

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

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|------------------------------|--|
| SUBMISSION TYPE: | NEW ASSIGNMENT |
| NATURE OF CONVEYANCE: | ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL |

CONVEYING PARTY DATA

| Name | Formerly | Execution Date | Entity Type |
|----------------|----------|----------------|--|
| MVL Rights LLC | | 08/31/2005 | Limited Liability Company: DELAWARE |

RECEIVING PARTY DATA

| | |
|--------------------------|-------------------------|
| Name: | Marvel Characters, Inc. |
| Street Address: | 9242 Beverly Boulevard |
| Internal Address: | Suite 350 |
| City: | Beverly Hills |
| State/Country: | CALIFORNIA |
| Postal Code: | 90024 |
| Entity Type: | CORPORATION: DELAWARE |

PROPERTY NUMBERS Total: 14

| Property Type | Number | Word Mark |
|----------------------|---------|------------------------------|
| Registration Number: | 2940211 | AVENGERS |
| Registration Number: | 2290761 | AVENGERS |
| Registration Number: | 885486 | THE AVENGERS |
| Registration Number: | 1163660 | BLACK PANTHER |
| Registration Number: | 854655 | CAPTAIN AMERICA |
| Registration Number: | 1349244 | CAPTAIN AMERICA |
| Registration Number: | 1752691 | CAPTAIN AMERICA |
| Registration Number: | 879980 | |
| Registration Number: | 2289257 | CAPTAIN AMERICA DINER |
| Registration Number: | 1099497 | DOCTOR STRANGE |
| Registration Number: | 1855764 | HAWKEYE |
| Registration Number: | 1403958 | POWER PACK |
| Registration Number: | 2762000 | SHANG CHI: MASTER OF KUNG FU |

CH \$365.00 2940211

| | | |
|----------------|----------|---------|
| Serial Number: | 78646406 | ANT-MAN |
|----------------|----------|---------|

CORRESPONDENCE DATA

Fax Number: (310)500-3501
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: (310) 500-3500
Email: agrabell@linerlaw.com
Correspondent Name: Paul D. Swanson
Address Line 1: 1100 Glendon Avenue
Address Line 2: 14th floor
Address Line 4: Los Angeles, CALIFORNIA 90024

| | |
|--------------------|-----------------|
| NAME OF SUBMITTER: | Paul D. Swanson |
|--------------------|-----------------|

| | |
|------------|-------------------|
| Signature: | /paul d. swanson/ |
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| | |
|-------|------------|
| Date: | 09/07/2005 |
|-------|------------|

Total Attachments: 5
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EXECUTION COPY

EXCLUSIVE SHORT FORM TRADEMARK LICENSE


This MVL exclusive short form trademark license is subject to all of the terms and conditions of that certain agreement between MVL Rights LLC ("MRI") and Marvel Characters, Inc. ("MCI") of even date herewith (the "Agreement"). In the event of a conflict between this short form trademark license and the Agreement, the terms of the Agreement shall control.

For good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, MRI hereby grants to MCI, and MCI hereby accepts a worldwide, exclusive (other than the Marketing Rights which are non-exclusive), transferable (including without limitation sub-licensable), irrevocable, fully-paid-up and perpetual right and license to the use and exploit in any manner now known or hereafter devised the Trademarks (as defined in that certain MCI Assignment Agreement between MRI and MCI of even date herewith) including without limitation those Trademarks set forth on Schedule 1 attached hereto in connection with the MRI Granted Rights and in a manner consistent with the quality standards set forth in the Agreement.

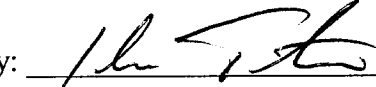
All exhibits and schedules attached hereto are hereby incorporated herein by reference.

IN WITNESS WHEREOF, a duly authorized representative of MRI and MCI have each executed this MCI short form trademark license as of August 31, 2005.

MVL RIGHTS LLC

By: 
David Maisel
Its: President

MARVEL CHARACTERS, INC.

By: 
John Turitzin
Its: President

SCHEDULE 1 TO SHORT FORM TRADEMARK LICENSE

| ANT-MAN | | | | | |
|----------------|---------|-------|-----------------------------|-----------------|-------|
| Country | Mark | Class | Registration # (Appln #) | Expiration Date | Owner |
| United States | ANT-MAN | 16 | (78/646406) | | MCI |

| AVENGERS | | | | | |
|-----------------|----------------------------------|------------------|-----------------------------|---|-------|
| Country | Mark | Class | Registration # (Appln #) | Expiration Date | Owner |
| Australia | THE AVENGERS | 16 | 262329 | Oct 2, 2007 | MCI |
| European Union | AVENGERS | 9, 16, 25, 28 | 47258 | Apr. 1, 2006 | MCI |
| France | LES VENGEURS | 16, 41 | 1337667 | July 10, 2005 (2005 renewal filed) | MCI |
| France | VENGEUR | 16, 41 | 1337669 | July 10, 2005 (2005 renewal filed) | MCI |
| Germany | DIE RUHMREICHEN RACHER | 16 | 985707 | June 19, 2008 | MCI |
| Greece | AVENGERS | 16 | 62482 | Dec 13, 2008 | MCI |
| Greece | AVENGERS (in Greek) | 16 | 61804 | Aug 23, 2008 | MCI |
| Ireland | THE AVENGERS | 16 | 169527 | Nov 24, 2010 | MCI |
| Italy | I VENDICATORI | 16 | 689877 | Sept 26, 2004 (2004 renewal filed) | MCI |
| Japan | CAPTAIN AMERICA AND THE AVENGERS | 9 | 2637497 | Mar 31, 2014 | MCI |
| Japan | CAPTAIN AMERICA AND THE AVENGERS | 9 | 2647873 | Apr 28, 2014 | MCI |
| Japan | AVENGERS with Katakana | 9 | 2706490 | Apr 28, 2015 | MCI |
| Japan | THE AVENGERS | 9, 15, 28 | 2702554 | Jan 31, 2015 | MCI |
| South Africa | AVENGERS | 16 | 93/4841 | June 11, 2013 | MCI |
| South Africa | AVENGERS | 9 | 93/4840 | June 11, 2013 | MCI |
| Spain | LOS VENGADORES | 16 | 575315 | Nov 28, 2008 | MCI |
| Switzerland | THE AVENGERS | 16, 28 | 434026 | Mar 13, 2005 (2005 renewal filed) | MCI |
| United Kingdom | THE AVENGERS | 16 | 879198 | May 7, 2010 | MCI |
| United States | AVENGERS | 25 | 2940211 | Apr 12, 2015 (Sec 8 due Apr 12, 2011) | MCI |
| United States | AVENGERS | 28 | 2290761 | Nov 9, 2009 (Sec 8 due Nov 9, 2005) | MCI |
| United States | THE AVENGERS | 16 | 885486 | Feb 3, 2010 | MCI |

| BLACK PANTHER | | | | | |
|----------------------|--|-------|--------------------------|-----------------|-------|
| Country | Mark | Class | Registration # (Appln #) | Expiration Date | Owner |
| Japan | BLACK PANTHER with Katakana and design | 9, 16 | 4183513 | Sept. 4, 2008 | MCI |
| South Africa | BLACK PANTHER | 16 | 93/04835 | June 11, 2013 | MCI |
| United States | BLACK PANTHER | 16 | 1163660 | Aug. 4, 2011 | MCI |

| CAPTAIN AMERICA | | | | | |
|------------------------|--|-------------------|--------------------------|--------------------------------|-------|
| Country | Mark | Class | Registration # (Appln #) | Expiration Date | Owner |
| Argentina | CAPTAIN AMERICA – EL CAPITAN AMERICA | 16 | 1810818 | Nov 16, 2010 | MCI |
| Argentina | CAPTAIN AMERICA – EL CAPITAN AMERICA | 16 | 1651039 | Nov 20, 2007 | MCI |
| Argentina | CAPTAIN AMERICA – EL CAPITAN AMERICA | 18 | 1651043 | Nov 20, 2007 | MCI |
| Argentina | CAPTAIN AMERICA – EL CAPITAN AMERICA | 24 | 1651041 | Nov 20, 2007 | MCI |
| Argentina | CAPTAIN AMERICA – EL CAPITAN AMERICA | 25 | 1651038 | Nov 20, 2007 | MCI |
| Argentina | CAPTAIN AMERICA – EL CAPITAN AMERICA | 28 | 1651040 | Nov 20, 2007 | MCI |
| Argentina | CAPTAIN AMERICA – EL CAPITAN AMERICA | 3 | 1651042 | Nov 20, 2007 | MCI |
| Australia | CAPTAIN AMERICA | 16 | 262187 | Sept 26, 2007 | MCI |
| Australia | CAPTAIN AMERICA | 24 | 392695 | Jun 15, 2014 | MCI |
| Australia | CAPTAIN AMERICA | 25 | 295004 | Mar 10, 2007 | MCI |
| Brazil | CAPTAIN AMERICA | 25 | 810772523 | Oct 4, 2003 (renewal filed) | MCI |
| Brazil | CAPTAIN AMERICA | 28 | 810772515 | Oct 4, 2003 (renewal filed) | MCI |
| Canada | CAPTAIN AMERICA | 16 | 189924 | Apr 6, 2018 | MCI |
| Chile | CAPITAN AMERICA | 16 | 618238 | Jan 18, 2012 | MCI |
| Denmark | CAPTAIN AMERICA | 9, 16, 25, 28 | VR000551995 | Jan 6, 2015 | MCI |
| European Union | CAPTAIN AMERICA | 9, 16, 25, 28 | 47431 | Apr 1, 2006 | MCI |
| European Union | Image of Captain America | 9, 16, 25, 28 | 3466661 | Oct 29, 2013 | MCI |
| Finland | CAPTAIN AMERICA | 9, 16, 18, 25, 28 | 140571 | Nov 6, 2005 | MCI |
| France | CAPTAIN AMERICA | 16, 41 | 1570755 | Jan 17, 2010 | MCI |
| Greece | CAPTAIN AMERICA (in Greek and English) | 16 | 61808 | Aug 23, 2008 | MCI |
| India | CAPTAIN AMERICA | 25 | 532782 | July 6, 2014 | MCI |

| CAPTAIN AMERICA | | | | | |
|-----------------|--|---------------|--------------------------|------------------------------------|-------|
| Country | Mark | Class | Registration # (Appln #) | Expiration Date | Owner |
| Ireland | CAPTAIN AMERICA | 16 | 169502 | Nov 24, 2010 | MCI |
| Ireland | CAPTAIN AMERICA | 28 | 169503 | Nov 24, 2010 | MCI |
| Ireland | CAPTAIN AMERICA | 9 | 169501 | Nov 24, 2010 | MCI |
| Italy | CAPITAN AMERICA | 16 | 689879 | Sept 26, 2004 (2004 renewal filed) | MCI |
| Japan | CAPTAIN AMERICA AND THE AVENGERS | 9 | 2637497 | Mar 31, 2014 | MCI |
| Japan | CAPTAIN AMERICA AND THE AVENGERS | 9 | 2647873 | Apr 28, 2014 | MCI |
| Japan | CAPTAIN AMERICA with Katakana & design | 9, 16 | 1458357 | Mar 31, 2011 | MCI |
| New Zealand | CAPTAIN AMERICA | 16 | 144148 | Sept 23, 2017 | MCI |
| Norway | CAPTAIN AMERICA | 9, 16, 25, 28 | 165911 | Dec 15, 2014 | MCI |
| Paraguay | CAPTAIN AMERICA – EL CAPITAN AMERICA | 16 | 237106 | Mar 2, 2011 | MCI |
| Paraguay | CAPTAIN AMERICA – EL CAPITAN AMERICA | 25 | 237110 | Mar 2, 2011 | MCI |
| Paraguay | CAPTAIN AMERICA – EL CAPITAN AMERICA | 28 | 239136 | Mar 2, 2011 | MCI |
| South Africa | CAPTAIN AMERICA | 16 | 79/4875 | Sept 14, 2009 | MCI |
| South Africa | CAPTAIN AMERICA | 25 | 79/4876 | Sept 14, 2009 | MCI |
| South Africa | CAPTAIN AMERICA | 28 | 79/4877 | Sept 14, 2009 | MCI |
| South Africa | CAPTAIN AMERICA | 30 | 79/4879 | Sept 14, 2009 | MCI |
| South Africa | CAPTAIN AMERICA | 41 | 82/2374 | Mar 29, 2012 | MCI |
| South Africa | CAPTAIN AMERICA | 9 | 82/2373 | Mar 29, 2012 | MCI |
| Spain | EL CAPITAN AMERICA | 16 | 576409 | Dec 12, 2008 | MCI |
| Spain | EL CAPITAN AMERICA | 28 | 936296 | Mar 17, 2010 | MCI |
| Sweden | CAPTAIN AMERICA | 9, 16, 28 | 315344 | Aug 2, 2006 | MCI |
| Switzerland | CAPTAIN AMERICA | 16, 28 | 442526 | Mar 13, 2005 (2005 renewal filed) | MCI |
| Thailand | CAPTAIN AMERICA | 28 | 68746 | Sept 26, 2006 | MCI |
| United Kingdom | CAPTAIN AMERICA | 16 | 926754 | Jun 18, 2013 | MCI |
| United Kingdom | CAPTAIN AMERICA | 30 | 1160496 | Sept 1, 2012 | MCI |
| United Kingdom | CAPTAIN AMERICA | 9 | 1173284 | Apr 14, 2013 | MCI |
| United Kingdom | CAPTAIN AMERICA DEVICE | 16 | 927110 | Jun 20, 2013 | MCI |
| United States | CAPTAIN AMERICA | 16 | 854655 | Aug 13, 2008 | MCI |
| United States | CAPTAIN AMERICA | 16, 28 | 1349244 | July 16, 2005 (2005 renewal filed) | MCI |
| United States | CAPTAIN AMERICA | 28 | 1752691 | Feb 16, 2013 | MCI |
| United States | CAPTAIN AMERICA DESIGN | 16 | 879980 | Nov 4, 2009 | MCI |

| CAPTAIN AMERICA | | | | | |
|------------------------|--------------------------------------|------------|--------------------------|--|-------|
| Country | Mark | Class | Registration # (Appln #) | Expiration Date | Owner |
| United States | CAPTAIN AMERICA DINER | 42 | 2289257 | Oct 26, 2009 (Sec 8 due Oct 26, 2005) | MCI |
| Uruguay | CAPTAIN AMERICA – EL CAPITAN AMERICA | 16, 25, 28 | 264751 | Oct 12, 2003 (2003 renewal filed) | MCI |
| Venezuela | CAPTAIN AMERICA | 28 | 103947-F | Sept 21, 2008 | MCI |

| DOCTOR STRANGE | | | | | |
|-----------------------|---|--------|---------------------------------------|-----------------|-------|
| Country | Mark | Class | Registration # (Appln #) | Expiration Date | Owner |
| Germany | DOKTOR STRANGE DER MAGIER | 16 | 985373 | June 19, 2008 | MCI |
| Italy | DOCTOR STRANGE | 16, 41 | 903,556 (unpublished renewal reg.) | June 3, 2010 | MCI |
| Japan | DOCTOR STRANGE with Katakana and Design | 9, 16 | 4201356 | Oct 16, 2008 | MCI |
| United States | DOCTOR STRANGE | 16 | 1099497 | Aug 15, 2008 | MCI |

| HAWKEYE | | | | | |
|----------------|---------|-------|--------------------------|-----------------|-------|
| Country | Mark | Class | Registration # (Appln #) | Expiration Date | Owner |
| United States | HAWKEYE | 16 | 1855764 | Sept 27, 2014 | MCI |

| POWER PACK | | | | | |
|-------------------|------------|-------|--------------------------|-----------------|-------|
| Country | Mark | Class | Registration # (Appln #) | Expiration Date | Owner |
| United States | POWER PACK | 16 | 1403958 | Aug 5, 2006 | MCI |

| SHANG-CHI | | | | | |
|------------------|------------------------------|-------|--------------------------|--|-------|
| Country | Mark | Class | Registration # (Appln #) | Expiration Date | Owner |
| United States | SHANG CHI: MASTER OF KUNG FU | 16 | 2762000 | Sept 9, 2013 (Sec 8 due Sept 9, 2009) | MCI |