

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
Hydra Media Group, Inc.		03/24/2006	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	HydraMedia, LLC		
Street Address:	8800 Wilshire Blvd., 2nd Floor		
City:	Beverly Hills		
State/Country:	CALIFORNIA		
Postal Code:	90211		
Entity Type:	LIMITED LIABILITY COMPANY:		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Serial Number:	78688605	HYDRAMEDIA	
CORRESPONDENCE DATA			
Fax Number:	(310)659-5855		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	3106595755		
Email:	jared@hydramedia.com		
Correspondent Name:	HydraMedia, LLC		
Address Line 1:	8800 Wilshire Blvd., 2nd Floor		
Address Line 2:	Attn: Legal		
Address Line 4:	Beverly Hills, CALIFORNIA 90211		
NAME OF SUBMITTER:	Jared Gordon		
Signature:	/Jared Gordon/		
Date:	08/10/2007		

OP \$40.00 78688605

Total Attachments: 6

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**ASSET CONTRIBUTION AND PREFERRED
UNIT PURCHASE AGREEMENT**

BY AND AMONG

HYDRA MEDIA GROUP, INC.,

HYDRA MEDIA, LLC,

CERTAIN SHAREHOLDERS OF HYDRA MEDIA GROUP, INC.,

AND

KAYNE ANDERSON PRIVATE INVESTORS, L.P.

MARCH 24, 2006

360 Hamilton Avenue
White Plains, NY 10601

XO Communications
11111 Sunset Hills Road
Reston, VA 20190-5339

HOSTING SERVICES

Equinix, Inc
301 Velocity Way 5th Floor
Foster City, CA 94404-4803

UltraDNS Corporation
1000 Marina Blvd. Suite 600
Brisbane, CA 94005

10. All employment relationships with staff of the Company as described in Schedule 4.10(1) below.

- 11.2. Software Invented, Developed, Purchased or Licensed including, but not limited to those described in contracts with JDAZ LLC listed herein under Schedule 4.8 and 4.12.
- 11.3. Software Designs yet to be produced
- 11.4. Domain names as provided on list delivered
12. All assets contained within insurance policies, employee benefit plans, etc.

Schedule 2.3(a)

1. Current and long term operating liabilities of the company, included on the attached Balance Sheet.
2. Accounts payable:
 - a. Payable to Network Affiliates
 - b. Payable to Data File Owners
 - c. Payable to Advertisers
 - d. Payable to vendors of other products, services and operating costs
3. Lease obligations:
 - a. Property Lease – 8800 Wilshire Blvd
 - b. Data Center and web hosting contracts as detailed in Schedule 2.2(9).

1. Extensions to file tax returns for YE 2006 have been filed by Stonefield Josephson, with estimated taxes due thereupon. Estimated taxes due should not exceed \$35,000.
2. City of Beverly Hills Finance Administration has been sent a letter requesting reclassification of business. Taxes remain unpaid until finalized.

Schedule 4.18:

1. No issues.

Schedule 4.19:

1. Related party transactions are covered within Schedule 4.12 above. Principals of the company own JDAZ LLC.
2. Company principals own half of the customer company SLJ Hydra.
3. The shareholders of the Company own JDAZ LLC, the software company from which it purchased software of for the year ended 2005.


5. Software:
 - a. LynxTrack affiliate network system as covered in purchase agreements with JDAZ LLC
 - b. MailSoft data management and email delivery system as covered in purchase agreements with JDAZ LLC
6. Domain names as provided on list delivered

[Signature Page to Asset Contribution and Preferred Unit Purchase Agreement]

IN WITNESS WHEREOF, the parties have executed this Agreement as of the date first above written.

"PURCHASER"

KAYNE ANDERSON PRIVATE INVESTORS, L.P.,
a Delaware limited partnership

By: 
Name: Krishna Ramaswami
Title: Sensor Manoj Dey

Address: 1800 Avenue of the Stars,
Second Floor
Los Angeles, California, 90067
Attention: Krishnan Ramaswami
Telephone: (800) 231-7414
Facsimile: (310) 712-2996

"SELLER"

HYDRA MEDIA GROUP, INC.,
a California corporation

By: _____
Name:
Title:

Address: 8800 Wilshire Blvd., 2nd Floor
Beverly Hills, California 90211
Attention: _____
Telephone: (310) 659-5755
Facsimile: (310) 388-5284

"COMPANY"

HYDRA MEDIA, LLC,
a Delaware limited liability company

By: _____
Name:
Title:

Address: 8800 Wilshire Blvd., 2nd Floor
Beverly Hills, California 90211
Attention: _____
Telephone: (310) 659-5755
Facsimile: (310) 388-5284

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Attention: Krishnan Ramaswami
Telephone: (800) 231-7414
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"SELLER"

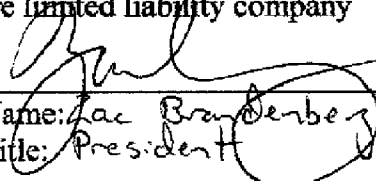
HYDRA MEDIA GROUP, INC.,
a California corporation

By:  _____
Name: *Adam Walker*
Title: *CFO*

Address: 8800 Wilshire Blvd., 2nd Floor
Beverly Hills, California 90211
Attention: _____
Telephone: (310) 659-5755
Facsimile: (310) 388-5284

"COMPANY"

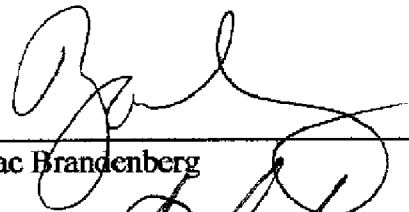
HYDRA MEDIA, LLC,
a Delaware limited liability company

By:  _____
Name: *Zac Branderberg*
Title: *President*

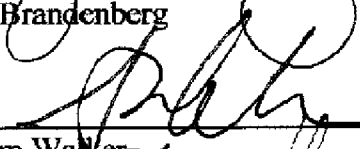
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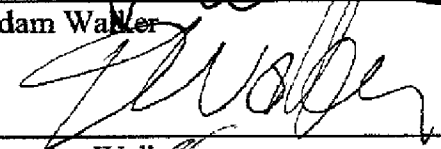
"SHAREHOLDERS"



Zac Brandenburg



Adam Walker



Douglas Walker



Jason Walker