

05-22-2003



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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): 5.19.03
WarnerVision Entertainment Inc.
 Individual(s) Association
 General Partnership Limited Partnership
 Corporation-State
 Other _____
Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies)
Name: Warner Bros. Entertainment Inc.
Internal
Address: _____
Street Address: 4000 Warner Boulevard
City: Burbank State: CA Zip: 91522
 Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation-State Delaware
 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 Date: May 14, 2003

4. Application number(s) or registration number(s):
A. Trademark Application No.(s)
B. Trademark Registration No.(s)
see attached
Additional number(s) attached Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: Janet A. Kobrin
Internal Address: Warner Bros.
Bridge Building North, 5th Floor
Street Address: 4000 Warner Boulevard
City: Burbank State: CA Zip: 91522

6. Total number of applications and registrations involved: 19
7. Total fee (37 CFR 3.41).....\$ 515.00
 Enclosed
 Authorized to be charged to deposit account
8. Deposit account number:
23-0445
(Attach duplicate copy of this page if paying by deposit account)

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.
Janice Ragona Janice Ragona 5/14/2003
Name of Person Signing Signature Date

Total number of pages including cover sheet, attachments, and document: 4

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

05/22/2003 LMUELLER 00000030 230445 2084530

01 FC:8521 40.00 CH
02 FC:8522 450.00 CH

Registration Nos. to be assigned:

Registration Nos.

2084530

2109329

2027619

2086293

2063665

1857528

2044132

1862333

2086227

2088024

2126486

2173268

2097834

1995765

2213604

2084507

2080835

2064051

2062236

TRADEMARK ASSIGNMENT

WHEREAS, **WARNERVISION ENTERTAINMENT, INC.**, a corporation organized under the laws of the State of Delaware, with a business address at 75 Rockefeller Plaza, New York, N.Y. 10019, has adopted, used and is using, and is the owner of the following trademarks:

<u>Trademark</u>	<u>Registration No.</u>
BABY GOES	2,084,530
BODYVISION	2,109,329
DREAM BIG	2,027,619
FAY PRESENTS	2,086,293
GET HARD	2,063,665
KID VISION Logo	1,857,528
LETHAL	2,044,132
NIGHTVISION Logo	1,862,333
REAL ANIMALS	2,086,227
REAL ANIMALS	2,088,024
REAL WHEELS	2,126,486
REAL WHEELS	2,173,268
REAL WHEELS and Design	2,097,834
REAL WHEELS and Design	1,995,765
REAL WHEELS and Design	2,213,604
ROCKIN' REAL WHEELS	2,084,507
ROCKIN' REAL WHEELS and Design	2,080,835
WHEEL Design	2,064,051

WHEREAS, **WARNER BROS. ENTERTAINMENT INC.**, a corporation organized under the laws of the State of Delaware, with a business address at 4000 Warner Blvd., Burbank, California 91522-1565, is desirous of acquiring said trademarks,

NOW, THEREFORE, in view of the foregoing and for good and valuable consideration, the receipt of which is hereby acknowledged, **WARNERVISION ENTERTAINMENT, INC.** hereby assigns to **WARNER BROS. ENTERTAINMENT INC.** all right, title and interest in said trademarks, together with the goodwill of the business symbolized by said trademarks.

WARNERVISION ENTERTAINMENT, INC.

WARNER BROS. ENTERTAINMENT INC.

By: Julie F. Spencer

By: Tarvet A. Kobain

Name: JULIE F. SPENCER

Name: TARVET A. KOBAIN

Title: SECRETARY

Title: VICE PRESIDENT

Date: MAY 14, 2003

Date: May 14, 2003