



12-10-2002



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

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

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

1. Name of conveying party(ies):

CGP, Inc.

12-5-02

- Individual(s)
- Association
- General Partnership
- Limited Partnership
- Corporation-State British Virgin Islands
- Other

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

3. Nature of conveyance:

- Assignment 50%
- Merger
- Security Agreement
- Change of Name
- Other

Execution Date: May 15, 2002

2. Name and address of receiving party(ies)

Name: 4032942 Canada Inc.
 Internal c/o Corus Entertainment, Inc.
 Address: 181 Bay Street, Suite 1630
Toronto, Ontario
 Street Address: M5J 2T3 Canada
 City: _____ State: _____ Zip: _____

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State Canada
- 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) 76/106,072
76/106,073, 76/110,628

B. Trademark Registration No.(s) _____

Additional number(s) attached Yes No

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

Name: Barry S. Agdern, Esq.
The Hearst Corporation
 Internal Address: _____

Street Address: 959 Eighth Avenue

City: New York State: NY Zip: 10019

6. Total number of applications and registrations involved: _____

5

7. Total fee (37 CFR 3.41).....\$ 140.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number: 081511

DO NOT USE THIS SPACE

9. Signature.

Barry S Agdern
 Name of Person Signing

Barry S Agdern
 Signature

11/20/02
 Date

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

12/09/2002 6T0M11 00000222 081511 76106072

01 FC:0521 40.00 CH
 02 FC:8.522 100.00 CH

TRADEMARK
 REEL: 002630 FRAME: 0337

Additional Application Numbers

76/110,629

76/110,630

ASSIGNMENT OF INTEREST IN TRADE AND SERVICE MARKS

WHEREAS, The Locomotion Channel, a joint venture organized and existing under the laws of the State of New York and doing business at 404 Washington Avenue, Miami Beach, Florida 33139, which consists of Hearst Communications, Inc., a corporation organized and existing under the laws of the State of Delaware and doing business at 959 Eighth Avenue, New York, New York 10019 and CGP, Inc., a corporation organized and existing under the laws of the British Virgin Islands and doing business at 420-426 Jefferson Avenue, Miami Beach, Florida 33139, owns and has a bona fide intent to use the trademarks and service marks listed in Schedule "A" hereto; and

WHEREAS, The Locomotion Channel has applied to register the applications listed in Schedule "A" in the United States Patent and Trademark Office based on The Locomotion Channel's bona fide intent to use the marks in commerce; and

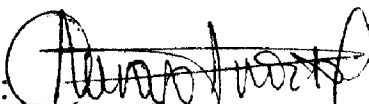
WHEREAS, 4032942 Canada Inc., a corporation organized and existing under the laws of Canada, doing business at c/o Corus Entertainment, Inc., 181 Bay Street, Suite 1630, Toronto, Ontario, M5J 2T3, Canada has acquired CGP, Inc.'s interest in The Locomotion Channel, joint venture and wishes to acquire all of CGP, Inc.'s

right, title and interest in and to the Trademarks and Service Marks listed in

Schedule "A" together with the goodwill of the business symbolized by the Trademarks
and Service Marks;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency
of which is hereby acknowledged, CGP, Inc. does hereby assign and transfer unto
4032942 Canada Inc., its successors and assigns, all of its right, title and interest in and
to the Trademarks and Service Marks together with the goodwill of the business
symbolized by the Trademarks and Service Marks.

CGP, Inc.

By: 
Name: Amaya Anis
Title: Attorney-in-Fact
Dated as of: May 16, 2002

STATE OF Florida)
) ss.:
COUNTY OF Miami Dade

On this 1st day of July, 2002, before me personally came

Amaya Ariztoy, to me known, who being by me duly sworn did

depose and say; that (he/she) resides at 128 Horningwood drive, Coral Gables, FL 33133

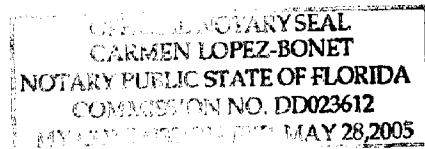
that (he/she) is Attorney in Fact of CGP, Inc., the corporation described

in and which executed the foregoing instrument, that (he/she) knows the seal of the

said corporation and that it was so affixed by order of the Board of Directors of said

corporation and that (he/she) signed (his/her) name thereto by like order.

Carmen Lopez Bonet
Notary Public



SCHEDULE A

TRADEMARKS

U.S.A.

APPLICATION NUMBER	TRADEMARKS APPLICATIONS
76/106,072	LOCOMOTION
76/106,073	LOCOMOTION (DESIGN)
76/110,628	LOCOMOTION
76/110,629	LOCOMOTION.COM
76/110,630	LOCOMOTION (DESIGN)