VIA FACSIMILE: (703) 306-5995

Form PTO-1594 RECORDATION FORM COVER SHEET (Rev. 10/02) OMB No. 0651-0027 (exp. 6/30/2005) RECORDATION FORM COVER SHEET TRADEMARKS ONLY U.S. DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office	
Tab settings ⇔⇔ ♥ ▼ ▼	<u> </u>
To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.	
1. Name of conveying party(ies): United Artists Corporation	2. Name and address of receiving party(ies)  Name: Metro-Goldwyn-Mayer Studios Inc.  Internal Address: Suite 7018
Individual(s)  General Partnership  Corporation-State Delaware  Other	Street Address: 10250 Constellation Blvd.  Los Angeles State: CA 20067-6241  Individual(s) citizenship Association
Additional name(s) of conveying party(ies) attached? 🖵 Yes 🚰 No	General Partnership
3. Nature of conveyance:	Limited Partnership
🖾 Assignment 🔲 Merger	Corporation-State <u>Delaware</u>
Security Agreement	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
4. Application number(s) or registration number(s):  A. Trademark Application No.(s)  Additional number(s) at	
<ol><li>Name and address of party to whom correspondence concerning document should be mailed:</li></ol>	6. Total number of applications and registrations involved:
Name: Debi Coleman-Dabbs  Metro-Goldwyn-Mayer Studios Inc. Internal Address: Suite 7018	7. Total fee (37 CFR 3.41)
Street Address: 10250 Constellation Bvld.	8. Deposit account number: .13-2985
Los Angeles 90067-6241 City: State:CA Zip:	(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.  Debi Coleman-Dabbs  Name of Person Signing  Total number of pages including cover sheet, attachments, and document:  Total number of pages including cover sheet, attachments, and document:	

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

TRADEMARK
REEL: 002791 FRAME: 0871

## ASSIGNMENT

THIS ASSIGNMENT is made the 10<sup>th</sup> day of February 2004 between United Artists Corporation, a corporation organized under the laws of the State of Delaware with its principal place of business at 10250 Constellation Blvd., Los Angeles, California 90067-6241 (the "Assignor") and Metro-Goldwyn-Mayer Studios Inc., a corporation organized under the laws of the State of Delaware with its principal place of business at 10250 Constellation Blvd., Los Angeles, California 90067-6241 (the "Assignee").

WHEREAS, the Assignor has adopted and used in the United States the trademarks listed in the Schedule hereto and is the owner of the registrations thereof shown in the said Schedule; and

WHEREAS, the Assignee wishes to acquire all of Assignor's rights in and to the Trademarks and the good will associated therewith.

NOW THEREFORE, in consideration of One Dollar and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the Assignor hereby assigns, transfers and conveys to the Assignee all rights, title and interests in and to the Trademarks and the registrations thereof together with the good will of the business which is symbolized by the Trademarks and with the right to recover for damages and profits and all other remedies for past infringements thereof.

## THE SCHEDULE

Trademark Registration No.

1,647,246 2,773,761

Registration Date

June 11, 1991 October 14, 2003

Assignor

Signed, sealed and delivered before me

this 10<sup>th</sup> day of February 2004

Notary Public

DEBI COLEMAN - DAEBS Commission # 1316135 Notary Public - California

Los Angeles County My Comm. Expires Aug 28, 2005

By ( Cindy Wilford Perez

Vice President and Assistant Secretary

Assignee

By\_

Micháel

Vice President Legal Division

RECORDED: 02/10/2004

**TRADEMARK** REEL: 002791 FRAME: 0872