

**TERMINATION OF SECURITY INTERESTS
(Trademarks)**

This **TERMINATION OF SECURITY INTEREST** dated as of March 17, 2004, is made by Comerica Bank, successor by merger to Imperial Bank ("Comerica Bank").

WHEREAS, Replay Networks, Inc., (the "Grantor") has granted a security interest in certain personal property to Comerica Bank, including without limitation a security interest in certain trademarks ("Trademarks") and trademark licenses ("Trademark Licenses"); and

WHEREAS, Comerica Bank has agreed to terminate and release its security interest in all of such Trademarks and Trademark Licenses, including, without limitation, Trademarks and Trademark Licenses identified on Schedule A hereto, as herein provided;

NOW THEREFORE, for valuable consideration, Comerica Bank hereby terminates and releases all mortgages, liens, and security interests granted to Comerica Bank in the following Trademarks and Trademark Licenses:

1. all of the Trademarks and Trademark Licenses to which the Grantor or its successors are a party including those referred to on Schedule A hereto;
2. all reissues, continuations or extensions of the foregoing;
3. all good will of the business connected with the use of, and symbolized by, each Trademark and each Trademark License, and
4. all products and proceeds of the foregoing, including, without limitation, any claim by the Grantor or its successors against third parties for past, present or future (i) infringement or dilution of any Trademark or Trademark licensed under any Trademark License or (ii) injury to the goodwill associated with any Trademark or any Trademark licensed under any Trademark License.

In WITNESS WHEREOF, Comerica Bank has caused this Termination of Security Interest to be duly executed as of the date first set forth above.

COMERICA BANK

By: *Kevin Zeidan*
Name: *Kevin Zeidan*
Title: *Vice President*

Schedule A
to Termination of Security Interest

TRADEMARKS

U.S. Trademarks and Applications:

Mark	Registration or Application No.	Registration Date
REPLAY	2,481,355	August 28, 2001
PRIMETIME. ANYTIME.	75/554,432	N/A
REPLAYTV	2,402,559	November 7, 2000
QUICKSKIP	2,338,455	April 4, 2000