

TRADEMARK ASSIGNMENT

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	RELEASE BY SECURED PARTY		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Robert B Meyrowitz		01/22/2001	INDIVIDUAL: UNITED STATES
Simon Meyrowitz & Meyrowitz LLP		01/22/2001	LIMITED PARTNERSHIP: NEW YORK
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Semaphore Entertainment Group		
<b>Street Address:</b>	32 East 57th Street		
<b>City:</b>	New York		
<b>State/Country:</b>	NEW YORK		
<b>Postal Code:</b>	10022		
<b>Entity Type:</b>	Limited Partnership: NEW YORK		
<b>PROPERTY NUMBERS Total: 2</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
Registration Number:	1939277	THE ULTIMATE FIGHTING CHAMPIONSHIP	
Registration Number:	2098577		
<b>CORRESPONDENCE DATA</b>			
Fax Number:	2125305219		
	<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)530-5000		
Email:	cholm@milbank.com		
Correspondent Name:	Milbank Tweed Hadley & McCloy LLP		
Address Line 1:	1 Chase Manhattan Plaza		
Address Line 2:	Attn: Chris L. Holm		
Address Line 4:	New York, NEW YORK 10005		
ATTORNEY DOCKET NUMBER:	36784-10600		
NAME OF SUBMITTER:	Chris L. Holm		

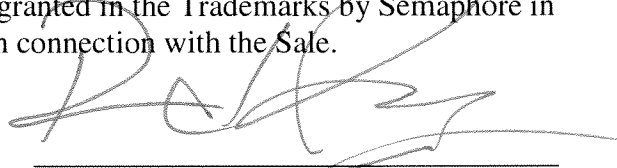
CH \$65.00 1939277

Signature:	/Chris L. Holm/
Date:	02/21/2013
Total Attachments: 10 source=ZuffaTermSecInt#page1.tif source=ZuffaTermSecInt#page2.tif source=ZuffaTermSecInt#page3.tif source=ZuffaTermSecInt#page4.tif source=ZuffaTermSecInt#page5.tif source=ZuffaTermSecInt#page6.tif source=ZuffaTermSecInt#page7.tif source=ZuffaTermSecInt#page8.tif source=ZuffaTermSecInt#page9.tif source=ZuffaTermSecInt#page10.tif	

**MEMORIALIZED  
TERMINATION OF PRIOR SECURITY INTEREST**

Pursuant to the attached Section 1.05(b) of the Asset Purchase Agreement dated December 12, 2000, Zuffa, LLC (a Nevada Limited Liability Company), ("Zuffa") holds power of attorney from Semaphore Entertainment Group (a Limited Partnership) ("Semaphore") and Robert B. Meyrowitz (an individual) ("Meyrowitz") in favor of Zuffa, LLC, to effect the sale of all assets of Semaphore to Zuffa, LLC including but not limited to Trademark Registration Nos. 1939277 and 2098577 (the "Trademarks") and the goodwill associated therewith (the "Sale"), the Security Interests that were previously granted by Semaphore in favor of Simon Meyrowitz & Meyrowitz LLP and Meyrowitz, as recorded at Reel/frame 1883/0009 and 1884/0209, and as corrected at Reel/Frame 3482/0648, were terminated as having been paid in full as of the January 22, 2001 date of sale.

The UCC -3 Statements attached hereto further memorialize the termination of any and all prior obligations and security interests granted in the Trademarks by Semaphore in favor of Meyrowitz LLP and Meyrowitz in connection with the Sale.



David Isenberg, Esq.  
Milbank Tweed Hadley & McCloy LLP  
Counsel for Zuffa, LLC

Attachments:

Power of Attorney December 12, 2000  
UCC – 3 Statements from Meyrowitz LLP and Meyrowitz

ASSET PURCHASE AGREEMENT

dated as of December 12, 2000

by and among

ZUFFA, LLC,  
as Purchaser

and

SEMAPHORE ENTERTAINMENT GROUP,  
SEG INTERNATIONAL CORP. and  
SEG SPORTS CORP.  
as Sellers

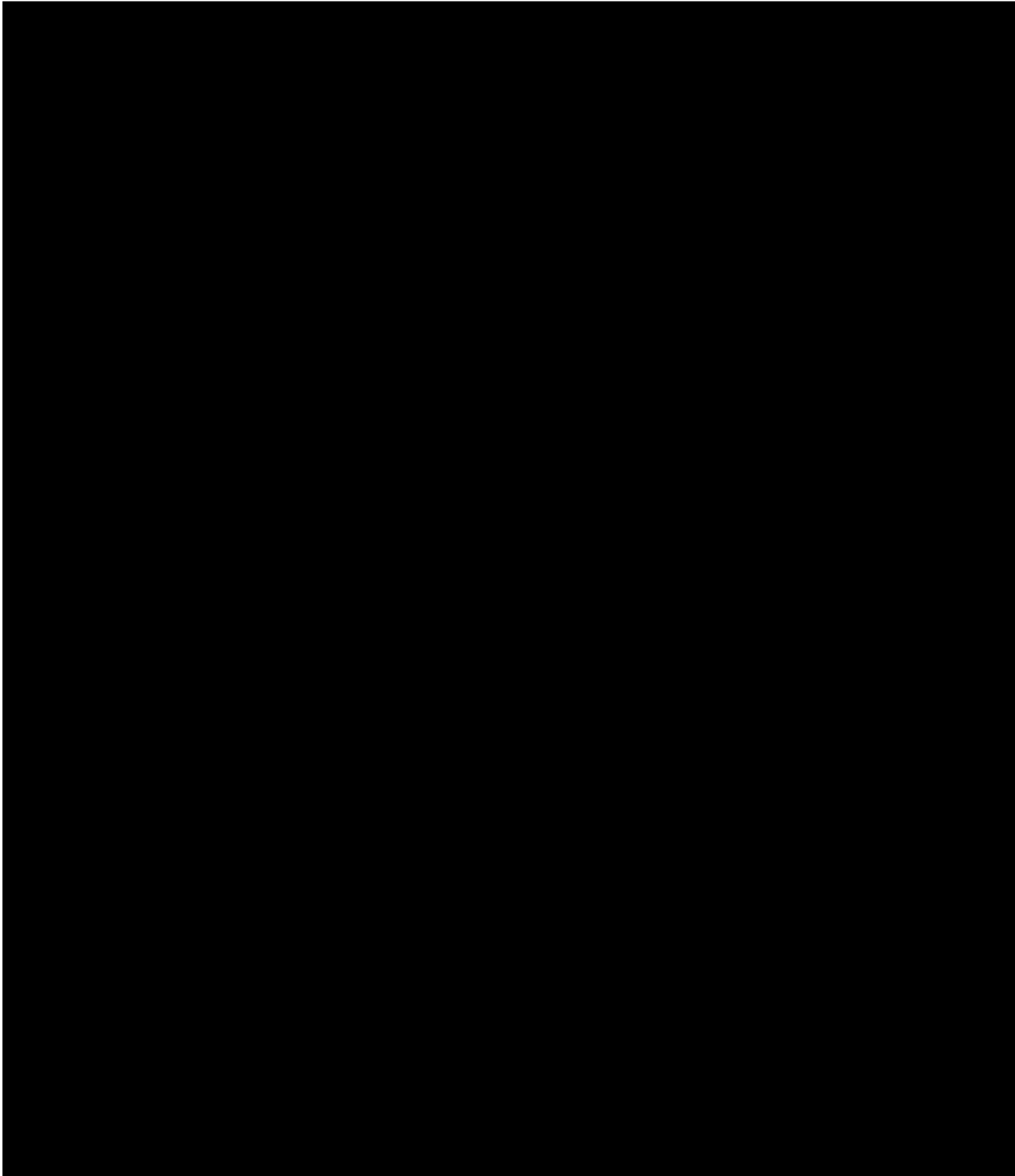
and

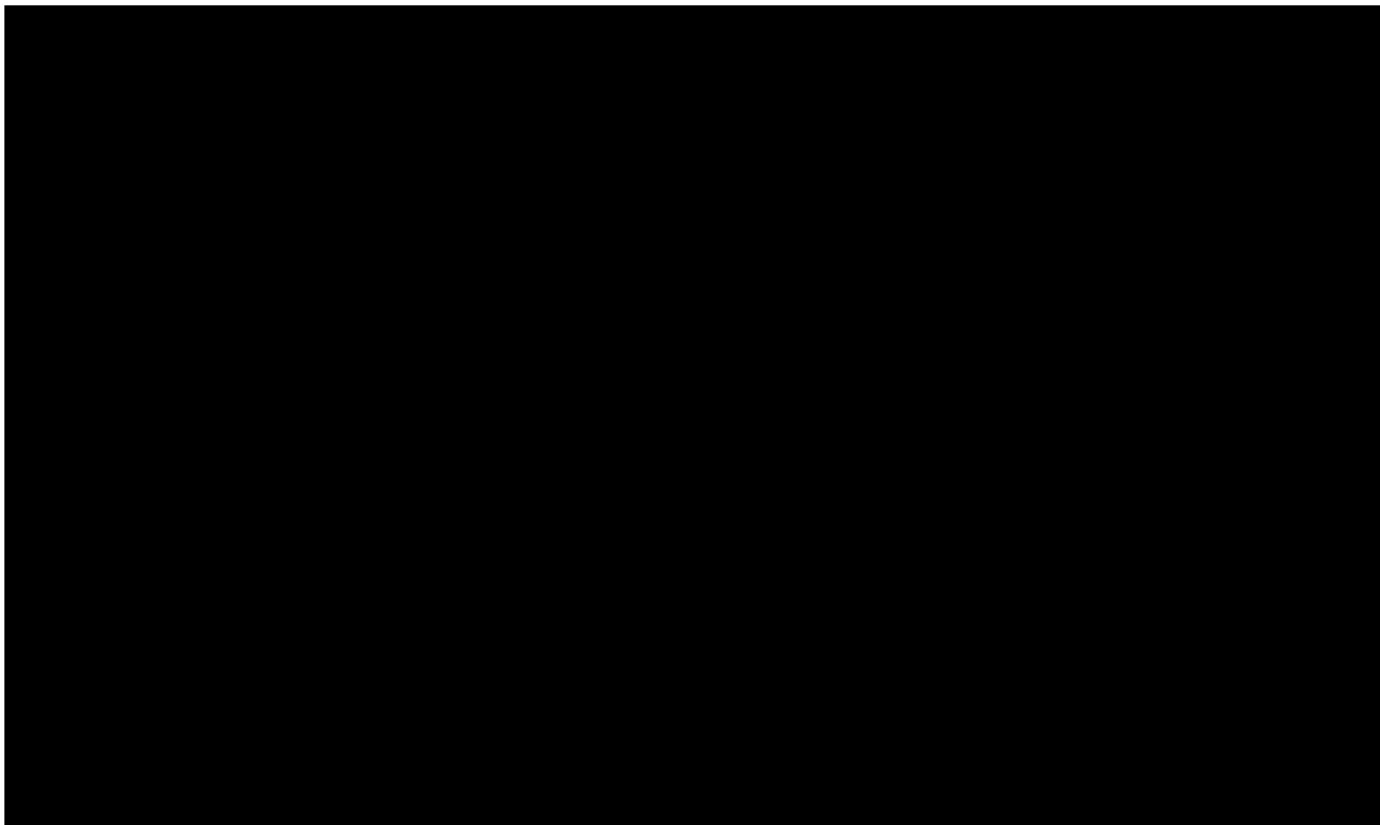
ROBERT MEYROWITZ,

LA1:#6191443

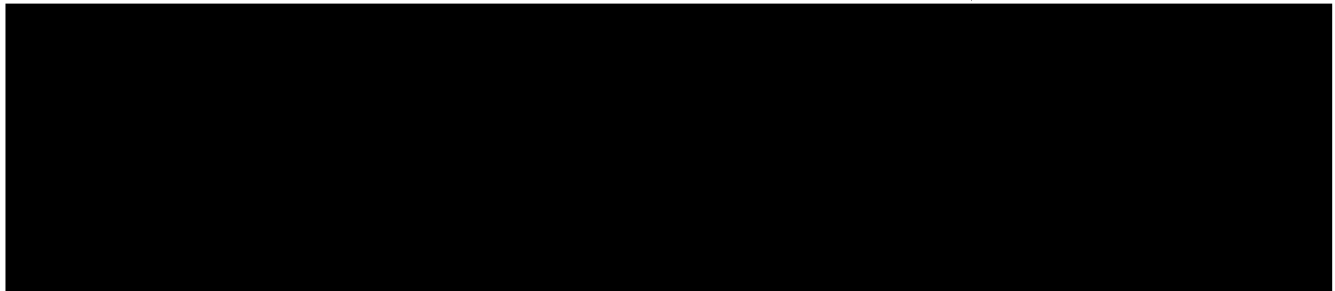
TRADEMARK  
REEL: 004968 FRAME: 0303

This ASSET PURCHASE AGREEMENT dated as of December \_\_, 2000 is made and entered into by and among ZUFFA, LLC., a Nevada limited liability company ("Purchaser"), and SEMAPHORE ENTERTAINMENT GROUP, a New York general partnership ("SEG"), SEG INTERNATIONAL CORP., a New York corporation ("SEG International"), SEG SPORTS CORP., a New York corporation and ("SEG Sports" and, together with SEG International and SEG Sports, collectively, the "Sellers") and ROBERT MEYROWITZ ("Meyrowitz"). Capitalized terms not otherwise defined herein have the meanings set forth in Section 13.01.

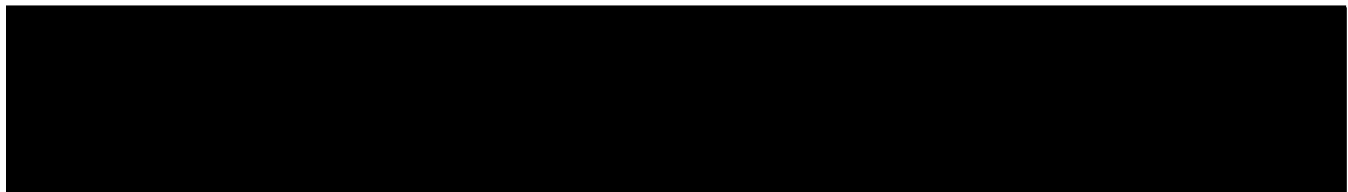




1.05 Further Assurances; Post-Closing Cooperation. (a) At any time or from time to

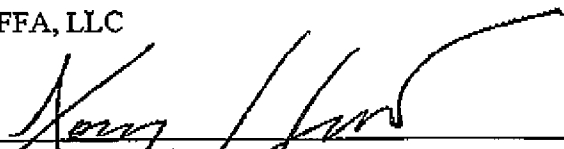


(b) Effective on the Closing Date, each Seller hereby constitutes and appoints Purchaser the true and lawful attorney of such Seller, with full power of substitution, in the name of such Seller or Purchaser, but on behalf of and for the benefit of Purchaser: (i) to demand and receive from time to time any and all the Assets and to make endorsements and give receipts and releases for and in respect of the same and any part thereof; (ii) to institute, prosecute, compromise and settle any and all Actions or Proceedings that Purchaser may deem proper in order to collect, assert or enforce any claim, right or title of any kind in or to the Assets; (iii) to defend or compromise any or all Actions or Proceedings in respect of any of the Assets; and (iv) to do all such acts and things in relation to the matters set forth in the preceding clauses (i) through (iii) as Purchaser shall deem desirable. Each Seller hereby acknowledges that the appointment hereby made and the powers hereby granted are coupled with an interest and are not and shall not be revocable by it in any manner or for any reason.



IN WITNESS WHEREOF, the parties hereto have executed and delivered this Agreement as of the date first above written.

ZUFFA, LLC

By:   
Name: LORENZO J. FERTITTA  
Title: MANAGING MEMBER

SEMAPHORE ENTERTAINMENT GROUP

By: STOREHILL ENTERTAINMENT CORP., its  
General Partner

By: \_\_\_\_\_  
Name:  
Title:

SEG INTERNATIONAL CORP.

By: \_\_\_\_\_  
Name:  
Title:

SEG SPORTS CORP.

By: \_\_\_\_\_  
Name:  
Title:

ROBERT B. MEYROWITZ

\_\_\_\_\_



DEC 12 '00 05:56PM SIMON MEYROWITZ  
FROM : Panasonic FAX SYSTEM

PHONE NO. :

Nov. 25 1995 2:24PM P1

IN WITNESS WHEREOF, this Agreement has been duly executed and delivered by the duly authorized officer of each party as of the date first above written.

ZUFFA, LLC

By: \_\_\_\_\_  
Name:  
Title:

SEMAPHORE ENTERTAINMENT GROUP

By: STOREHILL ENTERTAINMENT CORP., its  
General Partner

By: *Robert Meyrowitz*  
Name:  
Title:

SEG INTERNATIONAL CORP.

By: *Robert Meyrowitz*  
Name:  
Title:

SEG SPORTS CORP.

By: *Robert Meyrowitz*  
Name:  
Title:

ROBERT MEYROWITZ

*Robert Meyrowitz*



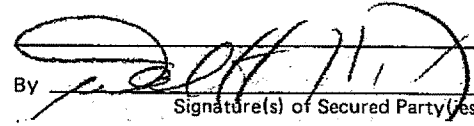
1. Debtor(s) (Last Name First) and Address(es): <b>Sensaphore Entertainment Group</b> <b>32 East 57th Street</b> <b>New York, NY 10022</b>	2. Secured Party(ies) Name(s) and Address(es): <b>Simon Heyrowitz &amp; Heyrowitz LLP</b> <b>470 Park Avenue South</b> <b>12th Floor South</b> <b>New York, NY 10016</b>	3. Is the Debtor a transmitting utility. 4. For Filing Officer: Date, Time, No. Filing Office
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5. This statement refers to original Financing Statement No. 018998 filed (date) 01/28/89

6.  A. Continuation The original Financing Statement bearing the above file number is still effective.
- B. Termination The Secured Party of record no longer claims a security interest under the Financing Statement bearing the above file number.
- C. Release From the Collateral described in the Financing Statement bearing the above file number, the Secured Party of record releases the following:
- D. Assignment The Secured Party of record has assigned the Secured Party's rights in the property described below under the Financing Statement bearing the above file number to the Assignee whose name and address are shown below:
- E. Amendment The Financing Statement bearing the above file number is amended as set forth below: (Signature of Debtor and Secured Party is Required)

This statement is to be indexed in the Real Estate Records Section Block Lot

By \_\_\_\_\_ Signature(s) of Debtor(s) (only on amendment)

By  Signature(s) of Secured Party(ies)

(4) File Copy Debtors (5/82) STANDARD FORM - FORM UCC-3 — Approved by the Secretary of State of New York

1. Debtor(s) (Last Name First) and Address(es):  
**Seseghore Entertainment Group**  
32 East 57th Street  
New York, NY 10022

2. Secured Party(ies) Name(s) and Address(es):  
**Simon Heyrowitz & Heyrowitz**  
470 Park Avenue South  
12th Floor South  
New York, NY 10016

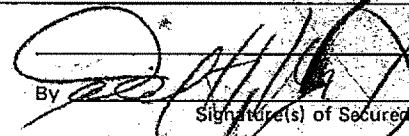
4. For Filing Officer: Date, Time, No. Filing Office

5. This statement refers to original Financing Statement No. 048284 filed (date) 03/11/99 with \_\_\_\_\_

- 6.  A. Continuation The original Financing Statement bearing the above file number is still effective.
- B. Termination The Secured Party of record no longer claims a security interest under the Financing Statement bearing the above file number.
- C. Release From the Collateral described in the Financing Statement bearing the above file number, the Secured Party of record releases the following:
- D. Assignment The Secured Party of record has assigned the Secured Party's rights in the property described below under the Financing Statement bearing the above file number to the Assignee whose name and address are shown below:
- E. Amendment The Financing Statement bearing the above file number is amended as set forth below: (Signature of Debtor and Secured Party is Required)

This statement is to be indexed in the Real Estate Records Section Block Lot

By \_\_\_\_\_  
Signature(s) of Debtor(s) (only on amendment)

By   
Signature(s) of Secured Party(ies)

(4) File Copy Debtors  
(5/82)

STANDARD FORM - FORM UCC-3 — Approved by the Secretary of State of New York, Pennsylvania & Texas

1. Debtor(s) (Last Name First) and Address(es):

**Semaphore Entertainment Group**  
32 East 57th Street  
New York, NY 10022

2. Secured Party(ies) Name(s) and Address(es):

**Robert B. Mayrowitz**  
263 Store Hill Road  
Old Westbury, NY 11568

4. For Filing Officer: Date, Time, No. Filing Office

5. This statement refers to original Financing Statement No. 022647 filed (date) 02/02/99 with \_\_\_\_\_

- A. Continuation    The original Financing Statement bearing the above file number is still effective.
- B. Termination    The Secured Party of record no longer claims a security interest under the Financing Statement bearing the above file number.
- C. Release        From the Collateral described in the Financing Statement bearing the above file number, the Secured Party of record releases the following:
- D. Assignment    The Secured Party of record has assigned the Secured Party's rights in the property described below under the Financing Statement bearing the above file number to the Assignee whose name and address are shown below.
- E. Amendment    The Financing Statement bearing the above file number is amended as set forth below: (Signature of Debtor and Secured Party is Required)

This statement is to be indexed in the Real Estate Records

Section

Block

Lot

By \_\_\_\_\_  
Signature(s) of Debtor(s) (only on amendment)

By *Robert B. Mayrowitz*  
Signature(s) of Secured Party(ies)

(4) File Copy Debtors  
(5/82)

STANDARD FORM - FORM UCC-3 — Approved by the Secretary of State of New York, Pennsylvania & Texas

1. Debtor(s) (Last Name First) and Address(es):  
**Semaphore Entertainment Group**  
**32 East 57th Street**  
**New York, NY 10022**

2. Secured Party(ies) Name(s) and Address(es):  
**Robert B. Meyrowitz**  
**263 Store Hill Road**  
**Old Westbury, NY 11568**

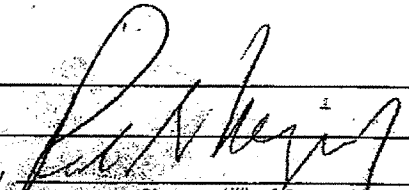
4. For Filing Officer: Date, Time, No. Filing Office

5. This statement refers to original Financing Statement No. 99PK06716 filed (date) 2/9/99 with 011

- 6.  A. Continuation The original Financing Statement bearing the above file number is still effective.
- B. Termination The Secured Party of record no longer claims a security interest under the Financing Statement bearing the above file number.
- C. Release From the Collateral described in the Financing Statement bearing the above file number, the Secured Party of record releases the following:
- D. Assignment The Secured Party of record has assigned the Secured Party's rights in the property described below under the Financing Statement bearing the above file number to the Assignee whose name and address are shown below:
- E. Amendment The Financing Statement bearing the above file number is amended as set forth below: (Signature of Debtor and Secured Party is Required)

This statement is to be indexed in the Real Estate Records Section Block Lot

By \_\_\_\_\_  
Signature(s) of Debtor(s) (only on amendment)

By   
Signature(s) of Secured Party(ies)

(4) File Copy Debtors (5/82) STANDARD FORM - FORM UCC-3 — Approved by the Secretary of State of New York