TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM336093

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	ASSIGNMENT OF THE ENTIRE INTEREST AND THE GOODWILL

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Scott Miller		06/25/2014	INDIVIDUAL: UNITED STATES
George Broussard		06/25/2014	INDIVIDUAL: UNITED STATES

RECEIVING PARTY DATA

Name:	Shadow Zilla Holdings, LLC
Street Address:	3100 Independence Pkwy, suite 311-299
City:	Plano
State/Country:	TEXAS
Postal Code:	75075
Entity Type:	LIMITED LIABILITY COMPANY: TEXAS

PROPERTY NUMBERS Total: 1

Property Type	Number	Word Mark
Serial Number:	86318730	SHADOW WARRIOR

CORRESPONDENCE DATA

Fax Number:

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

Phone: 2144512154
Email: pheptig@heptiglaw.com
Correspondent Name: Pat Heptig
Address Line 1: 15050 E. Beltwood Pkwy, suite 200
Address Line 4: Addison, TEXAS 75001

ATTORNEY DOCKET NUMBER:	SHADOW WARRIOR ASSIGNMENT
NAME OF SUBMITTER:	J. Pat Heptig
SIGNATURE:	/J. Pat Heptig/
DATE SIGNED:	03/24/2015

Total Attachments: 4
source=SW tm assignment from sm to zilla#page1.tif
source=SW tm assignment from sm to zilla#page2.tif
source=SW tm assignment from sm to zilla#page3.tif
source=SW tm assignment from sm to zilla#page4.tif

OP $40.00 86318730

INTELLECTUAL PROPERTY ASSIGNMENT

This Intellectual Property Assignment (the "Assignment") is made and effective as of June 25, 2014 ("Effective Date") by and between **Scott Miller ("Miller")**, a Texas resident living at 1802 St. James, Garland, TX 75043, **George Broussard ("Broussard")**, a Texas resident living at 2213 Shari Ln., Garland, TX 75043, collectively, the "Assignors"), and **Shadow Zilla Holdings, LLC ("Zilla")**, a Texas limited liability company at 3100 Independence Pkwy, Suite 311-299, Plano, TX 75075 (the "Assignee"). The Assignors and the Assignee are referred to herein collectively as the "Parties".

RECITALS

WHEREAS, on or about February 21, 2014, Miller and Broussard jointly acquired all rights, title, and interests in and to the "Shadow Warrior" game and related intellectual property, including the "Shadow Warrior" mark and all goodwill relating thereto, from Apogee Software Ltd., d/b/a "3D Realms Entertainment", including without limitation U.S. Trademark Application Serial No. 86/318,730 and other assets listed in Schedule 1 hereto, (collectively, the "Shadow Warrior Assets");

WHEREAS, it is the Assignors' intention to assign and transfer to the Assignee all of their rights, title, and interests in and to the Shadow Warrior Assets; and

WHEREAS, the Assignee desires to acquire all of the Assignors' rights, title, and interests in and to the Shadow Warrior Assets;

NOW, THEREFORE, in consideration of the covenants and premises set forth herein, and for other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Parties hereto agree as follows:

1. ASSIGNMENT OF ASSETS.

Effective as of the Effective Date, the Assignors sell, transfer, convey, assign, and deliver to the Assignee, and the Assignee accepts and assumes all rights, title, and interests of the Assignors in and to the following:

(a) the Shadow Warrior Assets referred to in Schedule 1 hereto;

(b) the goodwill of the business connected with and symbolized by the "Shadow Warrior" mark;

(c)

[REDACTED]

TRADEMARK
REEL: 005484 FRAME: 0953

[REDACTED]

2. **ADDITIONAL DOCUMENTATION.**
The Assignors will, on request:

(a) execute and deliver, or cause to be executed and delivered, to the Assignee any additional papers, including any separate assignments of the "Shadow Warrior" trademarks and copyrights, reasonably necessary to record the assignment in the United States and throughout the world;

(b) generally do all other lawful acts reasonable and necessary to record the Assignment in the United States and throughout the world; and

(c) execute all lawful papers reasonable and necessary for Assignee to obtain a trademark on the "Shadow Warrior" mark.

3. **GOVERNING LAW.**

This Assignment shall be governed by the laws of the state of Texas, without regard to conflicts of law principals thereof. In the event that litigation results from or arises out of this Assignment or the performance thereof, the Parties agree to reimburse the prevailing Party's reasonable attorneys' fees, court costs, and all other expenses, whether or not taxable by the court as costs, in addition to any other relief to which the prevailing Party may be entitled.

4. **COUNTERPARTS/ELECTRONIC SIGNATURES.**

This Assignment may be executed in one or more counterparts, each of which shall be deemed an original but all of which shall constitute one and the same instrument. For purposes of this Assignment, use of a facsimile, e-mail, or other electronic medium shall have the same force and effect as an original signature.

5. **WARRANTIES AND REPRESENTATIONS.**

Assignors, jointly and severally, warrant and represent that (i) there are no claims, liabilities, liens, UCC filings, or other encumbrances of any kind, threatened, filed or asserted against any of the Shadow Warrior Assets that would prevent any of the

transfers, assignments or licenses contained in this Assignment, (ii) they are the sole and exclusive owners of the entire right, title, and interests in and to the Shadow Warrior Assets and any other rights transferred, assigned or licensed under this Assignment, and (iii) they have the full power and authority to enter into this Assignment and to make the transfers, assignments, and licenses provided herein.

IN WITNESS WHEREOF, the Parties have executed this Assignment as of the Effective Date.

ASSIGNOR: SCOTT MILLER

By: _____

Date: 06/28/14

ASSIGNOR: GEORGE BROUSSARD

By: _____

Date: 6-27-14

ASSIGNEE: SHADOW ZILLA HOLDINGS, LLC

By: _____

Name: Scott Miller

Title: Manager

Date: 06/28/14

TRADEMARK
REEL: 005484 FRAME: 0955

SCHEDULE 1

1. The "Shadow Warrior" name, all fictional names, trademarks, trade names, service marks related to the Shadow Warrior video games.

[REDACTED]

5. U.S. Trademark Application Serial No. 86/318,730 for the "Shadow Warrior" mark, filed by Assignors on June 24, 2014.