

**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
Tapout, LLC		10/06/2010	LIMITED LIABILITY COMPANY: CALIFORNIA

**RECEIVING PARTY DATA**

<b>Name:</b>	AGB Tapout LLC
<b>Street Address:</b>	1 Toronto Street
<b>Internal Address:</b>	Suite 701
<b>City:</b>	Toronto
<b>State/Country:</b>	ONTARIO
<b>Postal Code:</b>	M5C2V6
<b>Entity Type:</b>	LIMITED LIABILITY COMPANY: DELAWARE

**PROPERTY NUMBERS Total: 34**

Property Type	Number	Word Mark
Serial Number:	77273666	HITMAN FIGHT GEAR
Serial Number:	77273667	HITMAN FIGHT GEAR
Serial Number:	77273671	HITMAN FIGHT GEAR
Serial Number:	76654153	HITMAN
Serial Number:	77524918	BAD FOR THE SPORT
Serial Number:	77545155	TO
Serial Number:	78879886	TAP OUT CREW
Serial Number:	75525080	TAPOUT
Serial Number:	77486575	TAPOUT
Serial Number:	78839857	TAPOUT
Serial Number:	78839841	TAPOUT
Serial Number:	78839819	TAPOUT
Serial Number:	78839795	TAPOUT

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Serial Number:	78839459	TAPOUT
Serial Number:	78839428	TAPOUT
Serial Number:	77866895	TAPOUT
Serial Number:	77171891	TAPOUT H2O
Serial Number:	77575680	TAPOUT
Serial Number:	77575674	TAPOUT
Serial Number:	77609164	TAPOUT
Serial Number:	77609172	TAPOUT
Serial Number:	77611794	TAPOUT
Serial Number:	77611796	TAPOUT
Serial Number:	78981022	TAPOUT
Serial Number:	77772710	TAPOUT SOAL
Serial Number:	77772740	SOAL
Serial Number:	77772717	
Serial Number:	77849706	TAPOUT MPS
Serial Number:	77979944	TAPOUT MPS
Serial Number:	85111825	MASK
Serial Number:	85115698	TAPOUT VTC VIRTUAL TRAINING CENTER
Serial Number:	85115727	TAPOUT VINTAGE
Serial Number:	85111952	COMBAT COMPRESSION
Serial Number:	85111936	STAY IN THE FIGHT

**CORRESPONDENCE DATA**

Fax Number: (312)201-2555  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
Phone: 3122012000  
Email: matthews@wildman.com  
Correspondent Name: Julie Nichols Matthews  
Address Line 1: 225 West Wacker Drive  
Address Line 2: Suite 2800  
Address Line 4: Chicago, ILLINOIS 60606

ATTORNEY DOCKET NUMBER:	T0256.00009
NAME OF SUBMITTER:	Julie Nichols Matthews
Signature:	/julie nichols matthews/
Date:	10/20/2010

**Total Attachments: 5**

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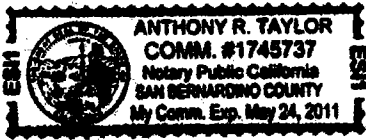
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**TRADEMARK ASSIGNMENT AGREEMENT**

WHEREAS, **TAPOUT, LLC**, a California limited liability company having a place of business at 21800 Barton Road, Suite 105, Grand Terrace, California 92323 ("**Assignor**"), and **ABG TAPOUT LLC**, a Delaware limited liability company having a place of business at 1 Toronto Street, Suite 701, P.O. Box 7, Toronto, Ontario, M5C2V6, Canada ("**Assignee**"), entered into an Asset Purchase Agreement involving the sale by Assignor of certain trademarks used in connection with Assignor's business to Assignee on August 31, 2010, as amended on September 2, 2010; and

WHEREAS, Assignor for good and valuable consideration, the receipt and sufficiency of which has been acknowledged, assigned all right, title and interest in and to the trademarks listed in Schedule A attached hereto, including all goodwill associated with and symbolized by the Trademarks, and that portion of the ongoing and existing business to which the Trademarks pertain (the "**Trademarks**"), as well as all rights in and to the applications and registrations for the Trademarks listed in Schedule A to Assignee in the August 31, 2010 Asset Purchase Agreement.

NOW, THEREFORE, the Parties hereby confirm and reaffirm the assignment of the Trademarks and the Assigned Applications and Registrations listed in Schedule A from Assignor to Assignee (together with all goodwill associated with and symbolized by the Trademarks and that portion of the ongoing and existing business to which the Trademarks pertain). Upon request by the Assignee and at the Assignee's sole expense, the Assignor shall (i) do and execute each necessary act, document, and thing to implement this assignment and (ii) give such assistance as the Assignee may reasonably request to convey good title to any of the Trademarks.



*see attached acknowledgment*

**TAPOUT, LLC**

By: *[Signature]*  
Name: Daniel E. Caldwell III  
Title: CEO  
Dated: 10/06/10

DECLARED before me at the City of Toronto, in the Province of Ontario, this 3 day of September, 2010

**ABG TAPOUT LLC**

By: *[Signature]*  
Name: James Salter  
Title: CEO of Authentic Brands Group, LLC  
~~Sole Member of ABC Tapout LLC~~  
Dated: September 3, 2010

A COMMISSIONER, ETC.

*[Signature]*  
R. Adam Levy

**ACKNOWLEDGMENT**

State of California

County of San Bernardino

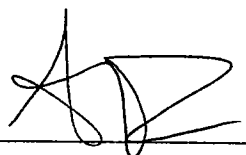
On October 6, 2010 before me, Anthony R. Taylor

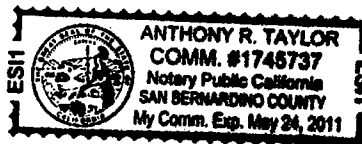
A Notary Public in and for said State personally appeared Daniel E. Caldwell III

who proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

I certify under PENALTY OF PERJURY under the laws of the State of California that the foregoing paragraph is true and correct.

WITNESS my hand and official seal.

Signature 



(Seal)

**EXHIBIT A  
TRADEMARKS**

TRADEMARK	COUNTRY	APPLICATION/ REGISTRATION DATE	APPLICATION/ REGISTRATION NUMBER
Miscellaneous Design	United States	Filed August 12, 2008	Application No. 77/545,155
BAD FOR THE SPORT	United States	Filed July 17, 2008	Application No. 77/524,918
Miscellaneous Design	United States	Filed July 1, 2009	Application No. 77/772,717
SOAL & Design	United States	Filed July 1, 2009	Application No. 77/772,740
TAPOUT	United States	Filed May 29, 2008	Application No. 77/486,575
TAPOUT	United States	Filed September 8, 2008	Application No. 77/575,680
TAPOUT	United States	Filed November 14, 2008	Application No. 77/611,794
TAPOUT & Design	United States	Filed March 16, 2006	Application No. 78/839,428
TAPOUT & Design	United States	Filed November 6, 2009	Application No. 77/866,895
TAPOUT & Design	United States	Filed September 22, 2008	Application No. 77/575,674
TAPOUT & Design	United States	Filed November 11, 2008	Application No. 77/611,796
TAPOUT MPS & Design	United States	Filed October 15, 2009	Application No. 77/849,706
TAPOUT MPS & Design	United States	Filed October 15, 2009	Application No. 77/979,944
TAPOUT SOAL	United States	Filed July 1, 2009	Application No. 77/772,710
TAP OUT CREW	United States	Registered September 30, 2008	Registration No. 3,508,715

**EXHIBIT A  
TRADEMARKS**

TRADEMARK	COUNTRY	APPLICATION/ REGISTRATION DATE	APPLICATION/ REGISTRATION NUMBER
TAPOUT	United States	Registered May 2, 2000	Registration No. 2,346,533
TAPOUT	United States	Registered July 14, 2009	Registration No. 3,655,857
TAPOUT & Design	United States	Registered August 7, 2007	Registration No. 3,274,753
TAPOUT & Design	United States	Registered November 3, 2009	Registration No. 3,707,049
TAPOUT & Design	United States	Registered October 13, 2009	Registration No. 3,697,185
TAPOUT & Design	United States	Registered April 28, 2009	Registration No. 3,614,036
TAPOUT & Design	United States	Registered May 12, 2009	Registration No. 3,621,015
TAPOUT & Design	United States	Registered July 15, 2008	Registration No. 3,469,559
TAPOUT & Design	United States	Registered July 14, 2009	Registration No. 3,655,858
TAPOUT H2O & Design	United States	Registered July 22, 2008	Registration No. 3,470,358
MASK & Design	United States	Filed August 19, 2010	Application No. 85/111,825
TAPOUT VTC VIRTUAL TRAINING CENTER & Design	United States	Filed August 25, 2010	Application No. 85/115,698
TAPOUT VINTAGE	United States	Filed August 25, 2010	Application No. 85/115,727
COMBAT COMPRESSION	United States	Filed August 20, 2010	Application No. 85/111,952
STAY IN THE FIGHT	United States	Filed August 20, 2010	Application No. 85/111,936

**EXHIBIT A  
TRADEMARKS**

TRADEMARK	COUNTRY	APPLICATION/ REGISTRATION DATE	APPLICATION/ REGISTRATION NUMBER
HITMAN FIGHT GEAR	United States	Filed September 6, 2007	Application No. 77/273,666
HITMAN FIGHT GEAR	United States	Filed September 6, 2007	Application No. 77/273,671
HITMAN FIGHT GEAR	United States	Filed September 6, 2007	Application No. 77/273,667
HITMAN	United States	Filed January 27, 2006	Application No. 76/654,153