

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
Mr. Shawne Merriman		10/22/2007	INDIVIDUAL: UNITED STATES
RECEIVING PARTY DATA			
Name:	LIGHTS OUT HOLDINGS, LLC		
Street Address:	10617 Birch Bluff Avenue		
City:	San Diego		
State/Country:	CALIFORNIA		
Postal Code:	92131		
Entity Type:	LIMITED LIABILITY COMPANY: CALIFORNIA		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Serial Number:	78725829	LIGHTS OUT	
Registration Number:	2885212	LIGHTS OUT	
CORRESPONDENCE DATA			
Fax Number:	(310)282-2500		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	310 282 9400		
Email:	ktyler@silverfreedman.com		
Correspondent Name:	Kathryn A. Tyler		
Address Line 1:	2029 Century Park East		
Address Line 2:	19th Floor		
Address Line 4:	Los Angeles, CALIFORNIA 90067		
ATTORNEY DOCKET NUMBER:	8724-001 MERRIMAN		
NAME OF SUBMITTER:	Kathryn A. Tyler		
Signature:	/Kathryn A. Tyler/		

CH \$65.00 78725829

Date:

01/29/2008

Total Attachments: 3

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TRADEMARK ASSIGNMENT

This Trademark Assignment (this "Agreement") is made as of the 22nd day of October, 2007 (the "Effective Date"), by and between SHAWNE MERRIMAN, an individual ("Assignor") and LIGHTS OUT HOLDINGS, LLC, a California limited liability company, with a principal place of business at 10617 Birch Bluff Ave., San Diego, CA 92131 ("Assignee").

RECITALS

- A. Assignor is the owner of all right, title and interest in and to the trademark "Lights Out," including registration of the mark in word form (U.S. trademark registration no. 2,885,212) and pending U.S. application for registration of the mark (serial no. 78/725,829) in such stylized logo form as is pictured in Exhibit A (collectively, the "Trademarks");
- B. Assignor wishes to assign Assignor's rights in and to the Trademarks to Assignee, on the terms and conditions set forth below;
- C. For good and valuable consideration, the receipt of which is hereby acknowledged, the parties agree as follows:

AGREEMENT

1. Assignor does hereby assign to Assignee and Assignee's successors, legal representatives and assigns, the entire right, title and interest throughout the world in, to and under (i) the Trademarks, including any and all registrations and applications for registration of any of the foregoing, and any renewals, and all statutory, common law and registered copyrights or design rights embodied in any such Trademarks, (ii) the right to sue for past infringement of the Trademarks, (iii) and all goodwill and business goodwill pertaining to or with respect to the items described in (i) and (ii) above.
2. Assignor hereby authorizes and requests the Commissioner of Patents and Trademarks of the United States, and any official of any country or countries foreign to the United States, whose duty it is to issue trademarks or other evidence or forms of industrial property protection on applications as aforesaid, to issue the same to the said Assignee, its successors, legal representatives and assigns, in accordance with the terms of this instrument.
3. Assignor hereby covenants and agrees that he will communicate to said Assignee, its successors, legal representatives and assigns, any facts known to him respecting said Trademarks, and testify in any legal proceeding, sign all lawful papers, execute all divisional, continuing, reissue and foreign applications, make all rightful oaths, and generally do everything possible to aid said Assignee, its successors, legal representatives and assigns, to obtain and enforce proper protection for said Trademarks in all countries.

[Signatures appear on following page]

IN WITNESS WHEREOF, Assignor and Assignee have each executed this Assignment as of the Effective Date.

Assignor:


SHAWNE MERRIMAN, an individual

Assignee:

LIGHTS OUT HOLDINGS, LLC

By: 
SHAWNE MERRIMAN, Manager

EXHIBIT A TO TRADEMARK ASSIGNMENT

Stylized logo:

Lights Out

