

TRADEMARK ASSIGNMENT

Electronic Version v1.1
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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 NE #A-220
City:	Albuquerque
State/Country:	NEW MEXICO
Postal Code:	87110
Entity Type:	CORPORATION: NEW MEXICO

PROPERTY NUMBERS Total: 13

Property Type	Number	Word Mark
Serial Number:	78609990	VIRTUAL HEROES
Serial Number:	78310015	UNIVERSAL
Serial Number:	77090838	SIMWARS
Serial Number:	77090853	SIMWARS
Serial Number:	78610095	VIRTUAL ASTRONAUT
Serial Number:	78859134	VH
Serial Number:	78827351	PLAY. LEARN. BECOME.
Serial Number:	78965813	HUMANSIM
Registration Number:	3193701	PLAY. LEARN. BECOME.
Registration Number:	3227476	VH
Registration Number:	3349522	VIRTUAL HEROES
Registration Number:	3538637	VIRTUAL ASTRONAUT
Registration Number:	3538638	VIRTUAL ASTRONAUT

OP \$340.00 78609990

CORRESPONDENCE DATA

Fax Number: (303)390-0177
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 303-390-0185
Email: nstone@jacksonkelly.com
Correspondent Name: Nathan L. Stone, Esq.
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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

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
78/310,015	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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