

**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

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
Mirage Studios Inc.		10/20/2009	CORPORATION: DELAWARE

**RECEIVING PARTY DATA**

<b>Name:</b>	Viacom International Inc.
<b>Street Address:</b>	1515 Broadway
<b>Internal Address:</b>	34th Floor
<b>City:</b>	New York
<b>State/Country:</b>	NEW YORK
<b>Postal Code:</b>	10036
<b>Entity Type:</b>	CORPORATION: DELAWARE

**PROPERTY NUMBERS Total: 52**

Property Type	Number	Word Mark
Registration Number:	2921165	TEENAGE MUTANT NINJA TURTLES
Registration Number:	2989983	TEENAGE MUTANT NINJA TURTLES
Registration Number:	2832801	TEENAGE MUTANT NINJA TURTLES
Registration Number:	3112464	TEENAGE MUTANT NINJA TURTLES
Registration Number:	3112463	TEENAGE MUTANT NINJA TURTLES 2 BATTLENEXUS
Registration Number:	1581192	TEENAGE MUTANT NINJA TURTLES
Registration Number:	2971494	TEENAGE MUTANT NINJA TURTLES
Registration Number:	3279830	TMNT
Registration Number:	3112465	TMNT
Registration Number:	2823937	TEENAGE MUTANT NINJA TURTLES
Registration Number:	1570838	TEENAGE MUTANT NINJA TURTLES
Registration Number:	3237389	TEENAGE MUTANT NINJA TURTLES
Registration Number:	2826075	TEENAGE MUTANT NINJA TURTLES

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Registration Number:	1535255	TEENAGE MUTANT NINJA TURTLES
Registration Number:	1465387	TEENAGE MUTANT NINJA TURTLES
Registration Number:	2635150	TMNT
Registration Number:	2818181	TEENAGE MUTANT NINJA TURTLES
Registration Number:	3532640	TMNT
Registration Number:	2882475	TEENAGE MUTANT NINJA TURTLES
Registration Number:	1587860	TEENAGE MUTANT NINJA TURTLES
Registration Number:	3532641	TMNT
Registration Number:	2887154	TEENAGE MUTANT NINJA TURTLES
Registration Number:	2944401	TEENAGE MUTANT NINJA TURTLES
Registration Number:	1571013	TEENAGE MUTANT NINJA TURTLES
Registration Number:	2875371	TEENAGE MUTANT NINJA TURTLES
Registration Number:	3360904	TMNT
Registration Number:	3370778	TMNT
Registration Number:	1535416	TEENAGE MUTANT NINJA TURTLES
Registration Number:	2843654	TEENAGE MUTANT NINJA TURTLES
Registration Number:	2811704	TURTLE POWER
Registration Number:	2860969	TEENAGE MUTANT NINJA TURTLES
Registration Number:	1469195	TEENAGE MUTANT NINJA TURTLES
Registration Number:	1533399	TEENAGE MUTANT NINJA TURTLES
Registration Number:	1542711	APRIL O'NEIL
Registration Number:	1519951	DONATELLO
Registration Number:	1523660	LEONARDO
Registration Number:	1521087	MICHAELANGELO
Registration Number:	2743053	MICHELANGELO
Registration Number:	1523659	RAPHAEL
Registration Number:	1519950	SHREDDER
Registration Number:	1522761	SPLINTER
Registration Number:	3370779	TMNT
Registration Number:	3360905	TMNT
Registration Number:	1581801	TEENAGE MUTANT NINJA TURTLES
Registration Number:	2875370	TEENAGE MUTANT NINJA TURTLES
Registration Number:	1534724	TEENAGE MUTANT NINJA TURTLES
Registration Number:	3360906	TMNT
Registration Number:	3112469	TMNT MUTANT MELEE

**TRADEMARK**

**REEL: 004104 FRAME: 0768**

Registration Number:	3151885	TEENAGE MUTANT NINJA TURTLES MUTANTS & MONSTERS
Registration Number:	3152003	TEENAGE MUTANT NINJA TURTLES MUTANTS & MONSTERS
Registration Number:	3152004	TEENAGE MUTANT NINJA TURTLES MUTANTS & MONSTERS
Registration Number:	3152005	TEENAGE MUTANT NINJA TURTLES MUTANTS & MONSTERS

**CORRESPONDENCE DATA**

Fax Number: (212)846-1774  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
 Email: trademarks@mtvn.com  
 Correspondent Name: Viacom International Inc.  
 Address Line 1: 1515 Broadway  
 Address Line 2: 34th Floor  
 Address Line 4: New York, NEW YORK 10036

ATTORNEY DOCKET NUMBER:	MH
NAME OF SUBMITTER:	Matthew Howard
Signature:	/MH/
Date:	11/30/2009

Total Attachments: 6  
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**TRADEMARK ASSIGNMENT**

This TRADEMARK ASSIGNMENT (this "Assignment") is entered into by Mirage Studios, Inc., a Delaware corporation, having a place of business located at 16 Market Street, Northampton, Massachusetts 01060 ("Assignor"), as assignor, in favor of Viacom International Inc., a Delaware corporation, having a place of business located at 1515 Broadway, New York, New York 10036 ("Assignee"), as assignee, with reference to the following facts and circumstances:

WHEREAS, Assignor is the proprietor of the Trademark registrations and applications in the United States (the "Trademarks") as shown on the attached Exhibit A.

WHEREAS, Assignee desires to acquire all right, title and interest in and to these Trademarks and related rights, including Assignor's portion of the business to which these marks pertain and the goodwill of the Assignor with respect to these marks.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor does hereby irrevocably assign and transfer unto Assignee all right, title and interest of Assignor in and to the Trademarks, including without limitation, the Trademark applications and registrations identified above, together with the goodwill of the business symbolized by the marks, as well as its entire right, title and interest in and to any and all common law rights to the Trademarks, and any and all claims and demands it may have either at law or in equity arising out of any past infringements.

Assignor does hereby expressly agree that procedures be taken with the United States Patent and Trademark Office singly by Assignee to record the transfer of the Trademarks to Assignee.

In testimony whereof, Assignor has caused this Assignment to be executed by its officer thereunto duly authorized.

Mirage Studios, Inc.

Dated: October 20, 2009

By: 

Name: Gary A. Richardson  
Title: CEO

Exhibit A

Trademark Assignment

Trademark	Issue Date	Registration No.
TEENAGE MUTANT NINJA TURTLES	Jan-25-2005	2921165
TEENAGE MUTANT NINJA TURTLES	Aug-30-2005	2989983
TEENAGE MUTANT NINJA TURTLES	Apr-13-2004	2832801
TEENAGE MUTANT NINJA TURTLES	Jul-4-2006	3112464
TEENAGE MUTANT NINJA TURTLES 2 BATTLNEXUS Device - Colour	Jul-4-2006	3112463
TEENAGE MUTANT NINJA TURTLES Design - B/W	Feb-6-1990	1581192
TEENAGE MUTANT NINJA TURTLES	Jul-19-2005	2971494
TMNT	Aug-14-2007	3279830
TMNT	Jul-4-2006	3112465
TEENAGE MUTANT NINJA TURTLES	Mar-16-2004	2823937

Trademark	Issue Date	Registration No.
TEENAGE MUTANT NINJA TURTLES Design - B/W	Dec-12-1989	1570838
TEENAGE MUTANT NINJA TURTLES	May-1-2007	3237389
TEENAGE MUTANT NINJA TURTLES	Mar-23-2004	2826075
TEENAGE MUTANT NINJA TURTLES Design - B/W	Apr-18-1989	1535255
TEENAGE MUTANT NINJA TURTLES	Nov-17-1987	1465387
TMNT	Oct-15-2002	2635150
TEENAGE MUTANT NINJA TURTLES	Feb-24-2004	2818181
TMNT	Nov-11-2008	3532640
TEENAGE MUTANT NINJA TURTLES	Sep-7-2004	2882475
TEENAGE MUTANT NINJA TURTLES Design - B/W	Mar-20-1990	1587860
TMNT	Nov-11-2008	3532641
TEENAGE MUTANT NINJA TURTLES	Sep-21-2004	2887154

Trademark	Issue Date	Registration No.
TEENAGE MUTANT NINJA TURTLES	Apr-26-2005	2944401
TEENAGE MUTANT NINJA TURTLES Design - B/W	Dec-12-1989	1571013
TEENAGE MUTANT NINJA TURTLES	Aug-17-2004	2875371
TMNT	Dec-25-2007	3360904
TMNT	Jan-15-2008	3370778
TEENAGE MUTANT NINJA TURTLES Design - B/W	Apr-18-1989	1535416
TEENAGE MUTANT NINJA TURTLES	May-18-2004	2843654
TURTLE POWER	Feb-3-2004	2811704
TEENAGE MUTANT NINJA TURTLES	Jul-6-2004	2860969
TEENAGE MUTANT NINJA TURTLES	Dec-15-1987	1469195
TEENAGE MUTANT NINJA TURTLES Design - B/W	Apr-4-1989	1533399
APRIL O'NEIL	Jun-6-1989	1542711
DONATELLO	Jan-10-1989	1519951
LEONARDO	Feb-7-1989	1523660

Trademark	Issue Date	Registration No.
MICHAELANGELO	Jan-17-1989	1521087
MICHELANGELO	Jul-29-2003	2743053
RAPHAEL	Feb-7-1989	1523659
SHREDDER	Jan-10-1989	1519950
SPLINTER	Jan-31-1989	1522761
TMNT	Jan-15-2008	3370779
TMNT	Dec-25-2007	3360905
TEENAGE MUTANT NINJA TURTLES Design - B/W	Feb-6-1990	1581801
TEENAGE MUTANT NINJA TURTLES	Aug-17-2004	2875370
TEENAGE MUTANT NINJA TURTLES Design - B/W	Apr-11-1989	1534724
TMNT	Dec-25-2007	3360906
TMNT MUTANT MELEE Device - Colour	Jul-4-2006	3112469
TEENAGE MUTANT NINJA TURTLES MUTANTS & MONSTERS Device - Colour	Oct-3-2006	3151885



Trademark	Issue Date	Registration No.
TEENAGE MUTANT NINJA TURTLES MUTANTS & MONSTERS Device - Colour	Oct-3-2006	3152003
TEENAGE MUTANT NINJA TURTLES MUTANTS & MONSTERS Device - Colour	Oct-3-2006	3152004
TEENAGE MUTANT NINJA TURTLES MUTANTS & MONSTERS Device - Colour	Oct-3-2006	3152005