

## 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
Empire Finco, LLC		11/05/2012	LIMITED LIABILITY COMPANY: DELAWARE
RECEIVING PARTY DATA			
Name:	Ballantyne Brands, LLC		
Street Address:	10700 Sikes Place		
Internal Address:	Building H, Suite 120		
City:	Charlotte		
State/Country:	NORTH CAROLINA		
Postal Code:	28277		
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE		
PROPERTY NUMBERS Total: 7			
Property Type	Number	Word Mark	
Serial Number:	85273054	MISTIC	
Serial Number:	85652789	MISTIC	
Serial Number:	85652833	WHAT ALL HAVE YOU MIST?	
Serial Number:	85652858	SIX X	
Serial Number:	85653108	SIX X	
Serial Number:	85652928	MISTIC X	
Serial Number:	85653134	MISTIC X	
CORRESPONDENCE DATA			
Fax Number:	2125202361		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>			
Phone:	212-520-2362		
Email:	ALamson@steelpartners.com		

OP \$190.00 85273054

Correspondent Name: Amanda Lamson  
Address Line 1: 590 Madison Ave  
Address Line 2: 32 Floor  
Address Line 4: New York, NEW YORK 10022

NAME OF SUBMITTER:	Amanda Lamson
Signature:	/s/ Amanda Lamson
Date:	11/13/2012

Total Attachments: 4  
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## TRADEMARK ASSIGNMENT

**THIS TRADEMARK ASSIGNMENT** (“Assignment”) is made and entered into as of November 5, 2012 (the “Effective Date”) by and between Empire Finco, LLC, a Delaware limited liability company (“Assignor”), and Ballantyne Brands LLC, a Delaware limited liability company (“Assignee”).

**WHEREAS**, Assignor wishes to assign to Assignee, and Assignee wishes to acquire from Assignor, the United States Trademark Registration and Applications identified in Exhibit A attached hereto and made a part hereof (the “Marks”).

**NOW, THEREFORE**, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Assignor and Assignee hereby agree as follows:

Assignor hereby sells, assigns, transfers, and sets over to Assignee the entire right, title, and interest in and to the Mark, including the goodwill of the business associated therewith or symbolized thereby, together with any renewals and extensions thereof and all other corresponding rights that are or may be secured under the laws of the United States or any foreign country now or hereafter in effect, for Assignee’s own use and enjoyment, and for the use and enjoyment of Assignee’s successors, assigns, or other legal representatives, as fully and entirely as the same would have been held and enjoyed by Assignor if this Assignment had not been made, together with all income, royalties, damages, and payments now or hereafter due or payable with respect to any of the foregoing and all causes of action (either in law or in equity) and the right to sue, and recover for past, present, or future infringement or other unauthorized use of the Mark assigned to Assignee hereunder.

Assignor authorizes the Commissioner of Patents and Trademarks of the United States and any official of any state or country foreign to the United States, whose duty it is to record trademark registrations, applications, and title thereto, to record the Mark and title thereto as the property of the Assignee, its successors, legal representatives, and assigns in accordance with the terms of this instrument.

\* \* \* \* \*

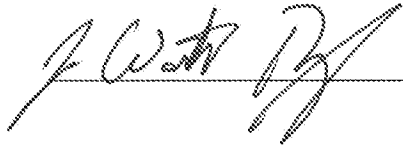
IN WITNESS WHEREOF, Assignor and Assignee have caused this Assignment to be executed by their duly authorized representatives as of the Effective Date.

ASSIGNOR:

ASSIGNEE:

EMPIRE FINCO, LLC

BALLANTYNE BRANDS LLC



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Name: J. Watson Boxley

Name:

Title: Chief Executive Officer

Title:

**IN WITNESS WHEREOF**, Assignor and Assignee have caused this Assignment to be executed by their duly authorized representatives as of the Effective Date.

**ASSIGNOR:**

**EMPIRE FINCO, LLC**


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Name: J. Watson Boxley

Title: Chief Executive Officer

**ASSIGNEE:**

**BALLANTYNE BRANDS LLC**

  
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Name: JACK HOWARD

Title: Chairman

**Exhibit A**

<b>Mark</b>	<b>Registration No.</b>	<b>Serial No.</b>	<b>Owner as reported by USPTO</b>	<b>Jurisdiction</b>	<b>Application Date</b>
MISTIC	4041974	85273054	Empire Finco, LLC	Registered with the USPTO	October 18, 2011
MISTIC (design/logo)	N/A	85652789	Empire Finco, LLC	Application with USPTO	June 15, 2012
WHAT ALL HAVE YOU MIST?	N/A	85652833	Empire Finco, LLC	Application with USPTO	June 15, 2012
SIX X (word mark)	N/A	85652858	Empire Finco, LLC	Application with USPTO	June 15, 2012
SIX X (design/ logo)	N/A	85653108	Empire Finco, LLC	Application with USPTO	June 15, 2012
MISTIC X (word mark)	N/A	85652928	Empire Finco, LLC	Application with USPTO	June 15, 2012
MISTIC X (design/logo)	N/A	85653134	Empire Finco, LLC	Application with USPTO	June 15, 2012