

04-23-2003



ET

U.S. DEPARTMENT OF COMMERCE

LY

Patent and Trademark Office

102427597

To the Honorable Commissioner of Patent and Trademark Office attached original documents or copy thereof.

1. Name of conveying party(ies):

GENEALOGY.COM HOLDING, LLC

4-7-03

- Individual(s)
- General Partnership
- Corporation -
- Other - a Delaware limited liability company
- Association
- Limited Partnership

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

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other
- Merger
- Change of Name

Execution Date: March 31, 2003

2. Name and address of receiving party(ies):

GENEALOGY.COM, LLC
c/o A&E Television Networks
235 East 45th Street
New York, New York 10017

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation -
- Other - a Delaware limited liability company

Domestic representative is attached: Yes No
Additional name(s) & address(es) attached? Yes No

OFFICE OF PUBLIC RECORDS
2003 APR -7 11 31 AM
FINANCE SECTION

4. (A.) Trademark Application No.(s)

4. (B.) Trademark Registration No.(s)

2114672 2521336 2031010
~~2233323~~ 2464498
 2626762 2098764
 2689493 2142732
 2485781 2356336
 2411525 2386644

Additional numbers attached? Yes No

5. Correspondence should be mailed to:

MARIE ANNE MASTROVITO
ABELMAN, FRAYNE & SCHWAB
150 East 42nd Street
New York, New York 10017

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

13

7. Total fee (37 CFT 3.41): \$ 340.00
 Enclosed
(The said Deposit Account should be charged for any official fee not fully covered by the enclosed check)
 Authorized to be charged to deposit account
Deposit account number: 01-0035
(Attach duplicate copy of this page if paying by deposit account)

04/22/2003 ECOOPER 00000191 2114672

DO NOT USE THIS SPACE

01 FC:10021 40.00 00
02 FC:10022 300.00 00

I, the undersigned, hereby certify that the foregoing information is true and correct and any attached copy is a true copy of the original document.

MARIE ANNE MASTROVITO
Name of Person Signing

Marie Anne Mastrovito
Signature

4/2/03
Date

Total number of pages comprising cover sheet, attachments and documents: 20

UNITED STATES

**REVOCATION
AND
NEW POWER OF ATTORNEY**

Mark: **Family Gathering**
Registration: 2,114,672
Serial No.:
Class(es): 9
Owner: Genealogy.com, LLC

POWER OF ATTORNEY

Applicant hereby revokes all previous Powers of Attorney and hereby appoints jointly and severally, with full power of substitution, the power of appointment of an associate attorney and the power of revocation

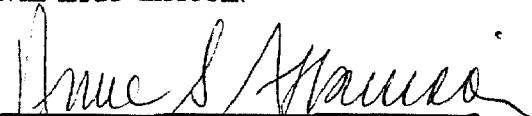
Lawrence E. Abelman
Jeffrey A. Schwab
Victor M. Tannenbaum
Peter J. Lynfield
Alan J. Hartnick
Caridad Piñeiro Scordato

Julianne Abelman
Jonathan W. Gumport
Marsha G. Ajhar
Norman S. Beier
Thomas E. Spath
Julie B. Seyler
Marie-Anne Mastrovito

members of the Bar of the State of New York, whose address is

ABELMAN, FRAYNE & SCHWAB
150 East 42nd Street
New York, New York 10017 U.S.A.

to transact business in the Patent and Trademark Office in connection with our trademarks, applications therefor, and registrations which have or will issue thereon.

By: 
ANNE S. ATKINSON
Vice President & General Counsel

Date: 4/1/03 **TRADEMARK**

TRADEMARK ASSIGNMENT

WHEREAS, Genealogy.com Holding, LLC (formerly known as Genealogy.com, LLC), a Delaware limited liability company having a place of business at c/o A&E Television Networks, 235 East 45th Street, New York, New York 10017 ("Assignor"), has adopted, used and is using the registered trademarks on Exhibit A, attached hereto and made a part hereof (the "Marks"); and

WHEREAS, Assignor is the registered owner of the trademarks registered on the Principal Register of the United States Trademark Office (as listed on Exhibit A hereto); and

WHEREAS, Genealogy.com, LLC, a Delaware limited liability company having a place of business at c/o A&E Television Networks, 235 East 45th Street, New York, New York 10017 ("Assignee") wishes to acquire all right, title and interest in and to the Mark, and any trademark applications and/or trademark registrations therefor and the goodwill associated therewith;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor hereby assigns, transfers, conveys and grants to Assignee (including its successors and assigns) all of Assignor's right, title and interest in and to the Mark and any derivative mark, together with the goodwill of the Mark and the goodwill of the business symbolized by the Mark and the above-identified registration of said Mark.

GENEALOGY.COM HOLDING, LLC

By: A&E Television Networks, its sole member

By: Anne S. Atkinson
Name: Anne S. Atkinson
Title: Vice President and General Counsel

Dated: March 31, 2003

State of New York)
) ss:
County of New York)

On this 31st day of March, 2003, before me personally came Anne S. Atkinson, to me known to be the Vice President and General Counsel of A&E Television Networks, the sole member of Genealogy.com, LLC, a limited liability company duly organized under the laws of the State of Delaware and the Assignor above-named, and acknowledged that she executed the foregoing instrument, and she did swear that she executed this assignment as her free act on behalf of A&E Television Networks, in its capacity as the sole member of said Assignor, and pursuant to authority duly received.

Ellyn Petersen
Notary Public
ELLYN PETERSEN
Notary Public, State Of New York
No. 01PE4776708
Qualified In Nassau County
Certificate Filed In New York County
Commission Expires February 28, 2007

TRADEMARK
REEL: 002715 FRAME: 0845

TRADEMARK ASSIGNMENT

WHEREAS, Genealogy.com Holding, LLC (formerly known as Genealogy.com, LLC), a Delaware limited liability company having a place of business at c/o A&E Television Networks, 235 East 45th Street, New York, New York 10017 ("Assignor"), has filed for registration of the trademarks on Exhibit A, attached hereto and made a part hereof ("the Applications"); and

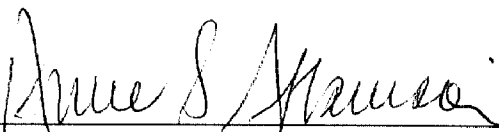
WHEREAS, Assignor is the owner of the pending Applications, which were applied for registration to the United States Trademark Office (as listed on Exhibit A hereto); and

WHEREAS, Genealogy.com, LLC, a Delaware limited liability company having a place of business at c/o A&E Television Networks, 235 East 45th Street, New York, New York 10017 ("Assignee") wishes to acquire all right, title and interest in and to the Mark, and any trademark applications and/or trademark registrations therefor and the goodwill associated therewith;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor hereby assigns, transfers, conveys and grants to Assignee (including its successors and assigns) all of Assignor's right, title and interest in and to the Mark and any derivative mark, together with the goodwill of the Mark and the goodwill of the business symbolized by the Mark and the above-identified registration of said Mark.

GENEALOGY.COM HOLDING, LLC

By: A&E Television Networks, its sole member

By: 
Name: Anne S. Atkinson
Title: Vice President and General Counsel

Dated: March 31, 2003

State of New York)
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County of New York)

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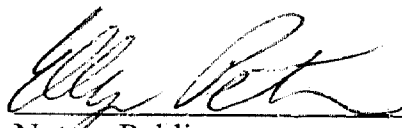

Notary Public
ELLYN PETERSEN
Notary Public, State Of New York
No. 01PE4776708
Qualified In Nassau County
Certificate Filed In New York County
Commission Expires TRADEMARK

Exhibit A

PENDING

Trademark
FAMILY ARCHIVES

Application Date
3/23/99

Application Number
75/666,075 (Reg # 2689493)

SUPPLEMENTAL REGISTER

<u>Trademark</u>	<u>Registration Number</u>	<u>Registration Date</u>
GENEALOGY.COM	2,521,336	12/18/01
INTERNETREE	2,626,762	9/24/02
ULTIMATE FAMILY TREE	2,386,644	9/12/00
WORLD FAMILY TREE	2,411,525	12/5/00

PRINCIPAL REGISTER

<u>Trademark</u>	<u>Registration Number</u>	<u>Registration Date</u>
ALL IN ONE TREE	2,485,781	9/4/01
FAMILY FINDER	2,233,323	3/23/99
FAMILY GATHERING	2,114,672	11/18/97
FAMILY ORIGINS	2,142,732	3/10/98
FAMILY TREE DETECTIVE	2,464,498	6/26/01
FAMILY TREE MAKER	2,098,764	9/23/97
GENERATIONS	2,031,010	1/14/97
FAMILY TREE CREATOR	2,356,336	6/6/00