

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
Grey/Murray Partnership		08/31/2009	PARTNERSHIP: HONG KONG
RECEIVING PARTY DATA			
Name:	Rhythm Holding Limited		
Street Address:	7th Floor, Fung House, 19-20 Connaught Road Central		
City:	Hong Kong		
State/Country:	HONG KONG		
Entity Type:	International Company: SAMOA		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Registration Number:	2094048	RHYTHM	
Registration Number:	3610417	RHYTHM	
CORRESPONDENCE DATA			
Fax Number:	(713)513-5134		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	713-203-2146		
Email:	jrobinson@robinsonlawpllc.com		
Correspondent Name:	James R. Robinson		
Address Line 1:	925 Allston Street		
Address Line 4:	Houston, TEXAS 77008		
DOMESTIC REPRESENTATIVE			
Name:	James R. Robnson		
Address Line 1:	925 Allston Street		
Address Line 4:	Houston, TEXAS 77008		
NAME OF SUBMITTER:	James R. Robinson		

OP \$65.00 2094048

900143247

**TRADEMARK
 REEL: 004062 FRAME: 0110**

Signature:	/James R. Robinson/
Date:	09/16/2009
Total Attachments: 5 source=GreyMurray to Rhythm Assignment#page1.tif source=GreyMurray to Rhythm Assignment#page2.tif source=GreyMurray to Rhythm Assignment#page3.tif source=GreyMurray to Rhythm Assignment#page4.tif source=GreyMurray to Rhythm Assignment#page5.tif	

Assignment of Registered Trade Marks (United States of America)

Grey/Murray Partnership

Assignor

Rhythm Holding Limited

Rhythm

Clayton Utz Lawyers
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Our reference 12261/14003/80036673

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TRADEMARK
REEL: 004062 FRAME: 0112

Assignment Deed made at *Brisbane*

on *31 August*

2009

Parties

Grey/Murray Partnership consisting of Robert Charles Murray and Peter Scott Grey of c/- Room B, 3/F, Lee Kee Commercial Building, 221-227 Queen's Road C, Sheung Wan, Hong Kong Island, Hong Kong (Assignor)

Rhythm Holding Limited of 7th Floor, Fung House, 19-20 Connaught Road Central, Hong Kong (Rhythm)

Recitals

- A. The Assignor is the registered owner in the United States of America of the registered trade marks set out in Schedule 1 (**Trade Marks**).
- B. The Assignor and Assignee are parties to an Asset Sale Agreement dated 25 August 2009 (**Asset Sale Agreement**).
- C. The Assignor is obliged under the Asset Sale Agreement to assign the Trade Marks to Rhythm and agrees to assign the Trade Marks on the terms set out in this Deed.

Operative provisions

- 1. The Assignor assigns to Rhythm, all of the property, right, title and interest of the Assignor in:
 - (a) the Trade Mark;
 - (b) with that part of the goodwill of the Business of the Assignor concerned in the goods and services in respect of which the Trade Mark is registered or has been used; and
 - (c) any copyright owned by the Assignor in the Trade Mark.
- 2. Rhythm must duly apply to the Registrar of Trade Mark in the United States of America to record this assignment in the Register of Trade Marks.

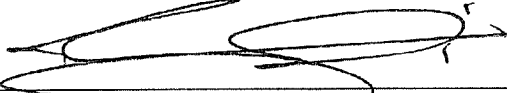
Executed as a Deed.

Schedule 1 - Trade Marks

United States of America

Number	Mark	Class	Goods and Services	Status
2094048	RHYTHM	25	Athletic wear and sportswear, namely, pants, shirts, T-shirts, sweatshirts, jackets, hats, and shorts, excluding underwear, suits, pyjamas, slippers, undershirts, and apparel specifically directed to women.	Registered
3610417	RHYTHM	18	Backpacks, day packs.	Registered
		25	Clothing, namely shirts, t-shirts, shorts; headgear, namely, hats, caps.	

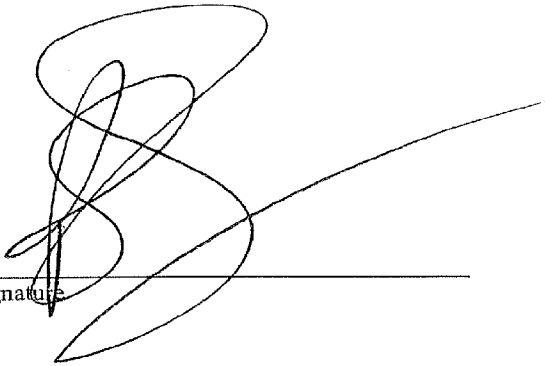
Signed by Peter Scott Grey in the presence of:



Signature of Witness

JAMAHIL S. GREY

Name of Witness in full



Signature

Signed by Robert Charles Murray in the presence of:

Signature of Witness

Name of Witness in full

Signature

Executed by Rhythm Holding Limited in by or in the presence of:

Signature of Secretary/other Director

Name of Secretary/other Director in full

Signature of Director or Sole Director and Secretary

Name of Director or Sole Director and Secretary in full

Signed by ~~Peter Scott Grey~~ in the presence of:

~~Signature~~

~~Signature of Witness~~

~~Name of Witness in full~~

Signed by **Robert Charles Murray** in the presence of:


Signature of Witness

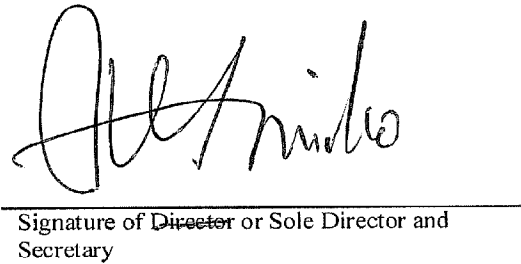

Signature

MARK BUNT
Name of Witness in full

Executed by **Rhythm Holding Limited** in by or in the presence of:

Signature of Secretary/other Director

Name of Secretary/other Director in full


Signature of ~~Director~~ or Sole Director and Secretary

HONG HO, WONG
Name of ~~Director~~ or Sole Director and Secretary in full