

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM341118

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	ASSIGNMENT OF THE ENTIRE INTEREST AND THE GOODWILL		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
New Kingdoms LLC		05/12/2015	LIMITED LIABILITY COMPANY: SOUTH CAROLINA
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	GWR IP LLC		
<b>Street Address:</b>	c/o Centerbridge Capital Partners III, L.P.		
<b>Internal Address:</b>	375 Park Avenue, 12th Floor		
<b>City:</b>	New York		
<b>State/Country:</b>	NEW YORK		
<b>Postal Code:</b>	10152		
<b>Entity Type:</b>	LIMITED LIABILITY COMPANY: DELAWARE		
<b>PROPERTY NUMBERS Total: 7</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	3617507	MQ	
<b>Registration Number:</b>	3387027	MQ	
<b>Registration Number:</b>	3641190	MQ	
<b>Registration Number:</b>	3300223	MQ	
<b>Registration Number:</b>	3396568	MAGIQUEST	
<b>Registration Number:</b>	3604292	MAGIQUEST	
<b>Registration Number:</b>	4618471	SHADOW QUEST	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	2125046666		
<i>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.</i>			
<b>Phone:</b>	2125046000		
<b>Email:</b>	jennifer.chick@cwt.com		
<b>Correspondent Name:</b>	Cadwalader Wickersham & Taft LLP		
<b>Address Line 1:</b>	One World Financial Center		
<b>Address Line 2:</b>	200 Liberty Street		
<b>Address Line 4:</b>	New York, NEW YORK 10281		

CH \$190.00 3617507

<b>ATTORNEY DOCKET NUMBER:</b>	94987.184
<b>NAME OF SUBMITTER:</b>	Jennifer A. Chick
<b>SIGNATURE:</b>	/Jennifer A. Chick/
<b>DATE SIGNED:</b>	05/13/2015

**Total Attachments: 6**

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## TRADEMARK ASSIGNMENT

This TRADEMARK ASSIGNMENT (the "Assignment") is effective as of May 12, 2015 (the "Effective Date"), by and between New Kingdoms, LLC, a South Carolina limited liability company (the "Assignor"), and GWR IP LLC, a Delaware limited liability company ("Assignee").

WHEREAS, Assignee desires to acquire from Assignor, and Assignor desires to transfer to Assignee, rights to certain trademarks held by Assignor;

NOW, THEREFORE, in consideration of the mutual agreements contained herein, and for other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor and Assignee agree as follows:

1. Assignor hereby assigns, transfers and conveys to Assignee all of its right, title and interest in and to the trademarks, service marks, trade names, industrial designs, corporate names, company names, business names, fictitious business names, trade styles, trade dress, logos, other source or business identifiers of like nature set forth on Schedule A hereto (setting forth for each the (i) country, (ii) filing date, (iii) application number, (iv) registration date and (v) registration number, in each case, as available), together with (x) all related common-law rights and the goodwill of the business associated therewith or symbolized thereby; (y) the right to file for and obtain registrations for any of the foregoing; and (z) the right to bring an action at law or in equity for any infringement, dilution or other unauthorized use of the foregoing prior to the Effective Date and to collect all damages and proceeds therefrom (the foregoing, collectively, "Assigned Marks"). Assignee shall hold all right, title and interest in and to the Assigned Marks as fully and exclusively as same would have been held and enjoyed by Assignor had the above assignment not been made.

2. At Assignee's request and expense, Assignor will take such further actions and execute promptly such further documents as are necessary or desirable to transfer, vest, record and perfect good, valid and marketable title to and rights in the Assigned Marks in Assignee. Assignor hereby authorizes Assignee to request the relevant registrars, registries and government entities and offices to record this Assignment and take all other necessary and desirable actions to further the intents and purposes of the Assignment.

3. This Assignment shall be governed by and construed in accordance with the laws of the State of New York. Any dispute relating to this Assignment shall be resolved solely in the state or federal courts located in Manhattan, New York.

**NEW KINGDOMS, LLC**

By: Kimberly Schaefer  
Name: Kimberly Schaefer  
Title: President

**GWR IP LLC**

By: \_\_\_\_\_  
Name: Dale Black  
Title: Treasurer

**NEW KINGDOMS, LLC**

By: \_\_\_\_\_  
Name: Kimberly Schaefer  
Title: President

**GWR IP LLC**

By: Dale R Black  
Name: Dale Black  
Title: Treasurer

**SCHEDULE A**

**U.S. Trademark Registrations and Applications**

Country	Mark	Status	App. No	Filing Date	Reg. No.	Reg. Date	Renewal Due	Goods/Services
United States of America	MQ	Registered	78/503301	10/20/2004	3617507	5/5/2009	5/5/2019	09 Int. Items for children, namely, CDs featuring fantasy, adventure, wizardry or magic and offered at or in connection with applicant's entertainment and amusement centers  35 Int. Retail store services featuring fantasy, adventure, wizardry or magic items for use in live, interactive electronic games
United States of America	MQ	Registered	78/979548	10/20/2004	3387027	2/19/2008	2/19/2018	25 Int. Clothing, namely, tops, capes, belts; costumes for Halloween, masquerade and for use in role-playing; and headwear 41 Int. Entertainment services for children, namely, live, interactive electronic games, children's entertainment and amusement centers, namely, interactive play areas, amusement and theme park services, arcade service
United States of America	MQ & DESIGN	Registered	78/546366	1/12/2005	3641190	6/16/2009	6/16/2019	09 Int. Items for children, namely, CDs, and discs all featuring fantasy, adventure, wizardry or magic and offered at or in connection with applicant's entertainment and amusement centers  35 Int. Retail store services, featuring fantasy, adventure, wizardry or magic items for use in live, interactive electronic games
United States of America	MQ & DESIGN	Registered	78/978765	1/12/2005	3300223	9/25/2007	9/25/2017	25 Int. Clothing, namely, tops, capes, belts; costumes for Halloween, masquerade and for use in role-playing; and headwear  28 Int. Toys and playthings, namely, wands and decorative toppers for wands, toy runes in the nature of a play magical charm, plush toy animals and accessories therefor; Christmas tree ornaments; game pieces, namely, toy wands, toy compasses, toy keys and decorative toppers for wands, toy runes in the nature of a play magical charm, and other fantasy, adventure, wizardry or magic items that interface with live, interactive games, namely, hand-held toy weapons, all of which are offered at or in connection with applicant's entertainment and amusement centers, and specifically excluding three dimensional toy puzzle cubes that unfold to reveal customized graphics and designs

Country	Mark	Status	App. No	Filing Date	Reg. No.	Reg. Date	Renewal Due	Goods/Services
								41 Int. Entertainment services for children, namely, live, interactive electronic games, children's entertainment and amusement centers, namely, interactive play areas, amusement and theme park services, arcade service; live entertainment in the nature of an interactive game
United States of America	MAGIQUEST	Registered	78978851	10/20/2004	3396568	3/11/2008	3/11/2018	25. G & S: Clothing, namely, tops, shirts, t-shirts, capes, pullovers, belts, costumes for Halloween, masquerade and for use in role-playing; and headwear. 28. Toys and playthings, namely, wands and decorative toppers for wands, plush toy animals and accessories therefor; Christmas tree ornaments; game pieces, namely, toy wands, toy compasses, toy keys and decorative toppers for wands, and other fantasy or adventure items that interface with live, interactive games, namely, hand-held toy weapons; game pieces, namely, chips featuring runes. 35. Retail store services, catalog services and on-line retail services all featuring fantasy or adventure items for use in live, interactive electronic games; business development services, namely, providing start-up support for retail entertainment facilities for others. 41. Children's entertainment and amusement centers, namely in interactive play areas, amusement and theme park services, arcade service.
United States of America	MAGIQUEST	Registered	78503294	10/20/2004	3604292	4/7/2009	4/7/2019	009. G & S: Items for children, namely, CDs featuring fantasy or adventure.
United States of America	SHADOW QUEST	Registered	86013694	7/18/2013	4618471	10/07/2014	10/07/2024	025 - Clothing, namely, tops, shirts, T-shirts, capes, pullovers, headwear, belts, costumes for Halloween, masquerade and for use in role-playing  028 - Toys and playthings, namely, wands and decorative toppers for wands, plush toy animals and accessories therefor; Christmas tree ornaments; game pieces, namely, toy wands, toy compasses, toy keys and decorative toppers for wands, and other fantasy or adventure items that interface with live, interactive games, namely, hand-held toy weapons; game pieces, namely, chips featuring

Country	Mark	Status	App. No	Filing Date	Reg. No.	Reg. Date	Renewal Due	Goods/Services
								<p>runes</p> <p>035 -Retail store services, catalog-ordering services and on-line retail store services all featuring fantasy or adventure items for use in live, interactive electronic games; business development services, namely, providing start-up support for retail entertainment facilities for others.</p> <p>041- Children's entertainment and amusement centers, namely, interactive play areas, amusement and theme park services, arcade services; entertainment services, namely, providing temporary use of non-downloadable interactive games.</p>

**Canadian Trademark Registrations and Applications**

Country	Mark	Status	App. No	Filing Date	Reg. No.	Reg. Date	Renewal Due	Goods/Services
Canada	SHADOWQUEST	Pending	1,653,051					