

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
TENPENNY GROUP, INC.		01/11/2011	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	TOUCHTUNES MEDIA CORPORATION		
Street Address:	740 Broadway, Suite 1102		
City:	New York		
State/Country:	NEW YORK		
Postal Code:	10003		
Entity Type:	CORPORATION: TEXAS		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Registration Number:	3150565	BARFLY	
Registration Number:	3150566	BARFLY	
CORRESPONDENCE DATA			
Fax Number:	(703)816-4100		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	703-816-4000		
Email:	bcf@nixonvan.com		
Correspondent Name:	Sheryl L. De Luca		
Address Line 1:	NIXON & VANDERHYE P.C.		
Address Line 2:	901 N. GLEBE ROAD, 11TH FLOOR		
Address Line 4:	ARLINGTON, VIRGINIA 22203		
ATTORNEY DOCKET NUMBER:	SLD-2302-156		
NAME OF SUBMITTER:	Sheryl L. De Luca		
Signature:	/Sheryl L. De Luca/		

OP \$65.00 3150565

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TRADEMARK
 REEL: 004485 FRAME: 0719

Date:

02/24/2011

Total Attachments: 1

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ASSIGNMENT

WHEREAS, Tenpenny Group, Inc. a Delaware corporation with a principal place of business at 11054 Ventura Boulevard, #469, Studio City, CA 91604, US ("ASSIGNOR"), owns all right, title and interest in and to the service marks BARFLY and BARFLY & Design, both for entertainment services in the nature of ongoing television programs in the field of bartending, cocktail and food preparation, the history and preparation of mixed drinks, wines, and other spirits (the "Marks"), and the U.S. Principal Register Registration Nos. 3150565 and 3150566, respectively, therefor (the "Registrations" and together with the Marks, the "Marks and Registrations"), the goodwill symbolized thereby, the business associated therewith, which business is ongoing and existing; and

WHEREAS, ASSIGNOR is the registrant of the domain names <barfly.tv>, <barflynyc.com>, and <barflytv.com> (the "Domain Names")

WHEREAS, TouchTunes Media Corporation, a Texas corporation with a principal place of business at 740 Broadway, Suite 1102, New York, New York 10003 US ("ASSIGNEE") desires to acquire ASSIGNOR's right, title and interest in and to the Marks and Registrations, the goodwill symbolized thereby, the business associated therewith, which business is ongoing and existing, and the Domain Names; and

NOW THEREFORE, for good and valuable consideration, ASSIGNOR hereby assigns, effective January 11, 2011, to ASSIGNEE all of its right, title and interest in and to the Marks and Registrations together with the goodwill symbolized thereby, the business associated therewith, which business is ongoing and existing, and the assets associated therewith and the Domain Names.

TENPENNY GROUP, INC.

Dated: January 11, 2011 By: [Signature]
Name: Victor Hill

SWORN TO AND SUBSCRIBED before me this 13th day of FEB, 2011.

[Signature]
Notary Public
My commission expires MAY 28, 2012

