

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
Virtual Heroes, Inc.		04/10/2009	CORPORATION: NORTH CAROLINA
RECEIVING PARTY DATA			
Name:	Applied Research Associates, Inc.		
Street Address:	4300 San Mateo Boulevard N.E. #A-220		
City:	Albuquerque		
State/Country:	NEW MEXICO		
Postal Code:	87110		
Entity Type:	CORPORATION: NEW MEXICO		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Serial Number:	78610015	VIRTUAL HEROES	
CORRESPONDENCE DATA			
Fax Number:	(303)390-0177		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	303-390-0185		
Email:	nlstone@jacksonkelly.com		
Correspondent Name:	Nathan L. Stone, Esq.		
Address Line 1:	1099 18th Street, Suite 2150		
Address Line 4:	Denver, COLORADO 80202		
ATTORNEY DOCKET NUMBER:	13369.345		
NAME OF SUBMITTER:	Nathan L. Stone		
Signature:	/nathan l stone/		
Date:	04/16/2009		

OP \$40.00 78610015

Total Attachments: 3

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ASSIGNMENT OF TRADEMARKS

FOR VALUE RECEIVED, THE RECEIPT AND SUFFICIENCY OF WHICH IS HEREBY ACKNOWLEDGED,

Virtual Heroes, Inc.
4601 Creekstone Drive, Suite 160
Durham, North Carolina 27703

As Assignor, hereby sells, transfers, conveys and assigns unto:

Applied Research Associates, Inc.
4300 San Mateo Boulevard N.E. #A-220
Albuquerque, New Mexico 87110

As Assignee, and its successors, assigns, and legal representatives, the entire right, title and interest in and to those Registered Trademarks and Pending Trademark Applications identified on Exhibit A attached hereto, and any and all divisions, continuations, continuations in part, re-issues, re-examinations and extensions of the same and any counterparts and any applications claiming priority from the same (the "Assigned Trademarks"), and the rights to sue and recover damages and other remedies for past, present or future infringements of the same.

Assignor agrees that, when requested, Assignor will, without charge to Assignee but at its expense, sign all papers, take all rightful oaths, and do all acts which may be necessary, desirable or convenient to give full effect to and perfect the rights of Assignee in the Assigned Trademarks and/or the benefit of this Assignment.

Assignor agrees that Assignee may take any action to effect the transfer of the rights contemplated herein. Assignee shall be responsible for all reasonable expenses and costs associated therewith. Assignor hereby authorizes and requests that the United States Patent and Trademark Office issue to, and record in the name of, Assignee all right, title, and interest in and to the Assigned Trademarks.

Assignor covenants with Assignee, its successors, assigns, and legal representatives, that the rights and property herein conveyed are free and clear of any encumbrance, and that Assignor has full right to convey the same as herein expressed.

EXHIBIT A

REGISTERED Trademarks

<i>Application/Serial No.</i>	<i>Registration No.</i>	<i>Mark</i>	<i>Registration Date</i>
78/827345	3,193,701	PLAY. LEARN. BECOME	January 02, 2007
78/866289	3,227,476	VH (and Design)	April 10, 2007
78/610,045	3,349,522	VIRTUAL HEROES	December 4, 2007
78/610,067	3,538,637	VIRTUAL ASTRONAUT	November 25, 2008
78/610,079	3,538,638	VIRTUAL ASTRONAUT	November 25, 2008

PENDING Trademark Applications

<i>Application/Serial No.</i>	<i>Mark</i>
78/609,990	VIRTUAL HEROES
78/610,015	VIRTUAL HEROES
77/090,838	SIMWARS
77/090,853	SIMWARS (and Design)
78/610,095	VIRTUAL ASTRONAUT
78/859,134	VH (and Design)
78/827,351	PLAY. LEARN. BECOME
78/965,813	HUMANSIM

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