

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
Dirtgirlworld, a joint venture organized under the laws of the Province of Ontario, composed of Dirtgirlworld Productions Pty Ltd., an Australian corporation, and Decode Entertainment Inc., an Ontario Canada corporation		12/01/2010	JOINT VENTURE: CANADA

RECEIVING PARTY DATA

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

PROPERTY NUMBERS Total: 5

Property Type	Number	Word Mark
Serial Number:	76695945	DIRTGIRLWORLD
Serial Number:	76695946	DIRTGIRLWORLD
Serial Number:	76695948	DIRTGIRLWORLD
Serial Number:	76695947	DIRTGIRLWORLD
Registration Number:	3888360	DIRTGIRLWORLD

CORRESPONDENCE DATA

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

OP \$140.00 76695945

Address Line 1: 31 Westgate Blvd.
Address Line 4: Toronto, Ontario, CANADA M3H1N8

ATTORNEY DOCKET NUMBER: DHXG002

DOMESTIC REPRESENTATIVE

Name: Tassan & Hardison
Address Line 1: 4143 North 27th Street
Address Line 4: Arlington, VIRGINIA 22207-5211

NAME OF SUBMITTER: Sheldon Lazarovitz

Signature: /sheldonlazarovitz/

Date: 05/16/2011

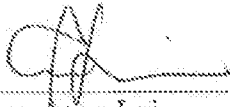
Total Attachments: 3
source=DEIG000 TM Assignment_Dirtgirlworld_US#page1.tif
source=DEIG000 TM Assignment_Dirtgirlworld_US#page2.tif
source=DEIG000 TM Assignment_Dirtgirlworld_US#page3.tif

ASSIGNMENT (United States)

The undersigned, Dirtgirlworld a joint venture organized under the laws of the Province of Ontario, composed of Dirtgirlworld Productions Pty Ltd., an Australian corporaton, and Decode Entertainment Inc., an Ontario Canada corporation ("Assignor"), the full post office address of whose principal office or place of business is 235 Carlaw Avenue, 5th Floor Toronto, Ontario, Canada M4M 2S1 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 Toronto, Ontario, Canada, this day 1st day of December, 2010.

Dirtgirlworld a joint venture organized under the laws of the Province of Ontario, composed of Dirtgirlworld Productions Pty Ltd., an Australian corporaton, and Decode Entertainment Inc., an Ontario Canada corporation



Name: Anne Loi
Title: Senior Vice President
Decode Entertainment Inc.

ACKNOWLEDGMENT

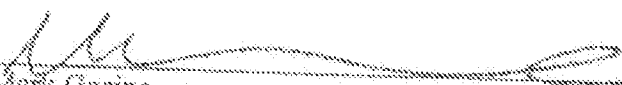
The undersigned, **DHX Media Ltd.** ("Assignee"), the full post office address of whose principal office or place of business is 1478 Queen Street, Halifax, Nova Scotia, Canada B3J 2H7, hereby accepts the above Assignment and appoints **Sheldon S. Lazarovitz**, whose full post address is 31 Westgate 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 **Maria Hardison and /or Bruce A. Tassan**, of the firm Tassan & Hardison, located at 4143 North 27th 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 1st day of December, 2010.

DHX MEDIA LTD.


Name: Mark Gosine

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

SCHEDULE "A"TrademarkSerial Number

1. DIRTGIRLWORLD
2. DIRTGIRLWORLD
3. DIRTGIRLWORLD
4. DIRTGIRLWORLD
5. DIRTGIRLWORLD

76695945

76695946

76695948

76695947

76695944 (Regn. No. 3888360)