

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
GSV LLC		02/26/2013	LIMITED LIABILITY COMPANY: DELAWARE

**RECEIVING PARTY DATA**

Name:	T-Mobile USA, Inc.
Street Address:	12920 S.E. 38th Street
City:	Bellevue
State/Country:	WASHINGTON
Postal Code:	98006
Entity Type:	CORPORATION: DELAWARE

**PROPERTY NUMBERS Total: 9**

Property Type	Number	Word Mark
Serial Number:	85978527	GOSMART
Serial Number:	85978379	GOSMART MOBILE
Serial Number:	85978619	GO SMART MOBILE
Serial Number:	85978134	GO SMART MOBILE
Serial Number:	85527430	GOSMART
Serial Number:	85527478	GOSMART MOBILE
Serial Number:	85625113	GO SMART MOBILE
Serial Number:	85625120	GO SMART MOBILE
Serial Number:	85716527	NO DUM

**CORRESPONDENCE DATA**

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

Phone: 425-383-4000

OP \$240.00 85978527

Email: IPCOUNSEL@T-MOBILE.COM  
Correspondent Name: Richard W. Hansen  
Address Line 1: 12920 S.E. 38th Street  
Address Line 4: Bellevue, WASHINGTON 98006

NAME OF SUBMITTER:	Richard W. Hansen
Signature:	/Richard W. Hansen/
Date:	02/26/2013

Total Attachments: 7  
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## ASSIGNMENT OF TRADEMARK RIGHTS

WHEREAS, GSV LLC ("Assignor"), a Delaware limited liability company with an address at 555 West Fifth St., 31<sup>st</sup> Fl., Los Angeles, CA 90013 has common law rights in the mark(s) that are the subject of this assignment and as shown in the attached Exhibits; and

WHEREAS, Assignor is the owner of the trademark/service mark registrations set forth in Exhibit 1 and incorporated herein by reference;

WHEREAS, Assignor is the owner of the pending use-based trademark/service mark applications set forth in Exhibit 2 and incorporated herein by reference;

WHEREAS, Assignor is the owner of the pending intent-to-use-based trademark/service mark applications set forth in Exhibit 3 and incorporated herein by reference;

WHEREAS, Assignor is the owner of the pending applications in jurisdictions that do not require use claims set forth in Exhibit 4 and incorporated herein by reference;

WHEREAS, T-Mobile USA, Inc. ("Assignee"), a Delaware corporation with its principal place of business at 12920 S.E. 38th Street, Bellevue, WA 98006, is desirous of acquiring said common law rights, registrations, applications and the goodwill associated therewith;

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Assignor does hereby assign unto Assignee all right, title and interest in and to the marks set forth in Exhibits 1, 2, 3, and 4 together with that portion of its business relating to the marks and the goodwill appurtenant thereto.

Assignor agrees to execute and deliver, at the request of Assignee, all papers, instruments, and assignments, and to perform any other reasonable acts the Assignee may require in order to vest all right, title, and interest in and to the Mark to the Assignee and/or provide evidence to support any of the foregoing in the event such evidence is necessary to effectuate the assignment, to the extent such evidence is in the possession or control of Assignor.

Assignor may be permitted to use and/or continue to use the marks set forth in Exhibits 1 - 4 as a licensee of Assignee in certain jurisdictions in accordance with a separate agreement. All such

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**EXHIBIT 1**

**TRADEMARK REGISTRATIONS**

<b>Trademark</b>	<b>Jurisdiction / Registration No.</b>	<b>Registration Date</b>
GOSMART	European Community Trademark (CTM) / 010598365	Jul. 13, 2012



**EXHIBIT 2**

**PENDING "USE" APPLICATIONS**

<b>Trademark</b>	<b>Jurisdiction / Serial No.</b>	<b>Filing Date</b>
GOSMART	USA 85978527	1/27/12
GOSMART MOBILE	USA 85978379	1/27/12
	USA 85978619	5/14/12
	USA 85978134	5/14/12

**EXHIBIT 3**

**PENDING "INTENT TO USE" APPLICATIONS**

<b>Trademark</b>	<b>Jurisdiction / Serial No.</b>	<b>Filing Date</b>
GOSMART	USA / 85527430	Jan. 27, 2012
GOSMART MOBILE	USA / 85527478	Jan. 27, 2012
	USA / 85625113	May 14, 2012
	USA / 85625120	May 14, 2012
NO DUM	USA / 85716527	Aug. 29, 2012



**EXHIBIT 4**

**PENDING APPLICATIONS IN JURISDICTIONS THAT DO NOT REQUIRE  
USE CLAIMS**

<b>Trademark</b>	<b>Jurisdiction / Serial No.</b>	<b>Filing Date</b>
GOSMART MOBILE logo	CTM / 11209079	10/8/2012
GOSMART	Hong Kong / 302387656	9/25/2012
GOSMART	South Korea / 40-2012-60550	10/2/2012