

09-01-2004



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TRADEMARKS

To the Director of the U. S. Patent and Trademark Office: Please record the attached documents or the new address(es) below.

1. Name of conveying party(ies)/Execution Date(s):

TORONTO DOMINION (TEXAS), INC.

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

Citizenship (see guidelines) Delaware

Execution Date(s) August 20, 2004

Additional names of conveying parties attached? Yes No

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other Release of Security Interest
- Merger
- Change of Name

2. Name and address of receiving party(ies)

Yes
 No

Additional names, addresses, or citizenship attached?

Name: Rainbow Media Holdings, LLC

Internal

Address:

Street Address: 200 Jericho Quadrangle

City: Jericho

State: New York

Country: US Zip: 11753-2701

- Association
- General Partnership
- Limited Partnership
- Corporation
- Other LLC

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)

4. Application number(s) or registration number(s) and identification or description of the Trademark.

A. Trademark Application No.(s)

See attached schedule

B. Trademark Registration No.(s)

See attached schedule

Additional sheet(s) attached? Yes No

C. Identification or Description of Trademark(s) (and Filing Date if Application or Registration Number is unknown):

See attached schedule

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

Name: Donna J. Hunter, Paralegal

Internal Address: Paul, Hastings, Janofsky & Walker LLP

Street Address: 600 Peachtrees Street Suite 2400

City: Atlanta

State: Georgia Zip: 30308-2222

Phone Number: (404) 815-2301

Fax Number: (404) 685-5301

Email Address: donnahunter@paulhastings.com

6. Total number of applications and registrations involved:

12

7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$ 315.00

- Authorized to be charged by credit card
- Authorized to be charged to deposit account
- Enclosed

8. Payment Information:

a. Credit Card Last 4 Numbers _____
Expiration Date _____

b. Deposit Account Number 16-0752

Authorized User Name Donna J. Hunter

9. Signature: Donna J. Hunter

Signature

Donna J. Hunter

Name of Person Signing

August 27, 2004

Date

Total number of pages including cover sheet, attachments, and document: 3

Documents to be recorded (including cover sheet) should be faxed to (703) 306-5995, or mailed to: Mail Stop Assignment Recordation Services, Director of the USPTO, P.O. Box 1450, Alexandria, VA 22313-1450

08/31/2004 EDDPER 00000005 1722594

01 FC:8521
02 FC:8522

40.00 DP

275.00

Schedule of Trademarks To Be Released
RAINBOW MEDIA HOLDINGS, LLC

MARK	SERIAL/ REGISTRATION NUMBER	APPLICATION/ REGISTRATION DATE	OWNER
RAINBOW	1,722,594	10/6/92	Rainbow Media Holdings, LLC
RAINBOW and Design	2,088,172	8/12/97	Rainbow Media Holdings, LLC
RAINBOW MEDIA	76/412,175	5/22/02	Rainbow Media Holdings, LLC
RAINBOW SPORTS NETWORK	78/231,841	3/31/03	Rainbow Media Holdings, LLC
S and Design	2,087,087	8/12/97	Rainbow Media Holdings, LLC
SCHOOLYARD JAM	2,203,109	11/10/98	Rainbow Media Holdings, LLC
SCHOOLYARD JAM and Design	2,206,019	11/24/98	Rainbow Media Holdings, LLC
SPORTS CHANNEL	2,490,997	9/16/97	Rainbow Media Holdings, LLC
SPORTSCHANNEL	2,018,554	11/26/96	Rainbow Media Holdings, LLC
SPORTSCHANNEL	2,108,410	10/28/97	Rainbow Media Holdings, LLC
SPORTSCHANNEL CHICAGO	2,096,739	9/16/97	Rainbow Media Holdings, LLC
SPORTSCHANNEL FLORIDA	2,096,706	9/16/97	Rainbow Media Holdings, LLC

RELEASE OF TRADEMARKS

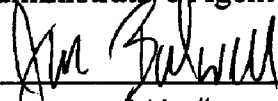
THIS RELEASE (the "Release") is made on this 20th day of August, 2004, by Toronto Dominion (Texas), Inc., as agent for a group of lenders (the "Administrative Agent").

Whereby the Administrative Agent has a security interest in and has taken a collateral assignment of the registered trademarks or trademark applications listed on Exhibit A attached hereto, and since the obligation underlying the security interest and collateral assignment is no longer owed, the Administrative Agent has no further interest in such registered trademarks or trademark applications.

Accordingly, the Administrative Agent hereby releases all of its interest in and to said registered trademarks or trademark applications and hereby conveys the same, without recourse, representation or warranty, to Rainbow Media Holdings LLC, American Movie Classics Company, The Independent Film Channel LLC, WE: Women's Entertainment LLC, and FUSE Networks LLC, as applicable which each has an address at 200 Jericho Quadrangle, Jericho, New York 11753-2701.

IN WITNESS WHEREOF, the Administrative Agent has caused this Release to be duly executed as of the date first written above.

TORONTO DOMINION (TEXAS), INC.,
as Administrative Agent for a group of lenders

By: 
Name: Jim Bridwell
Title: Vice President