

11-15-2002



Form PTO-1594
(Rev. 10/02)
OMB No. 0651-0027 (exp. 6/30/2005)

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U.S. DEPARTMENT OF COMMERCE
U.S. Patent and Trademark Office

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

1. Name of conveying party(ies):

Hollywood Entertainment Corporation

11.17.02

- Individual(s)
- General Partnership
- Corporation-State
- Other _____ an Oregon corporation
- Association
- Limited Partnership

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

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other _____
- Merger
- Change of Name

Execution Date: October 10, 2002

2. Name and address of receiving party(ies)

Name: Hollywood Management Company

Internal

Address: _____

Street Address: 9275 Peyton Lane

City: Wilsonville State: OR Zip: 97070-9645

- Individual(s) citizenship _____
- Association _____
- General Partnership _____
- Limited Partnership _____
- Corporation-State Oregon
- 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) 75/982,837 76/110,218

B. Trademark Registration No.(s) 2,511,988

Additional number(s) attached Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: Shannon T. Vale, Esq.

Internal Address: Fulbright & Jaworski L.L.P.

Street Address: 600 Congress Avenue

Suite 2400

City: Austin State: TX Zip: 78701

6. Total number of applications and registrations involved: 3

7. Total fee (37 CFR 3.41).....\$ 90.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

50-1212/10202766/STV

DO NOT USE THIS SPACE

9. Signature.

L. Alison Davis

Name of Person Signing

Signature

11-6-02

Date

3

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

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01 FC:8521
02 FC:8522

40.00 OP
50.00 OP

TRADEMARK
REEL: 2617 FRAME: 0753

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TRADEMARK ASSIGNMENT

WHEREAS, HOLLYWOOD ENTERTAINMENT CORPORATION, an Oregon corporation having a mailing address of 9275 Peyton Lane, Wilsonville, Oregon 97070-9645, has adopted and is using the marks listed in the attached Exhibit A.

WHEREAS, HOLLYWOOD MANAGEMENT COMPANY, an Oregon corporation having a mailing address of 9275 Peyton Lane, Wilsonville, Oregon 97070-9645, desires to acquire any rights and goodwill associated with the marks;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, HOLLYWOOD ENTERTAINMENT CORPORATION does hereby assign, effective as of the date of signature below, unto HOLLYWOOD MANAGEMENT COMPANY all right, title and interest in and to said mark, together with the goodwill of the business symbolized by the mark and the above-identified application or registration of said mark.

HOLLYWOOD ENTERTAINMENT CORPORATION
By: [Signature]
Name: DONALD J. EKMAN
Title: Executive Vice President of Legal Affairs

Date: October 10, 2002

STATE OF OREGON §
 §
COUNTY OF CLACKAMAS §

Before me, the undersigned authority, on this 10th day of October, 2002, personally appeared Donald J. Ekman, known to me to be the person whose name is subscribed to the foregoing instruments and acknowledged to me that (he/she) is authorized to execute the same on behalf of the identified corporation and that (he/she) executed the same on behalf of the corporation for the purposes and consideration therein expressed.



[Signature]
Notary Public, State of Oregon
Name Printed: Kami McGladrey
My Commission Expires: December 12, 2004

EXHIBIT A

Mark	Status	U. S. Reg. or App. No.	Reg. or Filing Date
REEL.COM	SOU filed 7/3/02	75/982,837	Filed: 8/14/98
GIVE THE GIFT OF HOLLYWOOD VIDEO	Registered	2,511,988	Registered: 11/27/01
HOLLYWOOD VIDEO CELEBRITY STATUS	SOU filed 9/5/02	76/110218	Filed: 8/15/2000