

TRADEMARK ASSIGNMENT

Electronic Version v1.1

Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Rearden Studios, Inc.		08/26/2005	CORPORATION: CALIFORNIA
RECEIVING PARTY DATA			
Name:	OnLive, Inc.		
Street Address:	355 Bryant Street		
Internal Address:	Suite 110		
City:	San Francisco		
State/Country:	CALIFORNIA		
Postal Code:	94107		
Entity Type:	CORPORATION: CALIFORNIA		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Serial Number:	78240835	ONLIVE	
CORRESPONDENCE DATA			
Fax Number:	(415)393-2286		
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>			
Phone:	213-229-8462		
Email:	diane.lambillotte@bingham.com		
Correspondent Name:	Diane Lambillotte, Bingham McCutchen LLP		
Address Line 1:	Three Embarcadero Center		
Address Line 4:	San Francisco, CALIFORNIA 94111-4067		
NAME OF SUBMITTER:	Mary Dougherty		
Signature:	/Mary Dougherty/		
Date:	09/08/2005		
Total Attachments: 2			

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TRADEMARK ASSIGNMENT

WHEREAS, Rearden Studios, Inc., a California corporation, located at 355 Bryant Street, Suite 110, San Francisco, California 94107 ("Assignor"), has adopted, owns and has a *bona fide* intent to use the mark ONLIVE ("the Mark") in connection with various goods and/or services; and

WHEREAS, Assignor has applied to register the Mark on the Principal Register of the United States Patent and Trademark Office based on Assignor's *bona fide* intent to use the Mark in commerce and has applied to register the mark and/or has obtained registration of the mark in various other countries as listed on the attached Exhibit A, in connection with the goods and/or services identified therein (the "Applications and Registrations");

WHEREAS, OnLive, Inc., a California corporation, with its principal place of business at 355 Bryant Street, Suite 110, San Francisco, California 94107 ("Assignee"), desires to acquire the Mark, the Applications and Registrations, and the business of Assignor and accompanying goodwill in connection with the Mark and the Applications and Registrations, in the United States and any and all foreign countries;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged,

1. Assignor hereby sells, assigns and transfers to Assignee all of Assignor's right, title and interest in and to the Mark and the Applications and Registrations therefor, including all common law rights in the United States and rights in all other countries and jurisdictions of the world, together with that portion of Assignor's business in connection with which it has a *bona fide* intent to use the Mark, and the goodwill of Assignor's business symbolized by the Mark and the Applications and Registrations.

2. Assignor agrees to perform any further acts and execute and deliver any documents that may be reasonably necessary to carry out the provisions of this Assignment.

REARDEN STUDIOS, INC.

Dated: 8/26, 2005

By: _____

Stephen G. Perlman
President

EXHIBIT A

Mark	Country	Serial No./Reg. No.	Filing/Reg. Date
ONLIVE	Australia	979264	11/24/2003
ONLIVE	Canada	1194407	10/22/2003
ONLIVE	European Union Community Trade Mark	3426053	10/22/2003
ONLIVE	Japan	2003-93102	10/22/2003
ONLIVE	New Zealand	704863	11/24/2003
ONLIVE	United States	78/240835	04/22/2003

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