

TRADEMARK ASSIGNMENT

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	SECURITY INTEREST

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
Interactive Network, Inc.		12/19/2011	CORPORATION: NEVADA
FriendFinder Networks Inc.		12/19/2011	CORPORATION: NEVADA

**RECEIVING PARTY DATA**

Name:	U.S. Bank National Association
Street Address:	225 Asylum Street, 23rd Floor
Internal Address:	Corporate Trust Services
City:	Hartford
State/Country:	CONNECTICUT
Postal Code:	06103
Entity Type:	Collateral Agent: OHIO

**PROPERTY NUMBERS Total: 42**

Property Type	Number	Word Mark
Serial Number:	85454447	HOTBOX
Serial Number:	85456362	PENTHOUSE
Serial Number:	85497223	PENTHOUSE
Serial Number:	85497210	PENTHOUSE
Serial Number:	85497189	PENTHOUSE
Serial Number:	85497127	CARTOONWANK.COM
Serial Number:	85497151	PENTHOUSE
Serial Number:	85496999	PETNET
Serial Number:	85497015	PENTHOUSEMAG.COM
Serial Number:	85497024	PENTHOUSE.COM
Serial Number:	85497128	PENTHOUSE LETTERS
Serial Number:	85497146	PENTHOUSE FORUM
Serial Number:	85497668	

**TRADEMARK**

CH \$1065.00 85454447

Serial Number:	85497685	
Serial Number:	85497703	
Serial Number:	85497361	PENTHOUSE
Serial Number:	85497386	PENTHOUSE
Serial Number:	85497737	PENTHOUSE EXECUTIVE CLUB
Serial Number:	85497246	CARTOONWANK
Serial Number:	85497213	HOT TALK
Serial Number:	85497195	
Serial Number:	85497450	CALIGULA
Serial Number:	85497504	CALIGULA FILMS
Serial Number:	85497520	CALIGULA FILMS
Serial Number:	85498084	
Serial Number:	85498080	PENTHOUSE SHOES
Serial Number:	85498115	PET CONFESSIONS
Serial Number:	85498119	PET CONFESSIONS
Serial Number:	85498128	PENTHOUSEFORUM.COM
Serial Number:	85498136	PENTHOUSE KEY SUITES
Serial Number:	85498149	GUCCIONE
Serial Number:	85498156	GUCCIONE
Serial Number:	85498172	GUCCIONE'S
Serial Number:	85498467	VARIATIONS
Serial Number:	85491837	XMATCH
Serial Number:	85467325	BOOK OF SEX
Serial Number:	85497594	FRIENDFINDER NETWORKS
Serial Number:	85498144	FFN
Serial Number:	85497568	FFN
Serial Number:	85497631	MISHA
Serial Number:	85497311	DANNI
Serial Number:	85498176	JILL KELLY PRODUCTIONS

**CORRESPONDENCE DATA**

Fax Number: (213)629-5063  
Phone: 2138924000  
Email: mpatterson@milbank.com

*Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.*

**TRADEMARK**  
**REEL: 004689 FRAME: 0461**

Correspondent Name: Melissa Patterson  
Address Line 1: 601 S. Figueroa St., 30th Floor  
Address Line 4: Los Angeles, CALIFORNIA 90017-5704

ATTORNEY DOCKET NUMBER:	39479.00100
NAME OF SUBMITTER:	Melissa Patterson
Signature:	/Melissa Patterson/
Date:	12/30/2011

**Total Attachments: 8**

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## TRADEMARK SECURITY AGREEMENT

**THIS TRADEMARK SECURITY AGREEMENT** (this "Agreement"), is made as of December 19, 2011 by and among Interactive Network, Inc., a Nevada corporation, ("INI"), FriendFinder Networks Inc., a Nevada corporation ("FFN," and together with INI, the "Issuers"), and each Subsidiary of FFN (other than INI) listed on the signature pages hereto (the "Guarantors" and together with the Issuers, the "Grantors") in favor of U.S. Bank National Association, a national banking association, as collateral agent for the benefit of the Holders (in such capacity, the "Collateral Agent") of the Securities pursuant to that certain Indenture (as amended and in effect from time to time, the "Indenture" dated as of the date hereof, by and among the Issuers, the Guarantors party thereto and U.S. Bank National Association, as trustee (in such capacity, together with its successors in such capacity, the "Trustee").

**WHEREAS**, pursuant to that certain Indenture, the Holders have agreed to purchase the Issuers' Cash Pay Secured Notes due 2013 in the initial aggregate principal amount of \$13,777,790 (the "Securities");

**WHEREAS**, pursuant to the Indenture, each of the Subsidiary Grantors has guaranteed the obligations of the Issuers in respect of the Indenture, the Securities and the other Note Documents;

**WHEREAS**, pursuant to the Indenture each Grantor has granted to the Collateral Agent, for the Collateral Agent's benefit and for the benefit of the Trustee and the Holders, a security interest in certain assets of such Grantor, including all right, title and interest of such Grantor in, to and under all now owned and hereafter acquired Trademarks (as defined in the Second Lien Cash Pay Security and Pledge Agreement dated as of October 27, 2010 by and between the Issuers, the Subsidiary Grantors and the Collateral Agent (the "Security and Pledge Agreement")) and Trademark Licenses (as defined in the Security and Pledge Agreement), to secure such Grantor's obligations under the Indenture and, in the case of the Issuers, the Notes; and

**WHEREAS**, each Grantor owns the Trademarks listed beneath such Grantor's name on Schedule I annexed hereto;

**NOW THEREFORE**, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, each Grantor does hereby grant to the Collateral Agent, for the Collateral Agent's benefit and for the benefit of the Trustee and for the ratable benefit of the Holders, a continuing security interest in all of such Grantor's right, title and interest in, to and under the following, in each case whether presently existing or hereafter created or acquired (all of the following items or types of property being herein collectively referred to as the "Trademark Collateral"), to secure the Obligations of such Grantor:

- (1) each Trademark referred to in the Schedule I annexed; and
- (2) each Trademark License.

This security interest is granted in conjunction with the security interests granted to the Collateral Agent pursuant and subject to the Indenture. Each Grantor hereby acknowledges and affirms

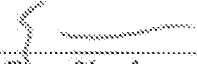
that the rights and remedies of the Collateral Agent with respect to the security interest in the Trademark Collateral made and granted hereby are more fully set forth in the Indenture, the terms and provisions of which are incorporated by reference herein as if fully set forth herein.

[Signature Page(s) Follow]


IN WITNESS WHEREOF, each Grantor has caused this Trademark Security Agreement to be duly executed and delivered by their respective undersigned duly authorized officer as of the date first written above.

ISSUERS:

INTERACTIVE NETWORK, INC., a Nevada corporation

By:   
Name: Ezra Shashoua  
Title: Chief Financial Officer

FRIENDFINDER NETWORKS INC., a Nevada corporation

By:   
Name: Ezra Shashoua  
Title: Chief Financial Officer

SUBSIDIARY GRANTORS:

GENERAL MEDIA ART HOLDING, INC.  
GENERAL MEDIA COMMUNICATIONS, INC.  
GENERAL MEDIA ENTERTAINMENT, INC.  
GMCI INTERNET OPERATIONS, INC.  
GMI ON-LINE VENTURES, LTD.  
PENTHOUSE IMAGES ACQUISITIONS, LTD.  
WEST COAST FACILITIES INC.  
PMGI HOLDINGS INC.  
PURE ENTERTAINMENT TELECOMMUNICATIONS, INC.  
PENTHOUSE DIGITAL MEDIA PRODUCTIONS INC.  
VIDEO BLISS, INC.  
DANNI ASHE, INC.  
SNAPSHOT PRODUCTIONS, LLC  
VARIOUS, INC.

By:   
Name: Ezra Shashoua  
Title: Chief Financial Officer

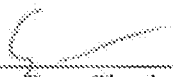
GLOBAL ALPHABET, INC.  
SHARKFISH, INC.  
TRAFFIC CAT, INC.  
BIG ISLAND TECHNOLOGY GROUP, INC.  
FASTCUPID, INC.  
MEDLEY.COM INCORPORATED  
PPM TECHNOLOGY GROUP, INC.  
FRIENDFINDER CALIFORNIA INC.  
STREAMRAY INC.  
CONFIRM ID, INC.  
FRNK TECHNOLOGY GROUP  
TRANSBLOOM, INC.  
STREAMRAY STUDIOS INC.

By:   
Name: Ezra Shashoua  
Title: Chief Financial Officer

TAN DOOR MEDIA INC.  
FIERCE WOMBAT GAMES INC. (f/k/a BIG EGO GAMES INC.)  
NAFT NEWS CORPORATION  
PLAYTIME GAMING INC.

By:   
Name: Ezra Shashoua  
Title: Treasurer

ARGUS PAYMENTS INC.  
BLUE HEN GROUP INC.  
FRIENDFINDER VENTURES INC.  
XVHUB GROUP INC. (f/k/a GIANT SWALLOWTAIL INC.)  
PERFECTMATCH INC. (f/k/a GOLDENROD SPEAR INC.)  
MAGNOLIA BLOSSOM INC.

By:   
Name: Ezra Shashoua  
Title: Chief Financial Officer

FLASH JIGO CORP.

By: Om 271 BM

Name: Matt Brennan  
Title: Treasurer



Schedule I

FriendFinder Networks Inc.  
Interactive Network, Inc.

U.S. Trademark Registrations and Applications Update From  
September 23, 2011 through December 19, 2011

Claimant: General Media Communications, Inc.

<u>MARK</u>	<u>SERIAL NO.</u>	<u>REG. NO.</u>
HOTBOX	85/454447	Pending
PENTHOUSE	85/456362	Pending
PENTHOUSE	85/497223	Pending
PENTHOUSE	85/497210	Pending
PENTHOUSE	85/497189	Pending
CARTOONWANK.COM	85/497127	Pending
PENTHOUSE	85/497151	Pending
PETNET	85/496999	Pending
PENTHOUSEMAG.COM	85/497015	Pending
PENTHOUSE.COM	85/497024	Pending
PENTHOUSE LETTERS	85/497128	Pending
PENTHOUSE FORUM	85/497146	Pending
One Key Logo	85/497668	Pending
One Key Logo	85/497685	Pending
One Key Logo	85/497703	Pending
PENTHOUSE	85/497361	Pending
PENTHOUSE	85/497386	Pending
PENTHOUSE EXECUTIVE CLUB	85/497737	Pending

CARTOONWANK	85/497246	Pending
HOTTALK	85/497213	Pending
Three Key Logo	85/497195	Pending
CALIGULA	85/497450	Pending
CALIGULA FILMS	85/497504	Pending
CALIGULA FILMS	85/497520	Pending
Three Key Logo	85/498084	Pending
PENTHOUSE SHOES	85/498080	Pending
PET CONFESSIONS	85/498115	Pending
PET CONFESSIONS	85/498119	Pending
PENTHOUSE FORUM.COM	85/498128	Pending
PENTHOUSE KEY SUITES	85/498136	Pending
GUCCIONE	85/498149	Pending
GUCCIONE	85/498156	Pending
GUCCIONE'S	85498172	Pending
VARIATIONS (Stylized)	85/498467	Pending

**Claimant:** Traffic Cat, Inc.

<u>MARK</u>	<u>SERIAL NO.</u>	<u>REG. NO.</u>
XMATCH	85/491837	Pending

Claimant: Various, Inc.

<u>MARK</u>	<u>SERIAL NO.</u>	<u>REG. NO.</u>
BOOK OF SEX & Design	85/467325	Pending
FRIENDFINDER NETWORKS	85/497594	Pending
FFN	85/498144	Pending
FFN	85/497568	Pending

Claimant: Danni Ashe, Inc.

<u>MARK</u>	<u>SERIAL NO.</u>	<u>REG. NO.</u>
MISHA	85/497631	Pending
DANNI	85/497311	Pending

Claimant: Penthouse Digital Media Productions, Inc.

<u>MARK</u>	<u>SERIAL NO.</u>	<u>REG. NO.</u>
JILL KELLY PRODUCTIONS	85/498176	Pending