

**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
Halifax Film Ltd.		12/01/2010	CORPORATION: CANADA

**RECEIVING PARTY DATA**

<b>Name:</b>	DHX Media Ltd.
<b>Street Address:</b>	1478 Queen Street
<b>City:</b>	Halifax, Nova Scotia
<b>State/Country:</b>	CANADA
<b>Postal Code:</b>	B3J2H7
<b>Entity Type:</b>	CORPORATION: CANADA

**PROPERTY NUMBERS Total: 13**

Property Type	Number	Word Mark
Serial Number:	77865757	ANIMAL MECHANICALS
Serial Number:	77865723	ANIMAL MECHANICALS
Serial Number:	77960870	PIRATES ADVENTURES IN ART
Serial Number:	77704994	SOUL
Serial Number:	77704983	SOUL
Serial Number:	77413381	SUPER SPELLERS
Serial Number:	77276409	ANIMAL MECHANICALS
Serial Number:	77382169	THE MIGHTY JUNGLE
Serial Number:	77382119	ANIMAL MECHANICALS
Serial Number:	77381887	THE GUARD
Serial Number:	77381819	THE GUARD
Serial Number:	77090753	MIGHTY JUNGLE
Serial Number:	76672397	WONDERPEDIA

**CORRESPONDENCE DATA**

**900191006**

**TRADEMARK  
 REEL: 004534 FRAME: 0180**

**OP \$340.00 77865757**

Fax Number: (416)638-6246  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
Phone: 416-638-6080  
Email: lazarovitz@rogers.com  
Correspondent Name: Sheldon Lazarovitz  
Address Line 1: 31 Wstgate Blvd.  
Address Line 4: Toronto, Ontario, CANADA M3H1N8

ATTORNEY DOCKET NUMBER:	DHXG003
-------------------------	---------

**DOMESTIC REPRESENTATIVE**

Name: Maria Hardison; and Bruce Tassan  
Address Line 1: 4143 North 27th Street  
Address Line 4: Arlingotn, VIRGINIA 22207-5211

NAME OF SUBMITTER:	Sheldon Lazarovitz
--------------------	--------------------

Signature:	/sheldonlazarovitz/
------------	---------------------

Date:	05/04/2011
-------	------------


**Total Attachments: 3**  
source=DHXG003 TMAssign&POA\_US\_HFL#page1.tif  
source=DHXG003 TMAssign&POA\_US\_HFL#page2.tif  
source=DHXG003 TMAssign&POA\_US\_HFL#page3.tif

ASSIGNMENT (United States)

The undersigned, **Halifax Film Ltd.** ("Assignor"), the full post office address of whose principal office or place of business is 1478 Queen Street, Halifax, Nova Scotia, Canada B3J 2H7, in consideration of the sum of \$1.00 and other valuable consideration, the receipt of which is hereby acknowledged, does hereby sell, assign and transfer to **DHX Media Ltd.** ("Assignee"), the full post office address of whose principal office or place of business is 1478 Queen Street, Halifax, Nova Scotia, Canada B3J 2H7, all its right, title and interest, in the United States, in and to the trademarks and the applications and registrations thereto, identified in Schedule "A" (hereinafter the "Trademarks"), together with any and all goods and/or services associated therewith and/or outlined in the aforesaid applications and registrations, together with the goodwill of the business associated therewith, the same to be held and enjoyed by the Assignee as fully and as completely as by the said Assignor had this Assignment not been made.

EXECUTED at Halifax, Nova Scotia, Canada, this day 1<sup>st</sup> day of December, 2010.

HALIFAX FILM LTD.

  
Name: Mark Gosine  
Title: Vice President & Secretary

ACKNOWLEDGMENT

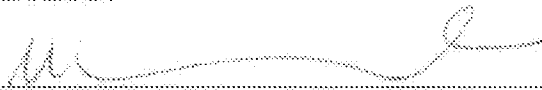
The undersigned, **DHX Media Ltd.** ("Assignee"), the full post office address of whose principal office or place of business is 1478 Queen Street, Halifax, Nova Scotia, Canada B3J 2H7, hereby accepts the above Assignment and appoints **Sheldon S. Lazarovitz**, whose full post address is 31 Westgate Blvd., Toronto, Ontario, Canada, M3H 1N8, as the firm, to which any notice in respect of the Trademark, in Canada, may be sent and upon which service of any proceedings in respect of this assignment, application, or registration, may be given or served with the same effect as if they had been given to or served upon it.

POWER OF ATTORNEY: The Assignee hereby appoints **Sheldon S. Lazarovitz**, located at 31 Westgate Blvd., Toronto, Ontario, Canada M3H 1N8, as its Power of Attorney and agent of record, to prosecute the aforesaid applications or registrations, to transact all business in the Patent & Trademark Office in connection therewith, and to receive the Certificate of Registration, or any Renewal Certificates.

APPOINTMENT OF DOMESTIC REPRESENTATIVE: Applicant hereby designates **Marla Hardison and /or Bruce A. Tassan**, of the firm Tassan & Hardison, located at 4143 North 27<sup>th</sup> Street, Arlington, Virginia, U.S.A. 22207-5211, as its representative upon whom notices or process in proceedings affecting the marks in Schedule A may be served.

EXECUTED at Halifax, Nova Scotia, Canada, this day 1<sup>st</sup> day of December, 2010.

**DHX MEDIA LTD.**

  
Name: Mark Gosine

Title: Vice President, Legal Affairs, General Counsel & Secretary

SCHEDULE "A"

<u>Trademark</u>	<u>Serial Number</u>
1. ANIMAL MECHANICALS	77865757
2 ANIMAL MECHANICALS & Design	77865723
3 PIRATES ADVENTURES IN ART & Design	77960870
4 SOUL & Design	77704994
5 SOUL	77704983
6 SUPER SPELLERS & Design	77413381
7 ANIMAL MECHANICALS	77276409
8 THE MIGHTY JUNGLE & Design	77382169
9 ANIMAL MECHANICALS & Design	77382119
10 THE GUARD & Design	77381887
11 THE GUARD	77381819
12 MIGHTY JUNGLE	77090753
13 WONDERPEDIA	76672397