

**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 |                                     |
| <b>CONVEYING PARTY DATA</b>                                                                                           |                                     |                                              |                                     |
| <b>Name</b>                                                                                                           | <b>Formerly</b>                     | <b>Execution Date</b>                        | <b>Entity Type</b>                  |
| Participant Media, LLC                                                                                                |                                     | 06/24/2011                                   | LIMITED LIABILITY COMPANY: DELAWARE |
| <b>RECEIVING PARTY DATA</b>                                                                                           |                                     |                                              |                                     |
| <b>Name:</b>                                                                                                          | TakePart, LLC                       |                                              |                                     |
| <b>Street Address:</b>                                                                                                | 331 Foothill Road                   |                                              |                                     |
| <b>Internal Address:</b>                                                                                              | 3rd Floor                           |                                              |                                     |
| <b>City:</b>                                                                                                          | Beverly Hills                       |                                              |                                     |
| <b>State/Country:</b>                                                                                                 | CALIFORNIA                          |                                              |                                     |
| <b>Postal Code:</b>                                                                                                   | 90210                               |                                              |                                     |
| <b>Entity Type:</b>                                                                                                   | LIMITED LIABILITY COMPANY: DELAWARE |                                              |                                     |
| <b>PROPERTY NUMBERS Total: 1</b>                                                                                      |                                     |                                              |                                     |
| <b>Property Type</b>                                                                                                  | <b>Number</b>                       | <b>Word Mark</b>                             |                                     |
| <b>Serial Number:</b>                                                                                                 | 85339818                            | TAKEPART TV                                  |                                     |
| <b>CORRESPONDENCE DATA</b>                                                                                            |                                     |                                              |                                     |
| <b>Fax Number:</b>                                                                                                    | (213)430-6407                       |                                              |                                     |
| <b>Phone:</b>                                                                                                         | (213) 430-8308                      |                                              |                                     |
| <b>Email:</b>                                                                                                         | sgordon@omm.com                     |                                              |                                     |
| <i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i> |                                     |                                              |                                     |
| <b>Correspondent Name:</b>                                                                                            | Shari L. Gordon                     |                                              |                                     |
| <b>Address Line 1:</b>                                                                                                | 400 S. Hope Street                  |                                              |                                     |
| <b>Address Line 2:</b>                                                                                                | 18th Floor                          |                                              |                                     |
| <b>Address Line 4:</b>                                                                                                | Los Angeles, CALIFORNIA 90071-2899  |                                              |                                     |
| <b>ATTORNEY DOCKET NUMBER:</b>                                                                                        | 653,125-9                           |                                              |                                     |
| <b>NAME OF SUBMITTER:</b>                                                                                             | Shari L. Gordon                     |                                              |                                     |

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|----------------------------------------------------------------------------------------------------------------------|-------------------|
| Signature:                                                                                                           | /Shari L. Gordon/ |
| Date:                                                                                                                | 10/21/2011        |
| Total Attachments: 3<br>source=Takepart TV#page1.tif<br>source=Takepart TV#page2.tif<br>source=Takepart TV#page3.tif |                   |

## TRADEMARK ASSIGNMENT

**WHEREAS**, Participant Media, LLC (“Assignor”), a Delaware limited liability company, located at 331 Foothill Road, 3<sup>rd</sup> Floor, Beverly Hills, California 90210, is the owner of the trademark application identified in Schedule A hereto (“Trademark”), which was filed with the United States Patent and Trademark Office; and

**WHEREAS**, TakePart, LLC (“Assignee”), a Delaware limited liability company, located at 331 Foothill Road, 3<sup>rd</sup> Floor, Beverly Hills, California 90210, is desirous of acquiring all right, title, and interest in and to said Trademark, including the goodwill attached thereto and the registration therefor;

**NOW, THEREFORE**, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor hereby assigns unto Assignee throughout the universe in perpetuity, all of Assignor’s right, title and interest in and to said Trademark, together with the goodwill connected with the use of and symbolized by said Trademark as well as causes of action, currently owned or hereinafter acquired, for any and all previously occurring infringements of the rights being assigned and the right to receive and retain the proceeds relating to those infringements. Assignee shall have the unfettered right to further license, assign or transfer any or all of the rights granted hereunder. Each of Assignor and Assignee shall execute and deliver, or cause to be executed and delivered, from time to time hereafter, upon request, all such further documents and instruments and shall do and perform all such acts as may be reasonably necessary or reasonably desirable to give full effect to the intent of this Trademark Assignment. This Trademark Assignment shall be governed by and construed in accordance with the internal laws of the State of California.

IN WITNESS WHEREOF, Assignor has executed this instrument on the  
24<sup>TH</sup> day of June, 2011.

PARTICIPANT MEDIA, LLC

By:  \_\_\_\_\_

Name: Jeffrey D. Ivers

Title: Chief Operating Officer

**SCHEDULE A**

| <b>No.</b> | <b>Owner</b>           | <b>Trademark</b> | <b>Application Number</b> | <b>Filing Date</b> |
|------------|------------------------|------------------|---------------------------|--------------------|
| 1.         | Participant Media, LLC | TAKEPART TV      | 85/339818                 | 06/07/2011         |