

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

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|---------------------------|---|----------------|---------------------------------------|
| SUBMISSION TYPE: | NEW ASSIGNMENT | | |
| NATURE OF CONVEYANCE: | ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL | | |
| CONVEYING PARTY DATA | | | |
| Name | Formerly | Execution Date | Entity Type |
| MPS Entertainment LLC | | 06/13/2013 | LIMITED LIABILITY COMPANY: NEW JERSEY |
| RECEIVING PARTY DATA | | | |
| Name: | Viacom International Inc. | | |
| Street Address: | 1515 Broadway | | |
| City: | New York | | |
| State/Country: | NEW YORK | | |
| Postal Code: | 10036 | | |
| Entity Type: | CORPORATION: DELAWARE | | |
| PROPERTY NUMBERS Total: 4 | | | |
| Property Type | Number | Word Mark | |
| Serial Number: | 85543937 | GTL | |
| Serial Number: | 85543946 | GTL | |
| Registration Number: | 4313481 | GTL | |
| Registration Number: | 4101004 | GTL FINDER | |
| CORRESPONDENCE DATA | | | |
| Fax Number: | 2124898340 | | |
| | <i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i> | | |
| Phone: | 2126036454 | | |
| Email: | camillecalman@dwt.com | | |
| Correspondent Name: | Camille Calman | | |
| Address Line 1: | 1633 Broadway, 27th Floor | | |
| Address Line 2: | Davis Wright Tremaine | | |
| Address Line 4: | New York, NEW YORK 10019 | | |
| ATTORNEY DOCKET NUMBER: | 38015-142 | | |

CH \$115.00 85543937

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|---|------------------|
| NAME OF SUBMITTER: | Camille Calman |
| Signature: | /Camille Calman/ |
| Date: | 07/05/2013 |
| Total Attachments: 4 source=Assignment of Trademarks#page1.tif source=Assignment of Trademarks#page2.tif source=Assignment of Trademarks#page3.tif source=Assignment of Trademarks#page4.tif | |

EXHIBIT 1

**U. S. PATENT AND TRADEMARK OFFICE
ASSIGNMENT FORM**

ASSIGNMENT OF TRADEMARKS

WHEREAS, MPS Entertainment LLC, a New Jersey limited liability company ("Assignor"), having its principal place of business at 4400 Route 9 South, Suite 1000, Freehold, New Jersey 07728, has adopted, used, and is using certain trademarks listed in Schedule A attached hereto (the "Registered Marks"), which are registered in the United States Patent and Trademark Office under the registration numbers listed in attached Schedule A for the goods identified therein; and

WHEREAS Seller has adopted, used, and is using certain trademarks listed in Schedule B attached hereto (the "Pending Marks"), for which it has applied to register in the United States Patent and Trademark Office under the application numbers listed in attached Schedule B for the goods identified therein; and

WHEREAS, Viacom International Inc., a Delaware corporation ("Assignee"), having its principal place of business at 1515 Broadway, New York, NY 10036, is desirous of acquiring all right, title and interest in and to the Registered Marks and registrations identified in Schedule A and the Pending Marks in Schedule B, for the goods identified therein;

NOW, THEREFORE, for good and valuable consideration, the receipt and adequacy of which is hereby acknowledged, Seller hereby assigns, transfers and conveys to Purchaser the entire right, title and interest in and to the Registered Marks and registrations identified in Schedule A and the Pending Marks in Schedule B for the goods identified therein, together with the goodwill symbolized by and associated with such Marks and registrations, and all rights, interests, claims and demands recoverable in law or in equity, that Seller has or may have in profits and damages for past, present and future infringements thereof, including but not limited to the right to compromise, sue for and collect said profits and damages.

IN WITNESS WHEREOF, Seller and Purchaser have caused this instrument to be executed by its duly authorized corporate officers as of the 13 day of June 2013.

VIACOM INTERNATIONAL INC.

MPS ENTERTAINMENT, LLC

By:

MICHELE A. HALLIE

Print Name

Title

VICE PRESIDENT

By:

Marc Sorrentino

Print Name

Title

Chief Executive Officer

SCHEDULE A

| Mark | Registration No. | Class | Goods & Services |
|-------------|-------------------------|--------------|--|
| GTL | 4313481 | 18 | Athletic bags, backpacks, duffel bags, tote bags, beach tote bags |
| GTL FINDER | 4101004 | 09 | Computer application software for use with smartphones, PDA devices and tablet computers, namely, software for accessing, viewing, and interacting with and downloading entertainment content. |

SCHEDULE B

| Mark | Application No. | Class | Goods & Services |
|------|-----------------|-------|--|
| GTL | 85/543,937 | 3 | Stain removers. |
| GTL | 85/543,946 | 21 | Containers for beverages, namely, plastic water bottles sold empty; insulated containers for beverage cans for domestic use; thermal insulated containers for beverages. |
| | | 22 | Laundry bags. |