

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER		
EFFECTIVE DATE:	09/13/2008		
CONVEYING PARTY DATA			
	Name	Formerly	Execution Date
	Medieval Times Franchising, Inc.		09/30/2008
			Entity Type
			CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	Medieval Times U.S.A., Inc.		
Street Address:	7662 Beach Boulevard		
City:	Buena Park		
State/Country:	CALIFORNIA		
Postal Code:	90620		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 1			
	Property Type	Number	Word Mark
	Registration Number:	2293860	BATTLE OF CHAMPIONS
CORRESPONDENCE DATA			
Fax Number:	(310)203-7199		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	310-203-7931		
Email:	jwald@irell.com, mcohen@irell.com		
Correspondent Name:	Jane Shay Wald, Esq.		
Address Line 1:	1800 Avenue of the Stars		
Address Line 2:	Suite 900		
Address Line 4:	Los Angeles, CALIFORNIA 90067		
ATTORNEY DOCKET NUMBER:	154953-0007-KEND		
NAME OF SUBMITTER:	Jane Shay Wald		
Signature:	/janeshaywald/		

CH \$40.00 2293860

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**TRADEMARK
 REEL: 004193 FRAME: 0646**

Date:

04/27/2010

Total Attachments: 4

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Delaware

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The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"MEADOWLANDS BEVERAGE, INC.", A NEW JERSEY CORPORATION,
"THE MEADOWLANDS CASTLE, INC.", A NEW JERSEY CORPORATION,
"MEDIEVAL BEVERAGES, INC.", A TEXAS CORPORATION,
"MEDIEVAL CASTLE, INC.", A TEXAS CORPORATION,
"MEDIEVAL DINNER & TOURNAMENT, INC.", A CALIFORNIA CORPORATION,
"MEDIEVAL SHOW, INC.", A FLORIDA CORPORATION,
"MEDIEVAL TIMES COLLECTION, INC.", A DELAWARE CORPORATION,
"MEDIEVAL TIMES FRANCHISING, INC.", A DELAWARE CORPORATION,
"MEDIEVAL TIMES MANAGEMENT, INC.", A DELAWARE CORPORATION,
"MEDIEVAL TIMES MYRTLE BEACH, INC.", A SOUTH CAROLINA CORPORATION,

"SCHAUMBURG CASTLE, INC.", AN ILLINOIS CORPORATION,
WITH AND INTO "MEDIEVAL TIMES U.S.A., INC." UNDER THE NAME OF "MEDIEVAL TIMES U.S.A., INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE THIRTIETH DAY OF SEPTEMBER, A.D.

3570297 8100M

080997907



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 6884061

DATE: 09-30-08

You may verify this certificate online
at corp.delaware.gov/authver.shtml

TRADEMARK
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Delaware

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The First State

2008, AT 9:42 O'CLOCK A.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE
NEW CASTLE AND KENT COUNTY RECORDER OF DEEDS.



3570297 8100M

080997907

You may verify this certificate online
at corp.delaware.gov/authver.shtml

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 6884061

DATE: 09-30-08

TRADEMARK
REEL: 004193 FRAME: 0649

STATE OF DELAWARE
CERTIFICATE OF MERGER OF
DOMESTIC CORPORATIONS
AND
FOREIGN CORPORATIONS
INTO
A DOMESTIC CORPORATION

Pursuant to Title 8, Section 252 of the Delaware General Corporation Law, the undersigned corporation executed the following Certificate of Merger:

FIRST: The name of the surviving corporation is Medieval Times U.S.A., Inc., a Delaware corporation, and the names of the corporations being merged into this surviving corporation are (i) Medieval Times Franchising, Inc., a Delaware corporation, (ii) Medieval Times Collection, Inc., a Delaware corporation, (iii) Medieval Times Management, Inc., a Delaware corporation, (iv) Medieval Show, Inc., a Florida corporation, (v) Medieval Dinner & Tournament, Inc., a California corporation, (vi) The Meadowlands Castle, Inc., a New Jersey corporation, (vii) Schaumburg Castle, Inc., an Illinois corporation, (viii) Medieval Times Myrtle Beach, Inc., a South Carolina corporation, (ix) Medieval Castle, Inc., a Texas corporation (x) Medieval Beverages, Inc., a Texas corporation and (xi) Meadowlands Beverage, Inc., a New Jersey Corporation.

SECOND: The Agreement of Merger has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations pursuant to Title 8 Section 252 of the General Corporation Law of the State of Delaware.

THIRD: The name of the surviving corporation is Medieval Times U.S.A., Inc., a Delaware corporation.

FOURTH: The Certificate of Incorporation of the surviving corporation shall be its Certificate of Incorporation.

FIFTH: The authorized stock and par value of the non-Delaware corporations are

Medieval Show, Inc.: 1,000 shares at \$1.00 par value
Medieval Dinner & Tournament, Inc.: 1,000 shares at no par value
The Meadowlands Castle, Inc.: 1,000 shares at \$1.00 par value
Schaumburg Castle, Inc.: 1,000 shares at \$1.00 par value
Medieval Times Myrtle Beach, Inc.: 100 shares at no stated par value
Medieval Castle, Inc.: 1,000 shares at \$1.00 par value
Medieval Beverages, Inc.: 200,000 shares at \$.01 par value
Meadowlands Beverage, Inc.: 1,000 shares at no stated par value

SIXTH: The Agreement of Merger is on file at 7662 Beach Boulevard, Buena Park, California 90620, an office of the surviving corporation.

SEVENTH: A copy of the Agreement of Merger will be furnished by the surviving corporation on request, without cost, to any stockholder of the constituent corporations.

IN WITNESS WHEREOF, said surviving corporation has caused this certificate to be signed by an authorized officer, the 30th day of September, A.D., 2008.

By: /s/Kenneth H. Kim
Name: Kenneth H. Kim
Title: President