

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Termination and Release of Security Interest in Trademark Rights

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
JPMorgan Chase Bank, N.A., as Administrative Agent		08/10/2012	National Banking Association: UNITED STATES

RECEIVING PARTY DATA

Name:	DreamWorks Animation L.L.C.
Street Address:	1000 Flower Street
City:	Glendale
State/Country:	CALIFORNIA
Postal Code:	91201
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE

PROPERTY NUMBERS Total: 54

Property Type	Number	Word Mark
Registration Number:	3187467	MADAGASCAR
Registration Number:	3978433	PACIFIC DATA IMAGES
Registration Number:	3596414	DREAMWORKS THEATRICALS
Registration Number:	3702550	GALLAXHAR
Registration Number:	3558878	KUNG FU PANDA
Registration Number:	3620525	MADAGASCAR ESCAPE 2 AFRICA
Registration Number:	3624107	SHREK THE MUSICAL
Registration Number:	3538318	MASTER SHIFU
Registration Number:	3493724	SHREK 'N ROLL
Registration Number:	3562054	SHREK THE HALLS
Registration Number:	3499897	S
Registration Number:	3493454	GO PO
Registration Number:	3256946	DREAMWORKS ANIMATION SKG
Registration Number:	3513345	DREAMWORKS KUNG FU PANDA

TRADEMARK

900231175

REEL: 004842 FRAME: 0941

CH \$1365.00 3187467

Registration Number:	3565309	DREAMWORKS KUNG FU PANDA
Registration Number:	3651689	MONSTERS VS. ALIENS
Registration Number:	3502340	DREAMWORKS ANIMATION SKG
Registration Number:	3450431	DREAMWORKS ANIMATION SKG
Registration Number:	3499641	DREAMWORKS ANIMATION SKG
Registration Number:	3423705	DREAMWORKS BEE MOVIE
Serial Number:	85690742	DREAMWORKS TURBO RACING TEAM 5
Serial Number:	85690758	DREAMWORKS TURBO RACING TEAM 5
Registration Number:	3534634	TAI LUNG
Registration Number:	3505887	OOGWAY
Registration Number:	3106944	SHREK
Registration Number:	3184995	SHREK
Registration Number:	3345789	OVER THE HEDGE
Registration Number:	3327526	DREAMWORKS SHREK THE THIRD
Registration Number:	3314499	DREAMWORKS
Registration Number:	3370649	DREAMWORKS ANIMATION SKG
Registration Number:	3482486	DREAMWORKS SKG
Registration Number:	3413428	FLUSHED AWAY
Registration Number:	3454311	DRONKEY
Registration Number:	2596916	DREAMWORKS
Registration Number:	2965384	PUSS IN BOOTS
Registration Number:	2848859	SHREK 4-D
Registration Number:	2848805	SHREK 4-D PRESENTED IN OGRE-VISION
Registration Number:	2553888	SHREK
Registration Number:	3011693	MADAGASCAR
Registration Number:	2617695	SHREK
Registration Number:	2644242	PDI DREAMWORKS
Registration Number:	2716116	THE SPIRIT STALLION OF THE CIMARRON COLLECTION
Registration Number:	2665088	DREAMWORKS
Registration Number:	2404894	DREAMWORKS
Registration Number:	2669627	SPIRIT, STALLION OF THE CIMARRON
Registration Number:	2316906	DREAMWORKS RECORDS
Registration Number:	2457467	DREAMWORKS
Registration Number:	2023304	PDI
Registration Number:	2326951	DREAMWORKS

	3011888	MADAGASCAR
Registration Number:	3468412	KUNG FU PANDA
Registration Number:	2957787	DREAMWORKS SHARK TALE
Registration Number:	3345120	DREAMWORKS ANIMATION SKG
Registration Number:	3225623	DREAMWORKS ANIMATION SKG

CORRESPONDENCE DATA

Fax Number: 2124552502

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

Phone: (212) 455-2895

Email: ksolomon@stblaw.com

Correspondent Name: Samantha J. Himelman, Esq.

Address Line 1: Simpson Thacher & Bartlett LLP

Address Line 2: 425 Lexington Avenue

Address Line 4: New York, NEW YORK 10017

ATTORNEY DOCKET NUMBER:	509265/1296
NAME OF SUBMITTER:	Samantha J. Himelman
Signature:	/sjh/
Date:	08/15/2012

Total Attachments: 6

source=DWA-PDATMR#page1.tif
source=DWA-PDATMR#page2.tif
source=DWA-PDATMR#page3.tif
source=DWA-PDATMR#page4.tif
source=DWA-PDATMR#page5.tif
source=DWA-PDATMR#page6.tif

**TERMINATION AND RELEASE OF SECURITY INTEREST
IN TRADEMARK RIGHTS**

TERMINATION AND RELEASE dated as of August 10, 2012, from JPMorgan Chase Bank, N.A., as Administrative Agent (the "Administrative Agent") for the Lenders, to DreamWorks Animation L.L.C., a Delaware limited liability company, with an address at 1000 Flower Street, Glendale, California 91201, ("Grantor").

WITNESSETH:

WHEREAS, pursuant to the Guarantee and Collateral Agreement, dated as of June 24, 2008, made by the Grantor (as defined therein) in favor of the Administrative Agent (the "Existing Guarantee and Collateral Agreement"), a security interest (the "Security Interest") was granted by the Grantor to the Administrative Agent in certain collateral, including the Trademark Collateral (as hereinafter defined);

WHEREAS, pursuant to that certain Grant of Security Interest in Trademark Rights dated as of July 11, 2008 among the Administrative Agent and the Grantor (the "Trademark Security Agreement"), the Grantor, by reference to the Security Agreement, reaffirmed its intent to grant a Security Interest to the Administrative Agent specifically in certain Trademark Collateral;

WHEREAS, the Trademark Security Agreement was recorded in the Trademark Division of the United States Patent and Trademark Office on August 28, 2008 at Reel 3848 Frame 0340, on April 25, 2005 at Reel 3072 Frame 0397, on January 4, 2006 at Reel 3220 Frame 0195, on June 16, 2006 at Reel 3331 Frame 0823, on September 26, 2006 at Reel 3397 Frame 0812, on October 31, 2006 at Reel 3418 Frame 0590, on October 17, 2002 at Reel 2594 Frame 0709, on November 10, 2004 at Reel 2973 Frame 0709, on March 6, 2003 at Reel 2684 Frame 0280, on April 29, 2004 at Reel 2838 Frame 0314, on October 9, 2003 at Reel 2841 Frame 0147, on January 21, 2005 at Reel 3013 Frame 0440; and

WHEREAS, the Administrative Agent now desires to terminate and release the entirety of its Security Interest in the Trademark Collateral;

NOW, THEREFORE, for good and valuable consideration including the satisfaction of all obligations, indebtedness and liabilities secured by the Trademark Collateral pursuant to the Existing Guarantee and Collateral Agreement, the receipt and adequacy of which are hereby acknowledged, and upon the terms set forth in this Termination and Release, the Administrative Agent hereby states as follows:

1. Definitions. The term "Trademark Collateral," as used herein, shall mean all of the Grantor's right, title and interest of every kind and nature as of the date hereof in the Trademarks listed on Schedule A hereto. The term "Trademarks" shall have the meaning provided by reference in the Existing Guarantee and Collateral Agreement and the Trademark Security Agreement.

2. Release of Security Interest. The Administrative Agent hereby terminates, releases and discharges its Security Interest in the Trademark Collateral, and any right, title or interest of the Administrative Agent in such Trademark Collateral shall hereby cease and become void.

3. Further Assurances. The Administrative Agent hereby agrees to duly execute, acknowledge, procure and deliver any further documents and to do such other acts as may be reasonably necessary to effect the release of the Security Interest contemplated hereby.

IN WITNESS WHEREOF, the undersigned has executed this Termination and Release by its duly authorized officer as of the date first above written.

JPMORGAN CHASE BANK, N.A.

By: 
Name: Darlan A. Singer
Title: Associate

{Signature Page to Termination and Release of Security Interest in Trademark Rights}

SCHEDULE A

Owner	Title	Registration/Application Number
Dreamworks Animation L.L.C.	MADAGASCAR	3,187,467
Dreamworks Animation L.L.C.	PACIFIC DATA IMAGES	3,978,433
Dreamworks Animation L.L.C.	DREAMWORKS THEATRICALS AND DESIGN	3,596,414
Dreamworks Animation L.L.C.	GALLAXHAR	3,702,550
Dreamworks Animation L.L.C.	KUNG FU PANDA	3,558,878
Dreamworks Animation L.L.C.	MADAGASCAR ESCAPE 2 AFRICA	3,620,525
Dreamworks Animation L.L.C.	SHREK THE MUSICAL	3,624,107
Dreamworks Animation L.L.C.	MASTER SHIFU	3,538,318
Dreamworks Animation L.L.C.	SHREK 'N ROLL	3,493,724
Dreamworks Animation L.L.C.	SHREK THE HALLS	3,562,054
Dreamworks Animation L.L.C.	S AND DESIGN	3,499,897
Dreamworks Animation L.L.C.	GO PO AND DESIGN	3,493,454
Dreamworks Animation L.L.C.	DREAMWORKS ANIMATION SKG AND DESIGN	3,256,946
Dreamworks Animation L.L.C.	DREAMWORKS KUNG FU PANDA AND DESIGN	3,513,345
Dreamworks Animation L.L.C.	DREAMWORKS KUNG FU PANDA AND DESIGN	3,565,309
Dreamworks Animation L.L.C.	MONSTERS VS. ALIENS	3,651,689
Dreamworks Animation L.L.C.	DREAMWORKS ANIMATION SKG AND DESIGN	3,502,340
Dreamworks Animation L.L.C.	DREAMWORKS ANIMATION SKG AND DESIGN	3,450,431
Dreamworks Animation L.L.C.	DREAMWORKS ANIMATION SKG AND DESIGN	3,499,641

Dreamworks Animation L.L.C.	DREAMWORKS BEE MOVIE AND DESIGN	3,423,705
Dreamworks Animation L.L.C.	DREAMWORKS TURBO RACING TEAM 5 AND DESIGN	8,569,0742
Dreamworks Animation L.L.C.	DREAMWORKS TURBO RACING TEAM 5 AND DESIGN	8,569,0758
Dreamworks Animation L.L.C.	TAI LUNG	3,534,634
Dreamworks Animation L.L.C.	OOGWAY	3,505,887
Dreamworks Animation L.L.C.	SHREK	3,106,944
Dreamworks Animation L.L.C.	SHREK	3,184,995
Dreamworks Animation L.L.C.	OVER THE HEDGE	3,345,789
Dreamworks Animation L.L.C.	DREAMWORKS SHREK THE THIRD AND DESIGN	3,327,526
Dreamworks Animation L.L.C.	DREAMWORKS AND DESIGN	3,314,499
Dreamworks Animation L.L.C.	DREAMWORKS ANIMATION SKG AND DESIGN	3,370,649
Dreamworks Animation L.L.C.	DREAMWORKS SKG AND DESIGN	3,482,486
Dreamworks Animation L.L.C.	FLUSHED AWAY	3,413,428
Dreamworks Animation L.L.C.	DRONKEY	3,454,311
Dreamworks Animation L.L.C.	DREAMWORKS AND DESIGN	2,596,916
Dreamworks Animation L.L.C.	PUSS IN BOOTS	2,965,384
Dreamworks Animation L.L.C.	SKREK 4-D AND DESIGN	2,848,859
Dreamworks Animation L.L.C.	SHREK 4-D PRESENTED IN OGRE-VISION	2,848,805
Dreamworks Animation L.L.C.	SHREK	2,553,888
Dreamworks Animation L.L.C.	MADAGASCAR	3,011,693
Dreamworks Animation L.L.C.	SHREK AND DESIGN	2,617,695
Dreamworks Animation L.L.C.	PDI DREAMWORKS AND DESIGN	2,644,242
Dreamworks Animation L.L.C.	THE SPIRIT STALLION OF THE CIMARRON COLLECTION	2,716,116

Dreamworks Animation L.L.C.	DREAMWORKS AND DESIGN	2,665,088
Dreamworks Animation L.L.C.	DREAMWORKS	2,404,894
Dreamworks Animation L.L.C.	SPIRIT, STALLION OF THE CIMARRON	2,669,627
Dreamworks Animation L.L.C.	DREAMWORKS RECORDS AND DESIGN	2,316,906
Dreamworks Animation L.L.C.	DREAMWORKS	2,457,467
Dreamworks Animation L.L.C.	PDI	2,023,304
Dreamworks Animation L.L.C.	DREAMWORKS	2,326,951
Dreamworks Animation L.L.C.	MADAGASCAR	3,011,888
Dreamworks Animation L.L.C.	KUNG FU PANDA	3,468,412
Dreamworks Animation L.L.C.	DREAMWORKS SHARK TALE	2,957,787
Dreamworks Animation L.L.C.	DREAMWORKS ANIMATION SKG	3,345,120
Dreamworks Animation L.L.C.	DREAMWORKS ANIMATION SKG AND DESIGN	3,225,623