

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

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|------------------------------|--|
| SUBMISSION TYPE: | NEW ASSIGNMENT |
| NATURE OF CONVEYANCE: | ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL |

CONVEYING PARTY DATA

| Name | Formerly | Execution Date | Entity Type |
|---------------------|----------|----------------|-------------------------|
| GoTV Networks, Inc. | | 10/21/2011 | CORPORATION: CALIFORNIA |

RECEIVING PARTY DATA

| | |
|--------------------------|----------------------------|
| Name: | Phunware, Inc. |
| Street Address: | 7800 Shoal Creek Boulevard |
| Internal Address: | Suite 210-W |
| City: | Austin |
| State/Country: | TEXAS |
| Postal Code: | 78757 |
| Entity Type: | CORPORATION: DELAWARE |

PROPERTY NUMBERS Total: 9

| Property Type | Number | Word Mark |
|----------------------|---------|------------------|
| Registration Number: | 3432890 | DIVA |
| Registration Number: | 3517364 | ES MUSICA |
| Registration Number: | 3635876 | ES MUSICA |
| Registration Number: | 3298982 | GOTV |
| Registration Number: | 3465603 | HIP HOP OFFICIAL |
| Registration Number: | 3535955 | HIP HOP OFFICIAL |
| Registration Number: | 3725473 | LIVE FROM YOU |
| Registration Number: | 3760294 | LIVE FROM YOU |
| Registration Number: | 3783790 | TRUE COUNTRY |

CORRESPONDENCE DATA

Fax Number: (650)493-6811
 Phone: 650-493-9300
 Email: sschor@wsgr.com

900205525

**TRADEMARK
 REEL: 004648 FRAME: 0292**

CH \$240.00 3432890

Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.

Correspondent Name: Nathan E. Ferguson/WILSON SONSINI ET AL
Address Line 1: 650 Page Mill Road
Address Line 4: Palo Alto, CALIFORNIA 94304-1050

| | |
|-------------------------|----------------------|
| ATTORNEY DOCKET NUMBER: | 38285-900/SS2 |
| NAME OF SUBMITTER: | Nathan E. Ferguson |
| Signature: | /Nathan E. Ferguson/ |
| Date: | 10/25/2011 |

Total Attachments: 3

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source=phunware assignment#page2.tif
source=phunware assignment#page3.tif

TRADEMARK ASSIGNMENT AGREEMENT

This Trademark Assignment Agreement is made as of and entered into as of 10/21, 2011, between GoTV Networks, Inc., a California corporation ("Assignor") and Phunware, Inc., a Delaware corporation ("Assignee").

WHEREAS, Assignor is the applicant/registrant of the pending/registered Trademarks in the attached Schedule A;

NOW, THEREFORE, for One Dollar (\$1.00) and for other good and valuable consideration, the receipt of which is hereby acknowledged, Assignor hereby irrevocably sells, transfers, conveys, and assigns to Assignee and Assignee's successors and assigns all of Assignor's right, title, and interest in and to the Trademarks, together with any claims, demands, rights of recovery, and causes of action for the past infringement of any of the Trademarks.

Assignor will, at the reasonable request and expense of Assignee, do all things reasonably necessary, proper, or advisable, including without limitation the execution, acknowledgment, and recordation of specific assignments, oaths, declarations, and other documents on a country-by-country basis, to assist Assignee in obtaining, perfecting, sustaining, and/or enforcing the Trademarks.

The terms and conditions of this Trademark Assignment Agreement shall inure to the benefit of Assignee, its successors, assigns, and other legal representatives, and shall be binding upon Assignor, its successors, assigns, and other legal representatives.

[Signatures follow on a new page.]



IN TESTIMONY WHEREOF, GoTV Networks, Inc. and Phunware, Inc. caused this Trademark Assignment Agreement to be executed by duly authorized officers this 21 day of October, 2011.

Assignor:

GoTV Networks, Inc.

By: 

Name: Alan S. Krutowski

Title: Secretary

Phunware, Inc.

By: 

Name: Alan Michael Kane

Title: CFO



**SCHEDULE A
TO
TRADEMARK ASSIGNMENT AGREEMENT**

| COUNTRY | TRADEMARK | APPLICATION/REGISTRATION NO. |
|----------------|------------------|-------------------------------------|
| U.S. | DIVA | 3432890 |
| U.S. | ES MUSICA | 3517364 |
| U.S. | ES MUSICA | 3635876 |
| U.S. | GOTV | 3298982 |
| U.S. | HIP HOP OFFICIAL | 3465603 |
| U.S. | HIP HOP OFFICIAL | 3535955 |
| U.S. | LIVE FROM YOU | 3725473 |
| U.S. | LIVE FROM YOU | 3760294 |
| U.S. | TRUE COUNTRY | 3783790 |
| Canada | GOTV | 1374847 |
| Canada | HIP HOP OFFICIAL | TMA748860 |
| China | GOTV | 6133485 |
| European Union | GOTV | 5869664 |
| European Union | HIP HOP OFFICIAL | 5873062 |
| Switzerland | GOTV | 612128 |

