

01-31-2001

MRD
1/18/01



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TRADEMARKS ONLY

TO: The Commission of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type

- New
- Resubmission (Non-Recordation)
- Correction of PTO Error
Reel # [] Frame # []
- Corrective Document
Reel # [] Frame # []

Conveyance Type

- Assignment
- Security Agreement
- Merger
- Change of Name
- Other []
- License
- Nunc Pro Tunc Assignment
- Effective Date: Month Day Year
[]/1/16/01

Conveying Party

Mark if additional names of conveying parties attached

Name BLACK ENTERTAINMENT HOLDINGS, INC.

Execution Date
Month Day Year
1/16/01

- Formerly []
- Individual General Partnership Limited Partnership Corporation Association
- Other []
- Citizenship/State of Incorporation/Organization Delaware

Receiving Party

Mark if additional names of conveying parties attached

Name BLACK ENTERTAINMENT TELEVISION, INC.

DBA/AKA/TA []

Composed of []

Address (line 1) One BET Plaza

Address (line 2) 1235 W Street, N.W.

Address (line 3) Washington DC 20018-1211
City State/Country Zip Code

- Individual General Partnership Limited Partnership Association
 - Corporation Association
 - Other []
 - Citizenship/State of Incorporation/Organization District of Columbia
- If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)

01/30/2001 DBYRNE 00000259 75564935

01 FC:481 40.00 OP
02 FC:482 325.00 OP

FOR OFFICE USE ONLY

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Mail documents to be recorded with required cover sheet(s) information to:
Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20231

Domestic Representative Name and Address

Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Correspondent Name and Address

Area Code and Telephone No.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Pages

Enter the total number of pages of the attached conveyance document including any attachments

#

Trademark Application Number(s) or Registration Number(s)

Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)

Registration Number(s)

<input type="text" value="75/564935"/>	<input type="text" value="75/414064"/>	<input type="text"/>	<input type="text" value="2,386,970"/>	<input type="text" value="2,325,211"/>	<input type="text" value="1,902,694"/>
<input type="text" value="75/553540"/>	<input type="text" value="75/414062"/>	<input type="text"/>	<input type="text" value="2,384,040"/>	<input type="text" value="2,306,325"/>	<input type="text" value="1,909,288"/>
<input type="text" value="75/488230"/>	<input type="text" value="75/403096"/>	<input type="text"/>	<input type="text" value="2,131,412"/>	<input type="text" value="2,160,771"/>	<input type="text"/>

Number of Properties

Enter the total number of properties involved:

#

Fee Amount

Fee amount of properties listed (37 CFR 3.41):

Method of Payment:
Deposit Account

Enclosed Deposit Account

(Enter for payment by deposit account or if additional fees can be charged to the account.)

Deposit Account Number:

#

Authorization to charge additional fees:

Yes No

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. Charges to deposit account are authorized, as indicated herein.

Schuylla M. Goodson-Bell

Schuylla M. Goodson-Bell

01/18/01

Name of Person Signing

Signature

Date

Schedule A

U.S. Applications

<u>Mark</u>	<u>Serial No.</u>	<u>Filing Date</u>
BET SOUNDSTAGE	75/564935	10/6/98
BET BOOKS	75/553540	9/16/98
HEART & SOUL	75/488230	5/20/98
BET SOUNDSTAGE CLUB & DESIGN	75/414064	1/5/98
BET SOUNDSTAGE CLUB & DESIGN	75/414062	1/5/98
BET SOUNDSTAGE CASINO	75/403096	12/10/97

Schedule B

U.S. Registrations

<u>Mark</u>	<u>Reg. No.</u>	<u>Reg. Date</u>
BET FINANCIAL SERVICES	2,386,970	9/19/00
BET ON JAZZ	2,384,040	9/5/00
BET SOUNDSTAGE	2,131,412	1/20/98
BET DESIGN STUDIO & DESIGN	2,325,211	3/7/00
BET SOUNDSTAGE	2,306,325	1/4/00
BET SOUNDSTAGE	2,160,771	5/26/98
MISCELLANEOUS TRIANGLE DESIGN	1,902,694	7/4/95
ARABESQUE	1,909,288	8/1/95

Schedule C

International Registrations

<u>Mark</u>	<u>Reg. No.</u>	<u>Reg. Date</u>	<u>Country</u>
MISCELLANEOUS TRIANGLE DESIGN	510,772	4/13/99	Canada
ARABESQUE	510,775	4/13/99	Canada

TRADEMARK ASSIGNMENT

THIS TRADEMARK ASSIGNMENT (the "Assignment") is made and entered into as of the 16th day of January, 2001, by and between BLACK ENTERTAINMENT HOLDINGS, INC., a Delaware corporation (hereinafter referred to as "Assignor") located at One BET Plaza, 1235 W Street, N.W., Washington, D.C. 20018-1211 (as successor-in-interest and the surviving corporation by way of merger to BET HOLDINGS, INC.) and BLACK ENTERTAINMENT TELEVISION, INC., a Washington, D.C. corporation (hereinafter referred to as "Assignee") located at One BET Plaza, 1235 W Street, N.W., Washington, D.C. 20018-1211.

W I T N E S S E T H

WHEREAS, Assignor has adopted, and used, and is by way of merger, the owner of the marks (hereinafter the "Marks") as set forth on Schedule A, Schedule B and Schedule C hereto and incorporated herein by this reference;

WHEREAS, Assignor is the owner of all right, title and interest in and to the United States Applications (hereinafter the "Applications") set forth on Schedule A, the United States Registrations (hereinafter the "Registrations") set forth on Schedule B and the International Registrations set forth on Schedule C; and


WHEREAS, Assignee and Assignor desire to enter into this Assignment to effect the transfer of the Marks, Applications, Registrations, and International Registrations, and whereby the Marks, Applications, Registrations, and International Registrations are being assigned from the Assignor to the Assignee simultaneously herewith;

NOW, THEREFORE, for and in consideration of the premises and the mutual promises hereinafter set forth and for other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor and Assignee hereby agree as follows:

1. Transfer and Assignment. Assignor hereby transfers and assigns to Assignee all right, title and interest in and to the Marks, Applications, Registrations and International Registrations, together with the goodwill of the business symbolized by the Marks, Applications, Registrations and International Registrations along with the right to recover for damages and profits and other remedies for past infringements of the Marks, Applications, Registrations and International Registrations.

2. Further Documentation and Actions. Assignor hereby agrees to execute and deliver to Assignee any further documents and instruments, and to do any and all further acts, deemed necessary by Assignee to vest in Assignee all right, title and interest in and to the Marks, Applications, Registrations, and International Registrations and to enable such right, title and interest to be recorded in the United States Patent & Trademark Office and any other appropriate governmental authority or agency of the United States.

BLACK ENTERTAINMENT HOLDINGS, INC.

By: 
Name: Byron F. Marchant
Title: Executive Vice President