

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
PRIDE FC Worldwide Holdings, LLC		02/25/2013	LIMITED LIABILITY COMPANY: DELAWARE
RECEIVING PARTY DATA			
Name:	Deutsche Bank Trust Company Americas, as Collateral Agent		
Street Address:	60 Wall Street		
City:	New York		
State/Country:	NEW YORK		
Postal Code:	10005		
Entity Type:	CORPORATION: NEW YORK		
PROPERTY NUMBERS Total: 19			
Property Type	Number	Word Mark	
Registration Number:	3002172	PRIDE	
Registration Number:	3245229	PRIDE	
Registration Number:	2821468	PRIDE	
Registration Number:	2976473	PRIDE	
Registration Number:	2747897	PRIDE FIGHTING CHAMPIONSHIPS	
Registration Number:	2725045	PRIDE FIGHTING CHAMPIONSHIPS	
Registration Number:	3643997	THE SECOND COMING	
Registration Number:	3311709	PRIDE	
Registration Number:	3176185	PRIDE FC FIGHTING CHAMPIONSHIPS	
Registration Number:	3211130	TOTAL ELIMINATION	
Registration Number:	3306884	FINAL CONFLICT	
Registration Number:	3211131	CRITICAL COUNTDOWN	
Serial Number:	76050571	PRIDE	
Serial Number:	76050574	PRIDE	

TRADEMARK

Serial Number:	76148587	PRIDE FIGHTING CHAMPIONSHIPS
Serial Number:	77690073	PRIDE
Serial Number:	76148590	PRIDE FIGHTING CHAMPIONSHIPS NEW BLOOD
Serial Number:	78864263	SHOCKWAVE
Serial Number:	78938871	THE REAL DEAL

CORRESPONDENCE DATA

Fax Number: 2125305219

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

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
Signature:	/Chris L. Holm/
Date:	02/25/2013

Total Attachments: 6

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GRANT OF SECURITY INTEREST
IN UNITED STATES TRADEMARKS

FOR GOOD AND VALUABLE CONSIDERATION, receipt and sufficiency of which are hereby acknowledged, PRIDE FC Worldwide Holdings, LLC, a Delaware limited liability company (the "Grantor") with principal offices at 2960 West Sahara Avenue, Suite 100, Las Vegas, NV 89102, hereby grants to Deutsche Bank Trust Company Americas, as Collateral Agent, with principal offices at Deutsche Bank Trust Company Americas, 60 Wall Street, New York, New York 10005, (the "Grantee"), a continuing security interest in (i) all of the Grantor's right, title and interest in, to and under to the United States trademarks, trademark registrations and trademark applications (the "Marks") set forth on Schedule A attached hereto, (ii) all Proceeds (as such term is defined in the Security Agreement referred to below) and products of the Marks, (iii) the goodwill of the businesses with which the Marks are associated and (iv) all causes of action arising prior to or after the date hereof for infringement of any of the Marks or unfair competition regarding the same.

THIS GRANT is made to secure the satisfactory performance and payment of all the Obligations of the Grantor, as such term is defined in the Security Agreement among the Grantor, the other assignors from time to time party thereto and the Grantee, dated as of February 25, 2013 (as amended, modified, restated and/or supplemented from time to time, the "Security Agreement"). Upon the occurrence of the Termination Date (as defined in the Security Agreement), the Grantee shall execute, acknowledge, and deliver to the Grantor an instrument in writing releasing the security interest in the Marks acquired under this Grant.

This Grant has been granted in conjunction with the security interest granted to the Grantee under the Security Agreement. The rights and remedies of the Grantee with respect to the security interest granted herein are as set forth in the Security Agreement, all provisions of which are incorporated herein by reference. In the event that any provisions of this Grant are

deemed to conflict with the Security Agreement, the provisions of the Security Agreement shall govern with respect to such conflict.

[Remainder of this page intentionally left blank; signature page follows]

IN WITNESS WHEREOF, the undersigned have executed this Grant as of the
25th day of February, 2013.

PRIDE FC WORLDWIDE HOLDINGS, LLC,
as Grantor

By: 

Name:

Title:

*Signature Page to Pride FC Worldwide Holdings, LLC Grant of Security Interest in United
States Trademarks*

TRADEMARK
REEL: 004970 FRAME: 0386

DEUTSCHE BANK TRUST COMPANY AMERICAS,
as Collateral Agent and Grantee

By: 
Name: Mary Kay Coyle
Title: Managing Director

By: 
Name: Michael Getz
Title: Vice President

*Signature Page to Pride FC Worldwide Holdings, LLC Grant of Security Interest in United
States Trademarks*

TRADEMARK
REEL: 004970 FRAME: 0387

PRIDE FC Worldwide Holdings, LLC Trademarks

Owner	Trademark	Application Number	Registration Number	Status
Pride FC Worldwide Holdings, LLC	PRIDE	79002302	3202239	REGISTERED Section 66(a) (Madrid Protocol) - Current Notice of First Refusal
Pride FC Worldwide Holdings, LLC	BUSHIDO	79011898	3462403	REGISTERED Section 66(a) (Madrid Protocol) - Current Notice of First Refusal
Pride FC Worldwide Holdings, LLC	BUSHIDO	79012255	3280042	REGISTERED Section 66(a) (Madrid Protocol) - Current Notice of First Refusal
Pride FC Worldwide Holdings, LLC	PRIDE	76050589	3002172	REGISTERED Section 44(D)
Pride FC Worldwide Holdings, LLC	PRIDE	76050590	3245229	REGISTERED Section 44(D)
Pride FC Worldwide Holdings, LLC	PRIDE	76050572	2821468	REGISTERED
Pride FC Worldwide Holdings, LLC	PRIDE	76050573	2976473	REGISTERED
Pride FC Worldwide Holdings, LLC	PRIDE FIGHTING CHAMPIONSHIPS	76148586	2747897	REGISTERED
Pride FC Worldwide Holdings, LLC	PRIDE FIGHTING CHAMPIONSHIPS	76148588	2725045	REGISTERED
Pride FC Worldwide Holdings, LLC	THE SECOND COMING	77073561	3643997	REGISTERED
Pride FC Worldwide Holdings, LLC	PRIDE	78605530	3311709	REGISTERED
Pride FC Worldwide Holdings, LLC	PRIDE FC FIGHTING CHAMPIONSHIPS	78605532	3176185	REGISTERED
Pride FC Worldwide Holdings, LLC	TOTAL ELIMINATION	78864249	3211130	REGISTERED
Pride FC Worldwide Holdings, LLC	FINAL CONFLICT	78864254	3306884	REGISTERED
Pride FC Worldwide Holdings, LLC	CRITICAL COUNTDOWN	78864257	3211131	REGISTERED
Pride FC Worldwide Holdings, LLC	PRIDE	76050571		PUBLISHED (PENDING) Intent to Use
Pride FC Worldwide Holdings, LLC	PRIDE	76050574		PUBLISHED (PENDING) Intent to Use
Pride FC Worldwide Holdings, LLC	PRIDE FIGHTING CHAMPIONSHIPS	76148587		PUBLISHED (PENDING) Intent to Use
Pride FC Worldwide Holdings, LLC	PRIDE	77690073		PUBLISHED (PENDING) Intent to Use
Pride FC Worldwide Holdings, LLC	PRIDE FIGHTING CHAMPIONSHIPS NEW BLOOD FC	76148590		ABANDONED Intent to Use
Pride FC Worldwide Holdings, LLC	SHOCKWAVE	78864263		ABANDONED Intent to Use
Pride FC Worldwide Holdings, LLC	THE REAL DEAL	78938871		ABANDONED Intent to Use

SCHEDULE A

Nevada State Trademarks				
Pride FC Worldwide Holdings, LLC	PRIDE		E0101722012-6	REGISTERED (NV)
Pride FC Worldwide Holdings, LLC	PRIDE		E0101752012-9	REGISTERED (NV)