

07-03-2003



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

REC 102487851 TRADEMARKS ONLY

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

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):

Warner Communications Inc.

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

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

3. Nature of conveyance:

- Assignment Merger Security Agreement Change of Name Other

Execution Date:

2. Name and address of receiving party(ies)

Name: Home Box Office, Inc.

Internal Address:

Street Address: 1100 Avenue of the Americas

City: New York State: NY Zip: 10036

- 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

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

A. Trademark Application No.(s) 76,411,491; 76/194,608; 76/194,607

B. Trademark Registration No.(s) 2,704,327 2,660,226; 2,498,003

Additional number(s) attached Yes No

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

Name: Robert T. Scherer

Internal Address: AOL Time Warner Inc.

Room 24-09

Street Address: 75 Rockefeller Plaza

City: New York State: NY Zip: 10019

6. Total number of applications and registrations involved:

113

7. Total fee (37 CFR 3.41) \$ 2840.00

- Enclosed Authorized to be charged to deposit account

8. Deposit account number:

20-1112

RECEIVED SECTION JUN 26 2003

DO NOT USE THIS SPACE

9. Signature.

Robert T. Scherer Name of Person Signing

Robert Scherer Signature

June 26, 2003 Date

12

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

07/02/2003 ECDUPK 0000003 20112 76411491

01 FC:8521 40.00 DA 02 FC:8522 2000.00 DA

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

TRADEMARK REEL: 002761 FRAME: 0892

CONTINUATION OF ITEM #4

4A. Trademark Application No.(s)

76/194,616; 76/284,081; 76/284,080; 76/284,079; 76/284,078; 76/194,615; 76/194,603;
76/194,602; 76/194,671; 76/420,659; 76/460,745; 75/929,796; 76/409,477; 76/411,246;
76/475,655; 76/475,656; 76/411,196; 76/320,406; 76/320,407; 76/411,259; 76/409,476;
76/411,188; 76/411,175; 76/411,495; 76/194,670; 76/194,613; 76/194,614; 76/194,612;
76/194,611; 76/493,918; 76/494,179; 76/493,972; 76/494,212; 76/494,180; 76/493,973;
76/409,981; 78/036,550; 76/706,472; 76/460,743; 76/355,849; 75/874,715; 75/829,901
75/829,900; 75/830,672; 76/485,803; 76/443,085; 75/932,060

4B. Trademark Registration No.(s)

1,319,965; 2,185,671; 2,211,876; 2,239,666; 2,206,798; 2,206,797; 2,279,716;
2,400,382; 2,393,805; 2,210,164; 2,422,041; 2,047,449; 2,316,758; 2,321,524;
1,744,868; 1,837,123; 1,771,933; 2,377,141; 2,686,454; 1,020,101; 1,131,313;
1,312,132; 2,149,174; 2,316,509; 2,316,523; 2,706,883; 2,327,817; 2,706,811;
2,422,040; 2,323,693; 1,307,806; 1,018,960; 1,748,977; 2,247,095; 2,106,957;
2,524,760; 2,240,085; 2,237,947; 1,143,715; 2,228,048; 2,612,214; 2,684,450;
2,650,397; 2,513,906; 2,681,054; 2,366,388; 2,493,400; 2,370,481; 2,570,369;
2,470,873; 1,349,993; 1,887,240; 1,898,808; 1,349,994; 2,239,669; 1,288,284;
2,495, 757; 2,319,052; 2,319,059; 2,403,378;

TRADEMARK ASSIGNMENT

WHEREAS, WARNER COMMUNICATIONS INC., a Delaware corporation, located at 75 Rockefeller Plaza, New York, New York 10019, United States of America (hereinafter "Assignor") is the owner of all right, title and interest in and to the trademarks and service marks set forth on Schedule A hereto and of the recited registrations and applications therefor (hereinafter "the Marks");

WHEREAS, HOME BOX OFFICE, INC., a Delaware corporation, located at 1100 Avenue of the Americas, New York, New York 10036, United States of America (hereinafter "Assignee") is desirous of acquiring the Marks; and

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the Assignor does hereby assign to the Assignee all right, title and interest in and to the Marks, along with the goodwill of the business symbolized by and associated with the Marks, that portion of the business to which the Marks relate, and all rights to proceeds from any claim by Assignor against third parties for past, present or future infringement of the Marks.

This assignment is effective as of March 31, 2003.

Warner Communications Inc.

By: Shira Perlmutter

Name: Shira Perlmutter

Title: Vice President, Warner Communications Inc

State of New York :
:SS

County of New York :

On the 19th day of June, 2003, before me, the undersigned, a Notary Public in and for said state, personally appeared Shira Perlmutter, personally known to me or proved to me on the basis of satisfactory evidence to be the individual whose name is subscribed to the above instrument, and being by me duly sworn, did depose and say that she is the Vice President of Warner Communications Inc. and acknowledged to me that she executed the same in her capacity, and that it was so fixed by Order of the Board of Directors of said entity and that she signed her name thereto by like order.

SEAL

Emilie Crea
Notary Public

EMILIE CREA
Notary Public, State of New York
No. 01CR-4805518
Qualified in Nassau County
Certificate on File in New York County
Commission Expires April 30, 2006

SCHEDULE A - TRADEMARKS

A. TRADEMARK APPLICATIONS

<u>TRADEMARK</u>	<u>STATUS</u>	<u>CLASS</u>	<u>SERIAL NUMBER</u>	<u>FILING DATE</u>
America Undercover	Pending	41	76/411,491	May 20, 2002
Bada Bing Logo	Pending	18	76/194,608	January 16, 2001
Bada Bing Logo	Pending	21	76/194,607	January 16, 2001
Bada Bing Logo	Pending	25	76/194,616	January 16, 2001
Band of Brothers	Pending	6, 14	76/284,081	July 13, 2001
Band of Brothers	Pending	16	76/284,080	July 13, 2001
Band of Brothers	Pending	20, 22, 26	76/284,079	July 13, 2001
Band of Brothers	Pending	25	76/284,078	July 13, 2001
Barone Sanitation Logo	Pending	18	76/194,615	January 16, 2001
Barone Sanitation Logo	Pending	21	76/194,603	January 16, 2001
Barone Sanitation Logo	Pending	25	76/194,602	January 16, 2001
Beanstie's Pizza Pasta Logo	Pending	25	76/194,671	January 16, 2001
Beanstie's Pizza Pasta Logo	Pending	18	76/194,670	January 16, 2001
Boxing After Dark	Pending	25	76/420,659	June 14, 2002
Cinemax	Pending	35	75/932,060	February 29, 2000

SCHEDULE A - TRADEMARKS

A. TRADEMARK APPLICATIONS

<u>TRADEMARK</u>	<u>STATUS</u>	<u>CLASS</u>	<u>SERIAL NUMBER</u>	<u>FILING DATE</u>
Curb Your Enthusiasm	Pending	41	76/460,745	October 23, 2002
HBO	Pending	35	75/929,796	February 28, 2000
HBO Express	Pending	38	76/409,477	May 16, 2002
HBO Latino	Pending	41	76/411,246	
HBO Logo	Pending	25	76/475,655	December 16, 2002
HBO Logo	Pending	6, 14, 16, 18 20, 21, 24	76/475,656	December 16, 2002
HBO On Demand	Pending	38	76/411,196	May 20, 2002
HBO Pay-Per-View	Pending	38	76/320,406	October 3, 2001
HBO PPV	Pending	38	76/320,407	October 3, 2001
HBO Sports	Pending	41	76/411,259	May 20, 2002
Oz	Pending	41	76/409,476	May 16, 2002
Oz	Pending	25	76/411,188	May 20, 2002
Oz	Pending	9	76/411,175	May 20, 2002

SCHEDULE A - TRADEMARKS

A. TRADEMARK APPLICATIONS

<u>TRADEMARK</u>	<u>STATUS</u>	<u>CLASS</u>	<u>SERIAL NUMBER</u>	<u>FILING DATE</u>
Oz	Pending	16	76/411,495	May 20, 2002
Satirale's Pork Store Logo	Pending	18	76/194,613	January 16, 2001
Satirale's Pork Store Logo	Pending	21	76/194,614	January 16, 2001
Satirale's Pork Store Logo	Pending	25	76/194,612	January 16, 2001
Sex and the City	Pending	18	76/194,611	January 16, 2001
Six Feet Under Logo	Pending	41	76/493,918	March 3, 2003
Six Feet Under Logo	Pending	25	76/494,179	March 3, 2003
Six Feet Under Logo	Pending	21	76/493,972	March 3, 2003
Six Feet Under Logo	Pending	18	76/494,212	March 3, 2003
Six Feet Under Logo	Pending	16	76/494,180	March 3, 2003
Six Feet Under Logo	Pending	9	76/493,973	March 3, 2003
Taxicab Confessions	Pending	41	76/409,981	May 20, 2002
The Deadwood Mysteries	Pending	16, 41	78/036,550	November 27, 2000
The Heart & Soul of Boxing	Pending	41	76/706,472	May 12, 1999
The Mind of the Married Man	Pending	41	76/460,743	October 23, 2002

SCHEDULE A - TRADEMARKS

A. TRADEMARK APPLICATIONS

<u>TRADEMARK</u>	<u>STATUS</u>	<u>CLASS</u>	<u>SERIAL NUMBER</u>	<u>FILING DATE</u>
The Sopranos Logo	Pending	28	76/355,849	January 8, 2002
The Sopranos Logo	Pending	9	75/874,715	December 16, 1999
The Sopranos Logo	Pending	16	75/829,901	October 25, 1999
The Sopranos Logo	Pending	18	75/829,900	October 25, 1999
The Sopranos Logo	Pending	25	75/830,672	October 25, 1999
The Wire	Pending	41	76/485,803	January 29, 2003
TVKO	Pending	38	76/443,085	August 22, 2002

SCHEDULE A - TRADEMARKS

B. TRADEMARK REGISTRATIONS

<u>TRADEMARK</u>	<u>STATUS</u>	<u>CLASS</u>	<u>REGISTRATION NUMBER</u>	<u>GRANTED DATE</u>
Actionmax Logo	Registered	41	2,470,873	July 24, 2001
Arliss Logo	Registered	9	2,660,226	December 10, 2002
Arliss Logo	Registered	41	2,498,003	October 16, 2001
Boxing After Dark	Registered	41	2,704,327	April 8, 2003
Braingames	Registered	41	1,319,965	February 12, 1985
Cinemax	Registered	41	1,349,993	July 16, 1985
Cinemax	Registered	25	1,887,240	April 4, 1995
Cinemax	Registered	11, 14, 16 18, 20, 21	1,898,808	June 13, 1995
Cinemax Logo	Registered	41	1,349,994	July 16, 1985
Cinemax Logo	Registered	41	2,239,669	April 13, 1999
Entertainment That Really Knocks You Out	Registered	41	2,185,671	September 1, 1998
From the Earth to the Moon	Registered	41	2,211,876	December 15, 1998

SCHEDULE A - TRADEMARKS

B. TRADEMARK REGISTRATIONS

<u>TRADEMARK</u>	<u>STATUS</u>	<u>CLASS</u>	<u>REGISTRATION NUMBER</u>	<u>GRANTED DATE</u>
From the Earth to the Moon	Registered	9	2,239,666	April 13, 1999
From the Earth to the Moon	Registered	25	2,206,798	December 1, 1998
From the Earth to the Moon	Registered	28	2,206,797	December 1, 1998
Happily Ever After Fairy Tales for Every Child	Registered	9	2,279,716	September 21, 1999
Happily Ever After Fairy Tales for Every Child	Registered	16	2,400,382	October 31, 2000
Happily Ever After Fairy Tales for Every Child	Registered	25	2,393,805	October 10, 2000
Happily Ever After Fairy Tales for Every Child	Registered	41	2,210,164	December 15, 1998
HBO Comedy Logo	Registered	41	2,422,041	January 16, 2001
HBO Downtown Productions	Registered	41	2,047,449	March 25, 1997
HBO En Espanol	Registered	41	2,316,758	February 8, 2000
HBO Family Logo	Registered	41	2,321,524	February 22, 2000
HBO For Kids Logo	Registered	41	1,744,868	January 5, 1993

SCHEDULE A - TRADEMARKS

B. TRADEMARK REGISTRATIONS

<u>TRADEMARK</u>	<u>STATUS</u>	<u>CLASS</u>	<u>REGISTRATION NUMBER</u>	<u>GRANTED DATE</u>
HBO HIP IND Productions	Registered	41	1,837,123	May 17, 1994
HBO IND Productions Logo	Registered	41	1,771,933	May 18, 1993
HBO Independent Productions	Registered	41	2,377,141	August 15, 2000
HBO Latino	Registered	25	2,686,454	February 11, 2003
HBO Logo	Registered	41	1,020,101	September 9, 1975
HBO Logo	Registered	16	1,131,313	February 26, 1980
HBO Logo	Registered	9, 41	1,312,132	January 1, 1985
HBO Logo	Registered	42	2,149,174	April 7, 1998
HBO Plus Logo	Registered	41	2,316,509	February 8, 2000
HBO Signature Logo	Registered	41	2,316,523	February 8, 2000
HBO Sports	Registered	25	2,706,883	April 15, 2003
HBO The Works Logo	Registered	41	2,378,817	August 22, 2000
HBO World Championship Boxing	Registered	41	2,706,811	April 15, 2003
HBO Zone Logo	Registered	41	2,422,040	January 16, 2001

SCHEDULE A - TRADEMARKS

B. TRADEMARK REGISTRATIONS

<u>TRADEMARK</u>	<u>STATUS</u>	<u>CLASS</u>	<u>REGISTRATION NUMBER</u>	<u>GRANTED DATE</u>
HBO4Kids Logo	Registered	41	2,323,693	February 29, 2000
Home Box Office	Registered	9	1,307,806	December 4, 1984
Home Box Office	Registered	41	1,018,960	August 26, 1975
Home Box Office	Registered	41	1,748,977	January 26, 1993
III:AM and Design	Registered	41	2,247,095	May 25, 1999
It's Not TV... It's HBO	Registered	41	2,106,957	October 21, 1997
Live Loud	Registered	41	2,524,760	January 1, 2002
Martin	Registered	41	2,240,085	April 20, 1999
Martin Logo	Registered	41	2,237,947	April 13, 1999
Max	Registered	41	1,288,284	July 31, 1984
Max Logo	Registered	41	2,495,757	October 9, 2001
Moremax Logo	Registered	41	2,319,052	February 15, 2000
Multimax Logo	Registered	41	2,319,059	February 15, 2000
On Location	Registered	41	1,143,715	December 16, 1980

SCHEDULE A - TRADEMARKS

B. TRADEMARK REGISTRATIONS

<u>TRADEMARK</u>	<u>STATUS</u>	<u>CLASS</u>	<u>REGISTRATION NUMBER</u>	<u>GRANTED DATE</u>
Oz	Registered	41	2,228,048	March 2, 1999
Punch Stats	Registered	41	2,612,214	August 27, 2002
Sex and the City	Registered	21	2,684,450	February 4, 2003
Sex and the City	Registered	25	2,650,397	November 12, 2002
Sex and the City	Registered	41	2,513,906	December 4, 2001
Six Feet Under	Registered	41	2,681,054	January 28, 2003
The Sopranos Logo	Registered	41	2,366,388	July 11, 2000
The Sopranos Logo	Registered	21	2,493,400	September 25, 2001
Thrillmax Logo	Registered	41	2,403,378	November 14, 2000
TVKO Design	Registered	38	2,370,481	July 25, 2000
Volume.Com	Registered	41	2,570,369	May 14, 2002