

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM298226

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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 |
| ESA's Foundation | | 03/14/2014 | non-profit corporation: DELAWARE |
| RECEIVING PARTY DATA | | | |
| Name: | Entertainment Software Association | | |
| Street Address: | 575 7th Street, NW | | |
| Internal Address: | Suite 300 | | |
| City: | Washington | | |
| State/Country: | DISTRICT OF COLUMBIA | | |
| Postal Code: | 20004 | | |
| Entity Type: | non-profit corporation: DELAWARE | | |
| PROPERTY NUMBERS Total: 4 | | | |
| Property Type | Number | Word Mark | |
| Serial Number: | 85936876 | ESA ENTERTAINMENT SOFTWARE ASSOCIATION F | |
| Registration Number: | 3223066 | NTU | |
| Registration Number: | 3297899 | ESA FOUNDATION | |
| Registration Number: | 2552075 | A NITE TO UNITE FOR KIDS | |
| CORRESPONDENCE DATA | | | |
| Fax Number: | | | |
| <i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i> | | | |
| Phone: | 202.344.4000 | | |
| Email: | trademarkdocket@venable.com, ADPrice@Venable.com, HBMarkus@Venable.com | | |
| Correspondent Name: | Andrew D. Price | | |
| Address Line 1: | P.O. Box 34385 | | |
| Address Line 2: | Venable LLP | | |
| Address Line 4: | Washington, DISTRICT OF COLUMBIA 20043 | | |
| ATTORNEY DOCKET NUMBER: | 93581-358141 | | |
| NAME OF SUBMITTER: | Halle B. Markus | | |
| SIGNATURE: | /Halle B. Markus/ | | |
| DATE SIGNED: | 03/14/2014 | | |

TRADEMARK

Total Attachments: 2

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U.S. TRADEMARK ASSIGNMENT

WHEREAS, ESA's Foundation ("Assignor"), a non-profit corporation organized under the laws of the State of Delaware and having an address at 317 Madison Avenue, 22nd Floor, New York, New York 10017, owns trademark rights in the marks ESA ENTERTAINMENT SOFTWARE ASSOCIATION FOUNDATION & Design, NTU, ESA FOUNDATION & Design, and A NITE TO UNITE FOR KIDS & Design shown in Exhibit A (collectively, "Marks").

WHEREAS, Assignor owns the trademark applications/registrations shown in Exhibit A (collectively "Applications/Registrations"), and Assignor owns common-law rights and goodwill in the Marks resulting from use of the Marks by Assignor and/or Assignor's predecessors in interest, related companies, and/or licensees (collectively, with the Marks and the Applications/Registrations, referred to as "Trademark Property").

WHEREAS, Entertainment Software Association ("Assignee," collectively with Assignor referred to as "Parties"), a corporation organized under the laws of the State of Delaware and having an address at 575 7th Street, NW, Suite 300, Washington, D.C. 20004, desires to acquire all of Assignor's right, title, and interest in the Trademark Property.

WHEREAS, Assignor desires a license-back from Assignee in the form of a continuing right to use the Trademark Property pursuant to the trademark license already in effect between the Parties as granted by Section 3 of the Affiliation Agreement, dated April 1, 2012, between the Parties ("Affiliation Agreement").

NOW THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor hereby assigns to Assignee, all of Assignor's right, title, and interest in and to the Trademark Property, including but not limited to the goodwill therein, and the right to sue and collect damages against third parties for all instances of past and future trademark infringement, unfair competition, trademark dilution, and other violations of the U.S. Lanham Act and analogous U.S. state laws and non-U.S. laws, with respect to the Trademark Property. Assignor shall have no remaining rights whatsoever in the Trademark Property, except as granted to Assignor pursuant to the Affiliation Agreement.

ESA'S FOUNDATION

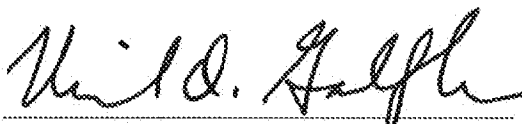



By: 
Name: Michael D. Gallagher
Title: President & CEO
Date: 3/14/14

Exhibit A

| Mark | Appln No. | Reg. No. |
|--|--------------------------|------------------------|
| ESA ENTERTAINMENT SOFTWARE ASSOCIATION FOUNDATION & Design  | 85/936,876 | |
| NTU ESA FOUNDATION & Design  | 78/910,483 78/910,478 | 3,223,066 3,297,899 |
| A NITE TO UNITE FOR KIDS & Design  | 76/107,475 | 2,552,075 |