

## 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
Edison Thomaz Jr.		01/02/2007	INDIVIDUAL: BRAZIL
RECEIVING PARTY DATA			
Name:	OnLive, Inc.		
Street Address:	355 Bryant Street, 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:	78724364	ONLIFE	
CORRESPONDENCE DATA			
Fax Number:	(415)393-2286		
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>			
Phone:	(415) 393-2000		
Email:	sivan.gai@bingham.com		
Correspondent Name:	Sivan Gai		
Address Line 1:	Three Embarcadero Center		
Address Line 4:	San Francisco, CALIFORNIA 94111		
NAME OF SUBMITTER:	Sivan Gai		
Signature:	/Sivan Gai/		
Date:	04/13/2007		
Total Attachments: 4 source=ONLIFE-assign#page1.tif			

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## ASSIGNMENT OF TRADEMARK

WHEREAS, Edison Thomaz, Jr., an individual, citizen of Brazil, having a place of business at 38 Day Street #3, Somerville, Massachusetts 02144 (the "Assignor"), has adopted and used and is using the trademark identified on Exhibit 1 hereto (the "Mark"), and is the owner of the pending registration application for such Mark in the United States Patent and Trademark Office as identified; and

WHEREAS, OnLive, Inc., a corporation organized and existing under the laws of the State of California, having a place of business at 355 Bryant Street, Suite 110, San Francisco, California 94107 (the "Assignee"), is desirous of acquiring said Mark and the registration application therefor;

WHEREAS, Assignor confirms that Assignor has made no assignment of, and other than the rights claimed by Assignee, Assignor has exclusive rights, title, and interest in the the registration application for said Mark, and the goodwill of the business symbolized by and associated with said Mark;

WHEREAS, Assignor confirms that other than the rights claimed by Assignee, Assignor is aware of no other claimants to any rights, title, and interest in the said Mark, the registration application for said Mark, and the goodwill of the business symbolized by and associated with said Mark; and

WHEREAS, Assignor represents that Assignor will not make any further assignments of the rights, title, or interest in the said Mark, the registration application for said Mark, or the goodwill of the business symbolized by and associated with said Mark;

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

1. Subject to the terms of the Settlement and Mutual Release Agreement between Assignee and Assignor, dated January 12, 2006, Assignor does hereby assign, sell and transfer unto Assignee all worldwide right, title and interest in and to the said Mark, together with (a) the registration application for said Mark, (b) the goodwill of the business symbolized by and associated with said Mark and the registration thereof, and (c) the right to sue and recover for, and the right to profits or damages due or accrued arising out of or in connection with, any and all past, present or future infringements or dilution of or damage or injury to said Mark or the registrations thereof or such associated goodwill.

2. Assignor agrees to perform any further acts and execute and deliver any documents, each, at Assignee's expense, that may be reasonably necessary to carry out the provisions of this assignment.

IN WITNESS WHEREOF, the Assignor has executed this assignment, as an instrument under seal, on this 2 day of January, 2007.

Edison Thomaz, Jr.

By: [Signature]  
Name: EDISON THOMAZ JR.  
Title: ASSIGNOR

STATE OF Massachusetts )  
 ) ss.  
COUNTY of Middlesex )

On this the 2nd day of January, 2007, before me appeared Edison Thomaz, the person who signed this instrument, who acknowledged that (s)he is the assignor of Trademark and that (s)he signed such instrument as a free act on behalf of himself.

[Signature]  
Notary Public

[Seal]

My commission expires: May 17, 2013

The foregoing assignment of said Mark and the registrations thereof and registration applications therefor by the Assignor to the Assignee is hereby accepted as of the 5<sup>th</sup> day of January, 2007.

OnLive, Inc.

By: 

Name: Stephen G. Perlman

Title: President + CEO

Exhibit 1Pending Applications --  
United States Patent and Trademark Office

Trademark	Serial No.	Filing Date
ONLIFE	78/724,364	September 30, 2005