<br>30-Jun-1992      |
| PLAYBOY'S BLONDES<br>BRUNETTES REDHEADS | 9100424/<br>United States of America  | Registered<br>16    | 74/146495<br>05-Mar-1991   | 1753861<br>23-Feb-1993      |
| PLAYBOY'S BOOK OF<br>LINGERIE           | 9000905/<br>United States of America  | Registered<br>16    | 74/116048<br>16-Nov-1990   | 1666709<br>03-Dec-1991      |
| PLAYBOY'S CASTING CALLS                 | 97000261/<br>United States of America | Registered<br>9, 16 | 78/037726<br>04-Dec-2000   | 2637350<br>15-Oct-2002      |
| PLAYBOY'S COLLEGE GIRLS                 | 9100422/<br>United States of America  | Registered<br>16    | 74/146492<br>05-Mar-1991   | 1706665<br>11-Aug-1992      |
| PLAYBOY'S CYBER GIRLS                   | 97000219/<br>United States of America | Registered<br>42    | 76/197191<br>19-Jan-2001   | 2504457<br>06-Nov-2001      |
| PLAYBOY'S DIRECTOR'S CUT                | 97000138/<br>United States of America | Published<br>41     | 78/028587<br>02-Oct-2000   |                             |
| PLAYBOY'S GIRLS OF<br>WINTER            | 9100425/<br>United States of America  | Registered<br>16    | 74/146494<br>05-Mar-1991   | 1744466<br>05-Jan-1993      |
| PLAYBOY'S NUDES                         | 9100484/<br>United States of America  | Registered<br>16    | 74/153753<br>02-Apr-1991   | 1694327<br>16-Jun-1992      |
| PLAYBOY'S PLAYMATE OF<br>THE MONTH      | 9000328/<br>United States of America  | Registered<br>16    | 72/020267<br>03-Dec-1956   | 661391<br>06-May-1958       |
| PLAYBOY'S PLAYMATE<br>REVIEW            | 9100420/<br>United States of America  | Registered<br>16    | 74/146496<br>05-Mar-1991   | 1691469<br>09-Jun-1992      |
| PLAYBOYSTORE.COM                        | 97000174/<br>United States of America | Registered<br>35    | 76/158758<br>02-Nov-2000   | 2584757<br>25-Jun-2002      |

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|----------------|---------------------------------------|---------------------|----------------------------|-----------------------------|
| PLAYBOYTV CLUB | 97000564/<br>United States of America | Pending<br>41       | 76/419768<br>12-Jun-2002   |                             |
| PLAY MAT       | 96011332/<br>United States of America | Registered<br>9     | 75/450860<br>16-Mar-1998   | 2253285<br>15-Jun-1999      |
| PLAY MATE      | 97000353/<br>United States of America | Published<br>30     | 78/067868<br>07-Jun-2001   |                             |
| PLAY MATE      | 97000631/<br>United States of America | Pending<br>9        | 76/442357<br>22-Aug-2002   |                             |
| PLAY MATE      | 96012206/<br>United States of America | Pending<br>9        | 76/038047<br>01-May-2000   |                             |
| PLAY MATE      | 97000346/<br>United States of America | Published<br>6      | 76/263883<br>29-May-2001   |                             |
| PLAY MATE      | 97000082/<br>United States of America | Published<br>28     | 76/088310<br>11-Jul-2000   |                             |
| PLAY MATE      | 96011046/<br>United States of America | Registered<br>42    | 75/368959<br>06-Oct-1997   | 2191054<br>22-Sep-1998      |
| PLAY MATE      | 97000089/<br>United States of America | Registered<br>16    | 76/005403<br>20-Mar-2000   | 2663899<br>17-Dec-2002      |
| PLAY MATE      | 9100602/<br>United States of America  | Registered<br>25    | 73558616<br>16-Sep-1985    | 1399564<br>01-Jul-1986      |
| PLAY MATE      | 96011570/<br>United States of America | Registered<br>9     | 75/582250<br>03-Nov-1998   | 2298170<br>07-Dec-1999      |
| PLAY MATE      | 96011838/<br>United States of America | Published<br>28     | 75/673335<br>02-Apr-1999   |                             |
| PLAY MATE      | 96011873/<br>United States of America | Published<br>9      | 75/678317<br>09-Apr-1999   |                             |
| PLAY MATE      | 97000170/<br>United States of America | Published<br>9      | 76/157181<br>31-Oct-2000   |                             |
| PLAY MATE      | 9000318/<br>United States of America  | Registered<br>9     | 73563856<br>18-Oct-1985    | 1393915<br>20-May-1986      |
| PLAY MATE      | 9000324/<br>United States of America  | Registered<br>28    | 72450541<br>05-Mar-1973    | 990061<br>06-Aug-1974       |

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|----------------------------------|---------------------------------------|---------------------|----------------------------|-----------------------------|
| PLAYMATE                         | 9000317/<br>United States of America  | Registered<br>14    | 73464145<br>06-Feb-1984    | 1308903<br>11-Dec-1984      |
| PLAYMATE                         | 9000322/<br>United States of America  | Registered<br>14    | 72187491<br>26-Feb-1964    | 777867<br>29-Sep-1964       |
| PLAYMATE                         | 9000316/<br>United States of America  | Registered<br>16    | 72040119<br>05-Nov-1957    | 721987<br>26-Sep-1961       |
| PLAYMATE OF THE MONTH            | 97000589/<br>United States of America | Pending<br>28       | 76/437856<br>05-Aug-2002   |                             |
| PLAYMATE OF THE YEAR             | 9000327/<br>United States of America  | Registered<br>16    | 73619058<br>10-Sep-1981    | 1462762<br>27-Oct-1987      |
| PLAYMATE OF THE YEAR             | 9000326/<br>United States of America  | Registered<br>9     | 73/619062<br>10-Sep-1986   | 1,462,569<br>27-Oct-1987    |
| PLAYMATE OF THE YEAR             | 97000097/<br>United States of America | Published<br>16     | 76/005504<br>20-Mar-2000   |                             |
| PLAYMATE OF THE YEAR             | 97000270/<br>United States of America | Published<br>28     | 76/088306<br>11-Jul-2000   |                             |
| PLAYMATE OF THE YEAR             | 97000492/<br>United States of America | Published<br>34     | 76/354264<br>02-Jan-2002   |                             |
| PLAYMATE OF THE YEAR             | 97000628/<br>United States of America | Pending<br>9        | 76/442354<br>22-Aug-2002   |                             |
| PLAYMATE PROFILE                 | 96011055/<br>United States of America | Registered<br>9     | 75/363935<br>26-Sep-1997   | 2191045<br>22-Sep-1998      |
| PLAYMATE W/RABBIT HEAD<br>DESIGN | 9000333/<br>United States of America  | Registered<br>25    | 73558617<br>16-Sep-1985    | 1404136<br>05-Aug-1986      |
| PLAYMATE                         | 96011404/<br>United States of America | Registered<br>16    | 75/467337<br>13-Apr-1998   | 2301586<br>21-Dec-1999      |
| PLAYMATE                         | 97000130/<br>United States of America | Published<br>16     | 76/005495<br>20-Mar-2000   |                             |
| RABBIT HEAD DESIGN               | 97000103/<br>United States of America | Registered<br>16    | 76/005004<br>20-Mar-2000   | 2666917<br>24-Dec-2002      |
| RABBIT HEAD DESIGN               | 96011819/<br>United States of America | Registered<br>12    | 75/664960<br>22-Mar-1999   | 2407227<br>21-Nov-2000      |

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|--------------------|---------------------------------------|---------------------|----------------------------|-----------------------------|
| RABBIT HEAD DESIGN | 9000305/<br>United States of America  | Registered<br>14    | 73464146<br>06-Feb-1984    | 1308904<br>11-Dec-1984      |
| RABBIT HEAD DESIGN | 97000629/<br>United States of America | Pending<br>9        | 76/442356<br>22-Aug-2002   |                             |
| RABBIT HEAD DESIGN | 8900798/<br>United States of America  | Registered<br>18    | 286,818<br>13-Dec-1967     | 871.553<br>24-Jun-1969      |
| RABBIT HEAD DESIGN | 8900799/<br>United States of America  | Registered<br>28    | 72302074<br>05-Jul-1968    | 873370<br>22-Jul-1969       |
| RABBIT HEAD DESIGN | 97000842/<br>United States of America | Pending<br>14       | 76/482822<br>16-Jan-2003   |                             |
| RABBIT HEAD DESIGN | 9000311/<br>United States of America  | Registered<br>14    | 72162258<br>07-Feb-1963    | 759207<br>29-Oct-1963       |
| RABBIT HEAD DESIGN | 8900490/<br>United States of America  | Registered<br>25    | 73391484<br>28-Sep-1982    | 1276276<br>01-May-1984      |
| RABBIT HEAD DESIGN | 97000868/<br>United States of America | Pending<br>28       | 76/489973<br>13-Feb-2003   |                             |
| RABBIT HEAD DESIGN | 9600800/<br>United States of America  | Registered<br>34    | 75195962<br>08-Nov-1996    | 2107307<br>21-Oct-1997      |
| RABBIT HEAD DESIGN | 9000308/<br>United States of America  | Registered<br>21    | 72/052490<br>28-May-1958   | 679997<br>09-Jun-1959       |
| RABBIT HEAD DESIGN | 96011845/<br>United States of America | Registered<br>6     | 75/674184<br>05-Apr-1999   | 2618521<br>10-Sep-2002      |
| RABBIT HEAD DESIGN | 96011912/<br>United States of America | Published<br>42     | 75/706354<br>14-May-1999   |                             |
| RABBIT HEAD DESIGN | 96011911/<br>United States of America | Published<br>41     | 75/706356<br>14-May-1999   |                             |
| RABBIT HEAD DESIGN | 96011894/<br>United States of America | Registered<br>3     | 75/694662<br>29-Apr-1999   | 2443328<br>10-Apr-2001      |
| RABBIT HEAD DESIGN | 96011953/<br>United States of America | Registered<br>12    | 75/735763<br>23-Jun-1999   | 2449959<br>08-May-2001      |
| RABBIT HEAD DESIGN | 96011886/<br>United States of America | Published<br>9      | 75/689730<br>22-Apr-1999   |                             |

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Owner: PLAYBOY ENTERPRISES INTERNATIONAL, INC.

| Trademark          | Case Number/Subcase<br>Country Name   | Status<br>Class(es) | Application<br>Number/Date | Registration<br>Number/Date |
|--------------------|---------------------------------------|---------------------|----------------------------|-----------------------------|
| RABBIT HEAD DESIGN | 9000307/<br>United States of America  | Registered<br>16    | 71686448<br>28-Apr-1955    | 643926<br>09-Apr-1957       |
| RABBIT HEAD DESIGN | 9000306/<br>United States of America  | Registered<br>9     | 73563848<br>18-Oct-1985    | 1393913<br>06-May-1986      |
| RABBIT HEAD DESIGN | 96011991/<br>United States of America | Registered<br>15    | 75/756329<br>20-Jul-1999   | 2434256<br>06-Mar-2001      |
| RABBIT HEAD DESIGN | 97000064/<br>United States of America | Registered<br>28    | 76/118862<br>10-Apr-2001   | 2626133<br>24-Sep-2002      |
| RABBIT HEAD DESIGN | 96011993/<br>United States of America | Registered<br>20    | 75/756327<br>20-Jul-1999   | 2483351<br>28-Aug-2001      |
| RABBIT HEAD DESIGN | 9000309/<br>United States of America  | Registered<br>25    | 72117864<br>14-Apr-1961    | 728889<br>20-Mar-1962       |
| RABBIT HEAD DESIGN | 9000288/<br>United States of America  | Registered<br>34    | 72162259<br>07-Feb-1963    | 761793<br>24-Dec-1963       |
| RABBIT HEAD DESIGN | 9600741/<br>United States of America  | Registered<br>14    | 75/226139<br>15-Jan-1997   | 2177521<br>28-Jul-1998      |
| RABBIT HEAD DESIGN | 96011434/<br>United States of America | Registered<br>12    | 75/512633<br>02-Jul-1998   | 2356096<br>06-Jun-2000      |
| RABBIT HEAD DESIGN | 9400492/<br>United States of America  | Registered<br>9     | 74/456176<br>29-Oct-1993   | 1918754<br>12-Sep-1995      |
| RABBIT HEAD DESIGN | 97000237/<br>United States of America | Registered<br>28    | 76/183153<br>19-Dec-2000   | 2586538<br>25-Jun-2002      |
| RABBIT HEAD DESIGN | 9000289/<br>United States of America  | Registered<br>3     | 72166995<br>18-Apr-1963    | 764819<br>11-Feb-1964       |
| RABBIT HEAD DESIGN | 97000366/<br>United States of America | Published<br>9      | 76/274834<br>21-Jun-2001   |                             |
| RABBIT HEAD DESIGN | 9600634/<br>United States of America  | Registered<br>10    | 75/188860<br>10-Oct-1996   | 2.109.005<br>28-Oct-1997    |
| RABBIT HEAD DESIGN | 96011500/<br>United States of America | Registered<br>28    | 75/562927<br>02-Oct-1998   | 2556438<br>02-Apr-2002      |
| RABBIT HEAD DESIGN | 9000291/<br>United States of America  | Registered<br>24    | 72192592<br>04-May-1964    | 784504<br>02-Feb-1965       |

## Trademark List by Owner

Owner: **PLAYBOY ENTERPRISES INTERNATIONAL, INC.**

| Trademark            | Case Number/Subcase<br>Country Name   | Status<br>Class(es) | Application<br>Number/Date | Registration<br>Number/Date |
|----------------------|---------------------------------------|---------------------|----------------------------|-----------------------------|
| RABBIT HEAD DESIGN   | 97000370/<br>United States of America | Published<br>5      | 76/283213<br>03-Jul-2001   |                             |
| RABBIT HEAD DESIGN   | 9000295/<br>United States of America  | Registered<br>16    | 72193953<br>21-May-1964    | 791333<br>22-Jun-1965       |
| RABBIT HEAD DESIGN   | 9000302/<br>United States of America  | Registered<br>9     | 73067124<br>28-Oct-1975    | 1058294<br>08-Feb-1977      |
| RABBIT HEAD DESIGN   | 9000303/<br>United States of America  | Registered<br>25    | 264.329<br>02-Jun-1980     | 1192561<br>23-Mar-1982      |
| RABBIT HEAD DESIGN   | 97000345/<br>United States of America | Published<br>6      | 76/263879<br>29-May-2001   |                             |
| RABBIT HEAD DESIGN   | 97000591/<br>United States of America | Pending<br>11       | 76/435178<br>29-Jul-2002   |                             |
| RABBIT HEAD DESIGN   | 97000583/<br>United States of America | Pending<br>21       | 76/435177<br>29-Jul-2002   |                             |
| RABBIT HEAD DESIGN   | 97000590/<br>United States of America | Pending<br>28       | 76/437855<br>05-Aug-2002   |                             |
| RABBIT HEAD DESIGN   | 96011398/<br>United States of America | Registered<br>25    | 75/501593<br>12-Jun-1998   | 2297011<br>30-Nov-1999      |
| RABBIT HEAD DESIGN   | 97000358/<br>United States of America | Published<br>30     | 76/276579<br>25-Jun-2001   |                             |
| ROMANTICS BY PLAYBOY | 9600231/<br>United States of America  | Registered<br>25    | 75/065493<br>26-Feb-1996   | 2,021,099<br>03-Dec-1996    |
| SEX COURT            | 97000092/<br>United States of America | Registered<br>41    | 76/096698<br>26-Jul-2000   | 2548594<br>12-Mar-2002      |
| SEXCOURT             | 96012015/<br>United States of America | Registered<br>9     | 75/772270<br>10-Aug-1999   | 2462631<br>19-Jun-2001      |
| SEXCOURT             | 96011987/<br>United States of America | Registered<br>41    | 75/770657<br>06-Aug-1999   | 2412149<br>12-Dec-2000      |
| SPRING BREAK         | 9000256/<br>United States of America  | Registered<br>16    | 73531813<br>12-Apr-1985    | 1366636<br>22-Oct-1985      |
| SUNSHAL              | 96012092/<br>United States of America | Published<br>3      | 75/920876<br>16-Feb-2000   |                             |

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Owner: PLAYBOY ENTERPRISES INTERNATIONAL, INC.

| Trademark                            | Case Number/Subcase<br>Country Name   | Status<br>Class(es) | Application<br>Number/Date | Registration<br>Number/Date |
|--------------------------------------|---------------------------------------|---------------------|----------------------------|-----------------------------|
| THE PLAYBOY CLUB                     | 9000347/<br>United States of America  | Registered<br>42    | 72122528<br>21-Jun-1961    | 746367<br>05-Mar-1963       |
| THE PLAYBOY EDGE                     | 97000529/<br>United States of America | Published<br>5      | 78/119396<br>03-Apr-2002   |                             |
| THE PLAYBOY FOUNDATION<br>AND DESIGN | 9300369/<br>United States of America  | Registered<br>42    | 74/246398<br>14-Feb-1992   | 1743106<br>29-Dec-1992      |
| THE WEEKEND FLASH                    | 97000782/<br>United States of America | Pending<br>41       | 76/466765<br>14-Nov-2002   |                             |
| TV CLUB AND RABBIT HEAD<br>DESIGN    | 97000563/<br>United States of America | Published<br>41     | 76/419773<br>12-Jun-2002   |                             |
| UNIQUELY PLAYMATES                   | 97000338/<br>United States of America | Published<br>16     | 78/061268<br>01-May-2001   |                             |
| VIDEO CENTERFOLD                     | 9000255/<br>United States of America  | Registered<br>9     | 73/584269<br>24-Feb-1986   | 1442822<br>16-Jun-1987      |
| VIP W/RABBIT HEAD DESIGN             | 9000441/<br>United States of America  | Registered<br>42    | 72182481<br>06-Dec-1963    | 792715<br>13-Jul-1965       |
| WET & WILD                           | 9300288/<br>United States of America  | Registered<br>9     | 74/334405<br>25-Nov-1992   | 1826170<br>15-Mar-1994      |
| WET AND WILD                         | 96011510/<br>United States of America | Registered<br>16    | 75/566654<br>07-Oct-1998   | 2301995<br>21-Dec-1999      |
| X-TRME TEAM AND LOGO                 | 96012211/<br>United States of America | Published<br>25     | 76/079322<br>28-Jun-2000   |                             |

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Owner: SPICE ENTERTAINMENT, INC.

| Trademark                               | Case Number/Subcase<br>Country Name     | Status<br>Class(es)   | Application<br>Number/Date | Registration<br>Number/Date |
|---|---|-----------------------|----------------------------|-----------------------------|
| CABLE VIDEO STORE                       | SE17700000/<br>United States of America | Registered<br>38      | 73/593453<br>14-Apr-1986   | 1433268<br>17-Mar-1987      |
| CUMBERS PICE                            | S2107/<br>United States of America      | Published<br>41       | 76/154436<br>26-Oct-2000   |                             |
| EROTIC SHOPPING FOR<br>GROWN UPS        | 96012039/<br>United States of America   | Registered<br>42      | 75/025852<br>30-Nov-1995   | 2015516<br>12-Nov-1996      |
| E-VIBE                                  | 97000131/<br>United States of America   | Published<br>3, 5, 10 | 76/160029<br>06-Nov-2000   |                             |
| FRENCH SILK                             | 97000133/<br>United States of America   | Published<br>3, 5, 10 | 76/159916<br>06-Nov-2000   |                             |
| INTERACTIVE SPICE WITH<br>LIPS LOGO     | S2027/<br>United States of America      | Registered<br>9       | 74/636883<br>21-Feb-1995   | 2100636<br>30-Sep-1997      |
| LOVE TRINKETS                           | 97000802/<br>United States of America   | Pending<br>10         | 76/475630<br>16-Dec-2002   |                             |
| MALE ATTITUDES                          | S2170/<br>United States of America      | Pending<br>10         | 76/414094<br>03-Jun-2002   |                             |
| PRIVATE MEMBERS                         | S2168/<br>United States of America      | Published<br>10       | 76/414765<br>03-Jun-2002   |                             |
| PRIVATE SHOPPING FOR<br>PRIVATE MOMENTS | S2064/<br>United States of America      | Registered<br>42      | 75/025851<br>30-Nov-1995   | 2015515<br>12-Nov-1996      |
| SENSUAL SWIRL                           | 97000132/<br>United States of America   | Published<br>3, 5, 10 | 76/160028<br>06-Nov-2000   |                             |
| SPICE                                   | S2028/<br>United States of America      | Published<br>9        | 75/832225<br>26-Oct-1999   |                             |
| SPICE                                   | S1095/<br>United States of America      | Registered<br>41      | 74/039455<br>19-Mar-1990   | 1690906<br>02-Jun-1992      |
| SPICE                                   | S2112/<br>United States of America      | Registered<br>41      | 76/154389<br>26-Oct-2000   | 2616867<br>10-Sep-2002      |
| SPICE                                   | S2023/<br>United States of America      | Suspended<br>25       | 75/832382<br>26-Oct-1999   |                             |
| SPICE                                   | S2000/<br>United States of America      | Registered<br>10      | 75/832302<br>26-Oct-1999   | 2659999<br>10-Dec-2002      |



## Trademark List by Owner

**Owner: SPICE ENTERTAINMENT, INC.**

| Trademark                     | Case Number/Subcase<br>Country Name   | Status<br>Class(es) | Application<br>Number/Date | Registration<br>Number/Date |
|-------------------------------|---------------------------------------|---------------------|----------------------------|-----------------------------|
| SPICE CLUB                    | S2148/<br>United States of America    | Published<br>41     | 76/234183<br>30-Mar-2001   |                             |
| SPICE HOT                     | S2151/<br>United States of America    | Published<br>38, 41 | 78/071287<br>27-Jun-2001   |                             |
| SPICE NETWORKS & LIPS<br>LOGO | 96012054/<br>United States of America | Registered<br>25    | 75/167197<br>17-Sep-1996   | 2063530<br>20-May-1997      |
| SPICE PLATINUM                | S2113/<br>United States of America    | Registered<br>41    | 76/187076<br>28-Dec-2000   | 2571163<br>21-May-2002      |
| SPICE PLATINUM 2              | S2117/<br>United States of America    | Published<br>41     | 78/037696<br>04-Dec-2000   |                             |
| SPICE PLATINUM LIVE           | S2114/<br>United States of America    | Published<br>41     | 76/185321<br>22-Dec-2000   |                             |
| SPICE STIX                    | 97000135/<br>United States of America | Published<br>10     | 76/172628<br>29-Nov-2000   |                             |
| SPICE STORE                   | S2109/<br>United States of America    | Registered<br>35    | 76/158011<br>01-Nov-2000   | 2531780<br>22-Jan-2002      |
| SPICE TV CLUB                 | S2193/<br>United States of America    | Published<br>41     | 76/437857<br>05-Aug-2002   |                             |
| SPICE WITH LIPS LOGO          | S2086/<br>United States of America    | Published<br>14     | 76/149153<br>18-Oct-2000   |                             |
| SPICE WITH LIPS LOGO          | S1138/<br>United States of America    | Registered<br>10    | 76/038002<br>01-May-2000   | 2602128<br>30-Jul-2002      |
| SPICE WITH LIPS LOGO          | S1136/<br>United States of America    | Pending<br>3        | 76/038001<br>01-May-2000   |                             |
| SPICE WITH LIPS LOGO          | S1137/<br>United States of America    | Registered<br>9     | 76/183151<br>19-Dec-2000   | 2660449<br>10-Dec-2002      |
| SPICE WITH LIPS LOGO          | S1140/<br>United States of America    | Published<br>28     | 76/038000<br>01-May-2000   |                             |
| SPICE WITH LIPS LOGO          | S2055/<br>United States of America    | Suspended<br>25     | 76/070331<br>14-Jun-2000   |                             |
| SPICE WITH LIPS LOGO          | S2036/<br>United States of America    | Registered<br>41    | 75/167196<br>17-Sep-1996   | 2091263<br>26-Aug-1997      |

## Trademark List by Owner

Owner: SPICE ENTERTAINMENT, INC.

| Trademark              | Case Number/Subcase<br>Country Name   | Status<br>Class(es)    | Application<br>Number/Date | Registration<br>Number/Date |
|------------------------|---------------------------------------|------------------------|----------------------------|-----------------------------|
| SPICE V                | S2194/<br>United States of America    | Published<br>35        | 76/437349<br>05-Aug-2002   |                             |
| SPICE V                | S2150/<br>United States of America    | Registered<br>41       | 76/233552<br>30-Mar-2001   | 2573387<br>28-May-2002      |
| SPICE V WITH LIPS LOGO | S2169/<br>United States of America    | Published<br>3, 10, 25 | 76/417265<br>30-Jun-2002   |                             |
| SPICE V.COM            | S2149/<br>United States of America    | Registered<br>41       | 76/233569<br>30-Mar-2001   | 2573388<br>28-May-2002      |
| UGAL -N-SPICE          | 97000136/<br>United States of America | Published<br>3, 5, 10  | 76/159915<br>06-Nov-2000   |                             |
| EMBRACING LIPSTICK     | 97000134/<br>United States of America | Published<br>10        | 76/183150<br>19-Dec-2000   |                             |

# Trademark List by Owner

Owner: SPICE HOT ENTERTAINMENT, INC.

| Trademark       | Case Number/Subcase<br>Country Name | Status<br>Class(es) | Application<br>Number/Date | Registration<br>Number/Date |
|-----------------|-------------------------------------|---------------------|----------------------------|-----------------------------|
| THE HOT NETWORK | S2154/<br>United States of America  | Registered<br>41    | 75727710<br>14-Jun-1999    | 2585832<br>25-Jun-2002      |

# TRADEMARK SECURITY AGREEMENT

This TRADEMARK SECURITY AGREEMENT (the "Agreement") made as of this 11<sup>th</sup> day of March, 2003, by the parties set forth on the signature page hereto (each, a "Grantor" and collectively, "Grantors") in favor of Bank of America, N.A., in its capacity as Agent for the Lenders party to the Credit Agreement (defined below) ("Grantee"):

## W I T N E S S E T H

WHEREAS, PEI Holdings, Inc. ("PEI"), Grantee and Lenders are parties to a certain Credit Agreement of even date herewith (as the same may be amended or otherwise modified from time to time, the "Credit Agreement"), providing for extensions of credit to be made to or for the benefit of PEI by Lenders;

WHEREAS, pursuant to a Master Corporate Guaranty of even date herewith (as the same may be amended, modified or supplemented from time to time, the "Guaranty") among each Grantor, various affiliates of PEI and Grantee, each Grantor has guaranteed the payment of all obligations of and amounts owing by PEI under the Credit Agreement; and

WHEREAS, pursuant to the terms of a certain Security Agreement of even date herewith among each Grantor, various affiliates of PEI and Grantee (as the same may be amended or otherwise modified from time to time, the "Security Agreement"), each Grantor has granted to Grantee, for the benefit of Lenders, a lien on, and security interest in, any and all right, title and interest in, and to the Trademarks (as defined in the Security Agreement), whether now owned or hereafter created, acquired or arising, to secure the payment of all obligations of and amounts owing by PEI under the Credit Agreement and each Grantor's obligations under the Guaranty;

NOW, THEREFORE, in consideration of the premises set forth herein and for other good and valuable consideration, receipt and sufficiency of which are hereby acknowledged, each Grantor agrees as follows:

1. Incorporation of Credit Agreement and Security Agreement. The Credit Agreement and Security Agreement and the terms and provisions thereof are hereby incorporated herein in their entirety by this reference thereto. All terms capitalized but not otherwise defined herein shall have the same meanings herein as in the Security Agreement.

2. Grant and Reaffirmation of Grant of Security Interests. To secure the payment and performance of the Obligations and each Grantor's obligations under the Guaranty, Grantor hereby grants to Grantee, for its benefit and the benefit of Lenders, and hereby affirms its grant pursuant to the Security Agreement (which grant shall be deemed to have been made simultaneously herewith) of, a lien on, and security interest in, any and all right, title and interest in and to the following (all of the following items or types of property being herein collectively referred to as the "Trademark Collateral"; provided that Trademark Collateral will not include "intent to use" trademark applications unless Grantor has used such trademarks and has filed a statement of use or amendment to allege use with respect to such application), whether now owned or hereafter created, acquired or arising:

(i) any trademarks, trademark registrations, and trademark applications, trade names and trade styles, service marks, service registrations and service mark applications, including without limitation, the United States federal trademark registrations and applications set forth on Schedule A hereto, all renewals and extensions of any of the foregoing and all goodwill symbolized by any of the foregoing;

(ii) all income, damages and payments now and hereafter due or payable with respect thereto, including without limitation, damages and payments for past or future infringements, unfair competition, dilution, or for injury to the goodwill associated with any of the Trademarks;

(iii) licenses of any of the foregoing to or from third parties and the royalties and other payments, if any, receivable thereunder;

(iv) the right to sue for past, present and future infringements thereof;

(v) all rights corresponding thereto throughout the world; and

(vi) Proceeds and products of the foregoing and all insurance payments pertaining to the foregoing and proceeds thereof.

Notwithstanding the foregoing, the Trademark Collateral shall not include any General Intangibles or other rights arising under any contracts, instruments, licenses or other documents to the extent that the grant of a Lien or security interest therein would (a) result in a breach of the terms of, or constitute a default under, such contract, instrument, license, agreement or other document (other than to the extent that any such term would be rendered ineffective pursuant to Sections 9-406, 9-407 or 9-408 of the Uniform Commercial Code or any successor provision of the Uniform Commercial Code of any relevant jurisdiction or other applicable law) or (b) give any other party to such contract, instrument, license or other document the right to terminate its obligations thereunder pursuant to a valid and enforceable provision (including without limitation in connection with the operation of Section 9-406, 9-407 or 9-408 of the Uniform Commercial Code or any other applicable law).

IN WITNESS WHEREOF, Grantors have duly executed this Agreement as of the date first written above.

ADULTVISION COMMUNICATIONS, INC.  
ALTA LOMA ENTERTAINMENT, INC.  
LIFESTYLE BRANDS, LTD.  
PLAYBOY ENTERTAINMENT GROUP, INC.

By Robert Campbell  
Name: Robert Campbell  
Title: Treasurer

SPICE ENTERTAINMENT, INC.

By Robert Campbell  
Name: Robert Campbell  
Title: Treasurer

PLAYBOY ENTERPRISES INTERNATIONAL, INC.

By Robert Campbell  
Name: Robert Campbell  
Title: Senior Vice President,  
Treasurer and Strategic Planning

SPICE HOT ENTERTAINMENT, INC.

By \_\_\_\_\_  
Name:  
Title:

Agreed and Accepted  
As of the Date First Written Above

BANK OF AMERICA, N.A.  
as Agent

By David A. Johanson  
Its David A. Johanson  
Vice President

IN WITNESS WHEREOF, Grantors have duly executed this Agreement as of the date first written above.

ADULTVISION COMMUNICATIONS, INC.  
ALTA LOMA ENTERTAINMENT, INC.  
LIFESTYLE BRANDS, LTD.  
PLAYBOY ENTERTAINMENT GROUP, INC.

By \_\_\_\_\_  
Name: Robert Campbell  
Title Treasurer

SPICE ENTERTAINMENT, INC.

By \_\_\_\_\_  
Name: Robert Campbell  
Title: Treasurer

PLAYBOY ENTERPRISES INTERNATIONAL, INC.

By \_\_\_\_\_  
Name: Robert Campbell  
Title: Senior Vice President,  
Treasurer and Strategic Planning

SPICE HOT ENTERTAINMENT, INC.

By James L. English  
Name: James L. English  
Title: President

Agreed and Accepted  
As of the Date First Written Above

BANK OF AMERICA, N.A.  
as Agent

By \_\_\_\_\_  
Its \_\_\_\_\_

ACKNOWLEDGMENT

STATE OF Illinois )  
COUNTY OF Cook ) SS

I, \_\_\_\_\_, a Notary Public in and for and residing in said County and State, DO HEREBY CERTIFY THAT Robert Campbell, personally known to me to be the same persons whose names are subscribed to the foregoing instrument appeared before me this day in person and acknowledged that they signed and delivered said instrument as their own free and voluntary act and as the free and voluntary act of the corporations set forth on the signature page of the foregoing instrument for the uses and purposes therein set forth.

GIVEN under my hand and notarial seal this \_\_\_\_\_ day of March, 2003.

Ivana Del Real  
Notary Public

My Commission Expires:

9-27-05



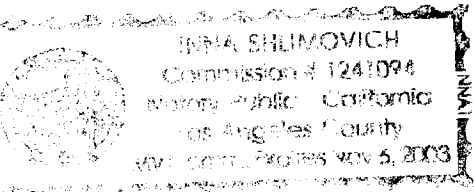


ACKNOWLEDGMENT

STATE OF California )  
 ) SS  
COUNTY OF Los Angeles )

I, Inna Shlimovich, a Notary Public in and for and residing in said County and State, DO HEREBY CERTIFY THAT JAMES L. ENGLISH, personally known to me to be the same person whose name ~~is~~ subscribed to the foregoing instrument appeared before me this day in person and acknowledged that they signed and delivered said instrument as their own free and voluntary act and as the free and voluntary act of the corporations set forth on the signature page of the foregoing instrument for the uses and purposes therein set forth.

GIVEN under my hand and notarial seal this 11<sup>th</sup> day of March, 2003.



Inna Shlimovich  
Notary Public

My Commission Expires:

November 6, 2003

ACKNOWLEDGMENT

STATE OF Illinois )  
 ) SS  
COUNTY OF )

I, \_\_\_\_\_, a Notary Public in and for and residing in said County and State, DO HEREBY CERTIFY THAT \_\_\_\_\_ of Bank of America, N.A., a \_\_\_\_\_, personally known to me to be the same person whose name is subscribed to the foregoing instrument appeared before me this day in person and acknowledged that \_\_\_he signed and delivered said instrument as \_\_\_\_\_ own free and voluntary act and as the free and voluntary act of said \_\_\_\_\_ for the uses and purposes therein set forth.

GIVEN under my hand and notarial seal this \_\_\_\_\_ day of March, 2003.

Ivana Del Real  
Notary Public

My Commission Expires:

9-27-05

