

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT
<b>NATURE OF CONVEYANCE:</b>	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
Tapout Holdings, Inc.	FORMERLY G G W Holdings, Inc.	08/07/2006	CORPORATION: CALIFORNIA

**RECEIVING PARTY DATA**

<b>Name:</b>	Tapout, Inc.
<b>Street Address:</b>	12759 Foothill Blvd.
<b>Internal Address:</b>	Suite C-356
<b>City:</b>	Rancho Cucamonga
<b>State/Country:</b>	CALIFORNIA
<b>Postal Code:</b>	91739
<b>Entity Type:</b>	CORPORATION: CALIFORNIA

**PROPERTY NUMBERS Total: 5**

Property Type	Number	Word Mark
Serial Number:	78745030	TAPOUT
Serial Number:	78744962	TAPOUT
Serial Number:	78729114	TAPOUT
Serial Number:	78879886	TAP OUT CREW
Serial Number:	78797197	TAPOUT

**CORRESPONDENCE DATA**

Fax Number: (202)682-3580  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
 Phone: 2026823671  
 Email: jrynkiewicz@kayescholer.com  
 Correspondent Name: John P. Rynkiewicz  
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 Address Line 4: Washington, DISTRICT OF COLUMBIA 20005

CH \$140.00 78745030

ATTORNEY DOCKET NUMBER:	60659-0002
NAME OF SUBMITTER:	John P. Rynkiewicz
Signature:	/john p rynkiewicz/
Date:	08/18/2006
Total Attachments: 2 source=TapoutHoldingsAssign#page1.tif source=TapoutHoldingsAssign#page2.tif	

ASSIGNMENT

WHEREAS, Tapout Holdings, Inc. (formerly G G W Holdings, Inc.), a California corporation, with an address at 1493 Caminito Solidago, La Jolla, California 92037 ("Assignor"), is the owner of the pending United States trademark and servicemark applications and the domain name registration identified in the attached Schedule; and

WHEREAS, Tapout, Inc., a California corporation, with an address at Suite C-356, 12759 Foothill Blvd., Rancho Cucamonga, California 91739 ("Assignee"), is acquiring from Assignor these trademarks, trademark and servicemark applications and domain name registration identified in the attached Schedule;

NOW, THEREFORE, in exchange for good and valuable consideration, the receipt of which is hereby acknowledged, as more fully set forth in that certain agreement between Assignor and Assignee dated July 17, 2006, Assignor hereby transfers and assigns to Assignee all of Assignor's rights, title and interest in and to the trademarks, trademark and servicemark applications, copyright applications and domain name registration identified in the attached Schedule as well as all other rights in the TAPOUT name and mark that may exist, together with the goodwill of the business.

The rights transferred by this assignment include the right to bring all legal actions related to the trademark, applications and domain name registration, including actions for any infringement, no matter whether the infringement occurred before or after the assignment, and the right to recover damages for such infringement.

IN WITNESS WHEREOF, the Assignor has executed this instrument on this 7 day of Aug, 2006.

TAPOUT HOLDINGS, INC.

By: 

Name: Larry Proctor  
Title: VP

Sworn and subscribed before me this \_\_\_\_\_ day of \_\_\_\_\_, 2006.

Notary Public

SCHEDULE

Trademark/Service Mark United States Applications

<u>Serial Number</u>	<u>Mark</u>
78745030	TAPOUT
78744962	TAPOUT
78729114	TAPOUT
78879886	TAP OUT CREW
78797197	TAPOUT

Trademark/Service Mark

<u>Mark/Name</u>
TAPOUT
TAPOUT CREW
TAPOUT.COM

Domain Name Registration

<u>Domain Name</u>	<u>DNS</u>	<u>Registrar</u>
tapout.com		Go Daddy Software, Inc.

Copyright Applications/Registrations

<u>Title of Work</u>	<u>Serial Number</u>	<u>Registration Number</u>
Tapout Logo		
Tapout Grapple Logo		