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12-10-2003

Form **PTO-1594** **RECOI** **TR** **DEPARTMENT OF COMMERCE**
 U.S. Patent and Trademark Office
 OMB No. 0651-0027 (exp. 5/31/2002)
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102619274

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

1. Name of conveying party(ies): 12-4-03
DEUTSCHE BANK TRUST COMPANY AMERICAS

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

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

2. Name and address of receiving party(ies)
 Name: Loews Cineplex Entertainment Corporation
 Internal Address: _____
 Address: _____
 Street Address: 711 Fifth Avenue
 City: New York State: NY Zip: 10022

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 Release of Security Interest

Execution Date: November 26, 2003

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

A. Trademark Application No.(s) _____

B. Trademark Registration No.(s) 2,177,902

Additional number(s) attached Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
 Name: Paul Somelofske
 Internal Address: Kaye Scholer LLP
12/09/2003 BYRNE 00000123 2177902
40.00 OP
500.00 OP
 Street Address: 425 Park Avenue
 City: New York State: NY Zip: 10022-3598

6. Total number of applications and registrations involved: 21

7. Total fee (37 CFR 3.41).....\$ 540.00
 Enclosed
 Authorized to be charged to deposit account

8. Deposit account number: _____
 (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.

Paul Somelofske
 Name of Person Signing

Paul Somelofske
 Signature

12/03/03
 Date

Total number of pages including cover sheet, attachments, and document: 8

12/09/2003 BYRNE 00000123 2177902
01 FC:0521
02 FC:0522

30761130.PDF

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

CONTINUATION OF SECTION 2.

Additional Name and Address of Receiving Party(ies)

Cineplex Odeon Corporation
1303 Yonge Street
Toronto, Ontario M4T 2Y9
Canada

Corporation - Canada

CONTINUATION OF SECTION 4.B.
(Trademark Registration No.(s))

TRADEMARKS REGISTRATION NO.(S)

<u>Trademark</u>	<u>Registration Date</u>	<u>Registration No.</u>
213-779-CINE	N/A	N/A
A GREAT NEW PLACE TO SEE GREAT NEW MOVIES	August 4, 1998	2,177,902
C (stylized)	August 4, 1987	1,451,408
CINE CAFÉ	June 17, 1997	2,071,024
CINE CAFÉ and Design	July 8, 1997	2,076,748
CINE CANDY	May 6, 1997	2,058,639
CINE CANDY and Design	February 17, 1998	2,136,478
CINECHARGE	November 5, 1996	2,013,772
CINEPLEX	September 27, 1983	1,252,479
CINEPLEX INTERNATIONAL	December 2, 1997	2,117,204
CINEPLEX ODEON	June 16, 1987	1,443,469
CINEPLEX ODEON	December 1, 1987	1,467,668
CINEPLEX ODEON CINECHARGE and Design	November 12, 1996	2,015,566
CINESCAPE	N/A	N/A
CINESCAPE	N/A	N/A
CINESPOT	June 21, 1994	1,841,473
CINEVISION	December 2, 1997	2,117,165
CONCENTRIC CIRCLES DESIGN	June 30, 1987	1,445,446
CONCENTRIC CIRCLES DESIGN	December 1, 1987	1,467,669
SIGHTLINE SEATING	N/A	N/A
YOU'RE GONNA LOVE WATCHING IT HERE	April 7, 1998	2,148,952

RELEASE OF SECURITY INTEREST IN TRADEMARKS

This **RELEASE OF SECURITY INTEREST IN TRADEMARKS** (“**Release**”) granted on this 26th day of November, 2003, is delivered by **DEUTSCHE BANK TRUST COMPANY AMERICAS** (formerly known as Banker Trust Company) (“**Secured Party**”), as agent for the Lenders under that certain Security Agreement dated as of March 21, 2002 by and between **LOEWS CINEPLEX ENTERTAINMENT CORPORATION, CINEPLEX ODEON CORPORATION** (“**Grantor**”), the **Subsidiary Grantors** party thereto and **Secured Party**, as agent for the Lenders (the “**Agreement**”; capitalized terms used in this Release and not defined herein shall have the meanings assigned to such terms in the Agreement, whether by reference to another agreement or otherwise) to **GRANTOR**.

WHEREAS, in connection with the Agreement, Grantor assigned to Secured Party, and granted to Secured Party, a security interest in all of Grantor's rights, title and interest (including rights acquired pursuant to a license or otherwise) in and to all trademarks, service marks, designs, logos, indicia, trade names, trade dress, corporate names, company names, business names, fictitious business names, trade styles and/or other source and/or business identifiers and applications pertaining thereto, owned by Grantor, or hereafter adopted and used, in its business (including, without limitation, the trademarks specifically identified in Schedule A hereto) (collectively, the “**Trademarks**”), all registrations that have been or may hereafter be issued or applied for thereon in the United States and any state thereof, Canada and in foreign countries (including, without limitation, the registrations and applications specifically identified in Schedule A hereto) (the “**Trademark Registrations**”), all common law and other rights in and to the Trademarks in the United States and any state thereof, Canada and in foreign countries (the “**Trademark Rights**”), and all goodwill of such Grantor's business symbolized by the Trademarks and associated therewith (the “**Associated Goodwill**”);

WHEREAS, Secured Party wishes to release and restore all right, title and interest in, to and under the Trademarks and Trademarks Registrations to Grantor and to dissolve any and all liens and encumbrances respecting the Trademarks and Trademark Registrations shown on the attached Schedule A hereto;

NOW THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Secured Party hereby releases, discharges, quit claims and relinquishes unto Grantor any and all right, title and interest in, to and under the Trademarks and Trademark Registrations set forth on Schedule A hereto granted to Secured Party by Grantor pursuant to the Agreement.

[Remainder of Page Intentionally Left Blank]

IN WITNESS WHEREOF, Secured Party has caused this Release to be duly executed under seal by its officer thereunto duly authorized on the date first written above.

SECURED PARTY:

**DEUTSCHE BANK TRUST COMPANY
AMERICAS**

By:  _____

Name:

Title:

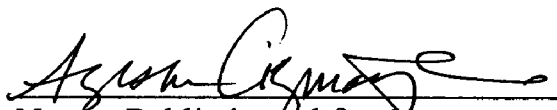
**Gregory Shefrin
Director**

STATE OF NEW YORK)
)
COUNTY OF New York)

On November 21, 2003 before me, personally appeared Grosory Shetrim personally known to me (or proved to me on the basis of satisfactory evidence) to be the person whose name is subscribed to the within instrument and acknowledged to me that he/she executed the same in his/her authorized capacity, and that by his/her signature on the instrument the person or the entity upon behalf of which the person acted, executed the instrument.

WITNESS my hand this 21st day of November, 2003.

IN WITNESS WHEREOF, I have hereunto subscribed my name and affixed my official seal at my office in the County of New York on the day in this certificate first above written.



Notary Public in and for the
State of New York

My Commission Expires:

AYESHA CIZMAZIJA
Notary Public, State of New York
No. 01CI6094117
Qualified in New York County
Commission Expires June 16, 2007

SCHEDULE A**UNITED STATES TRADEMARK
REGISTRATIONS AND APPLICATIONS**

Trademark	Regn. No.	Regn. Date	Owner	Goods/Services
213-779-CINE	N/A	N/A	CINEPLEX ODEON CORP.	Movie theatre services.
A GREAT NEW PLACE TO SEE GREAT NEW MOVIES	2,177,902	8/4/98	CINEPLEX ODEON CORP.	Movie theatre services.
C (stylized)	1,451,408	8/4/87	CINEPLEX ODEON CORP.	Movie theatre services.
CINE CAFÉ	2,071,024	6/17/97	CINEPLEX ODEON CORP.	Concession Stands.
CINE CAFÉ and Design	2,076,748	7/8/97	CINEPLEX ODEON CORP.	Concession Stands.
CINE CANDY	2,058,639	5/6/97	CINEPLEX ODEON CORP.	Candies.
CINE CANDY and Design	2,136,478	2/17/98	CINEPLEX ODEON CORP.	Candies.
CINECHARGE	2,013,772	11/5/96	CINEPLEX ODEON CORP.	Ticket Reservations.
CINEPLEX	1,252,479	9/27/83	CINEPLEX ODEON CORP.	Movie theatre services.
CINEPLEX INTERNATIONAL	2,117,204	12/2/97	CINEPLEX ODEON CORP.	Movie theatre services.
CINEPLEX ODEON	1,443,469	6/16/87	CINEPLEX ODEON CORP.	Popped popcorn.
CINEPLEX ODEON	1,467,668	12/1/87	CINEPLEX ODEON CORP.	Movie theatre services & Restaurant services.
CINEPLEX ODEON CINECHARGE and Design	2,015,566	11/12/96	CINEPLEX ODEON CORP.	Ticket Reservations.
CINESCAPE	N/A	N/A	CINEPLEX ODEON CORP.	Amusement Arcades.
CINESCAPE	N/A	N/A	CINEPLEX ODEON CORP.	Amusement Arcades.
CINESPOT	1,841,473	6/21/94	CINEPLEX ODEON CORP.	Sale & Exhibition of Commercials in Movie Theaters.
CINEVISION	2,117,165	12/2/97	CINEPLEX ODEON CORP.	Sale & Exhibition of Commercials in Movie Theaters.

Concentric Circles Design	1,445,446	6/30/87	CINEPLEX ODEON CORP.	Popped popcorn.
Concentric Circles Design	1,467,669	12/1/87	CINEPLEX ODEON CORP.	Movie theatre services.
SIGHTLINE SEATING	N/A	N/A	CINEPLEX ODEON CORP.	Movie theatre services.
YOU'RE GONNA LOVE WATCHING IT HERE	2,148,952	4/7/98	CINEPLEX ODEON CORP.	Movie theatre services.

NY1:1480879.2

RECORDED: 12/04/2003

TRADEMARK
REEL: 002874 FRAME: 0919