

**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		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Experience Learning Community		06/13/2008	Non-Profit Corporation: WASHINGTON
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	HHH Holdings, LLC		
<b>Street Address:</b>	6276 S. Rainbow Boulevard		
<b>Internal Address:</b>	Suite 120		
<b>City:</b>	Las Vegas		
<b>State/Country:</b>	NEVADA		
<b>Postal Code:</b>	89118		
<b>Entity Type:</b>	LIMITED LIABILITY COMPANY: DELAWARE		
<b>PROPERTY NUMBERS Total: 1</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
Registration Number:	2530771	LIQUID LOUNGE	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	(206)749-2006		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
<b>Phone:</b>	206-447-8925		
<b>Email:</b>	stepn@foster.com		
<b>Correspondent Name:</b>	Nancy V. Stephens		
<b>Address Line 1:</b>	1111 3rd Avenue		
<b>Address Line 2:</b>	Suite 3400		
<b>Address Line 4:</b>	Bellevue, WASHINGTON 98101		
<b>ATTORNEY DOCKET NUMBER:</b>	92736-2		
<b>NAME OF SUBMITTER:</b>	Nancy V. Stephens		
<b>Signature:</b>	/Nancy V. Stephens/		

CH \$40.00 2530771

Date:

06/24/2008

Total Attachments: 1

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**TRADEMARK ASSIGNMENT**

THIS TRADEMARK ASSIGNMENT is made the 13<sup>th</sup> day of June, 2008, Experience Learning Community, a Washington Non-Profit corporation ("Assignor"), whose principal business address is 330 Sixth Avenue North Suite 200, Seattle, WA 98109.

WHEREAS, Assignor holds US Registration No. 2530771 for LIQUID LOUNGE in stylized form covering "entertainment services, namely, conducting exhibition services in the nature of festivals and the presentation of live and recorded music exhibitions and concerts" in class 41, US Registration No. 2530772 for LIQUID LOUNGE in stylized form covering "restaurant, bar, nightclub and prepared take-out food services" and certain common law trademark rights based on use of LIQUID LOUNGE to cover restaurant services, entertainment services and glassware, all referred to hereafter as "the Marks";

WHEREAS, HHH Holdings, LLC, a Delaware Limited Liability Company whose principal place of business is 6276 S. Rainbow Boulevard, Suite 120, Las Vegas, NV 89118 ("Assignee"), desires to acquire all right, title, and interest in and to the Marks;

WHEREAS, the parties agree that Assignor may continue to use the Mark in connection with Assignor's existing inventory of glassware sold exclusively in its on-site gift store;

NOW, THEREFORE, in consideration of good and valuable consideration, receipt and sufficiency of which is hereby acknowledged, Assignor hereby assigns to Assignee all rights, title, and interest it may own in and to the Marks, including US Registration Nos. 2530771 and 2530772 together with the goodwill of the business symbolized by the mark and with the right to recover and have damages and profits for past infringement, if any.

Assignor may continue to use the Mark in connection with Assignor's existing inventory of glassware sold exclusively in its on-site gift store. Assignor makes no representations or warranties regarding the Marks.

IN WITNESS WHEREOF, the undersigned has executed this Assignment as of the date and year first written above.

ASSIGNOR:

Experience Learning Community



Name: Traci Cannon

Title: CEO

6/13/08