

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM361746

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|---|--|--------------------------------------|-----------------------|
| SUBMISSION TYPE: | NEW ASSIGNMENT | | |
| NATURE OF CONVEYANCE: | ASSIGNMENT OF THE ENTIRE INTEREST AND THE GOODWILL | | |
| CONVEYING PARTY DATA | | | |
| Name | Formerly | Execution Date | Entity Type |
| Twentieth Century Fox Film Corporation | | 10/16/2015 | CORPORATION: DELAWARE |
| RECEIVING PARTY DATA | | | |
| Name: | Hilly, Inc. | | |
| Street Address: | 10201 West Pico Boulevard | | |
| Internal Address: | Building 663 | | |
| City: | Los Angeles | | |
| State/Country: | CALIFORNIA | | |
| Postal Code: | 90064 | | |
| Entity Type: | CORPORATION: CALIFORNIA | | |
| PROPERTY NUMBERS Total: 5 | | | |
| Property Type | Number | Word Mark | |
| Registration Number: | 4123402 | DIGGER VISION | |
| Registration Number: | 3784725 | THE ADVENTURES OF DIGGER AND FRIENDS | |
| Registration Number: | 3715213 | THE ADVENTURES OF DIGGER AND FRIENDS | |
| Registration Number: | 4298889 | THE ADVENTURES OF DIGGER AND FRIENDS | |
| Registration Number: | 4298888 | THE ADVENTURES OF DIGGER AND FRIENDS | |
| CORRESPONDENCE DATA | | | |
| Fax Number: | 3102822200 | | |
| <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> | | | |
| Phone: | 310-282-2000 x2108 | | |
| Email: | efilings@loeb.com | | |
| Correspondent Name: | David W. Grace | | |
| Address Line 1: | 10100 Santa Monica Boulevard | | |
| Address Line 2: | c/o Loeb & Loeb LLP, Suite 2200 | | |
| Address Line 4: | Los Angeles, CALIFORNIA 90067-4120 | | |
| ATTORNEY DOCKET NUMBER: | 225210-10003 | | |
| NAME OF SUBMITTER: | David W. Grace | | |
| SIGNATURE: | /David W. Grace/ | | |

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| DATE SIGNED: | 11/09/2015 |
| Total Attachments: 2 source=Trademark Assignment 2015#page1.tif source=Trademark Assignment 2015#page2.tif | |

TRADEMARK ASSIGNMENT AGREEMENT

This Assignment, effective as of October 16, 2015, is between Twentieth Century Fox Film Corporation, a Delaware corporation with a principal place of business at 10201 West Pico Boulevard, Los Angeles, CA 90035, United States ("Assignor"), and Hilly, Inc., a California corporation with a principal place of business at 10201 West Pico Boulevard, Building 663, Los Angeles, CA 90064, United States ("Assignee").

WHEREAS, Assignor wishes to confirm and ratify that it has transferred and assigned to Assignee all rights, title and interest in and to the trademarks, those which are registered with the United States Patent and Trademark Office as set forth in Scheduled A, attached hereto; (the "Marks"); and

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor does hereby assign, ratify and confirm that it has assigned to Assignee all rights, title and interest in and to said Marks, together with the goodwill of the business symbolized by said Marks, the above-identified registration for the Marks, and all rights of action and claims for past infringements thereof.

Assignor further promises to execute and deliver to Assignee all other documents reasonably requested by Assignee to perfect and vest in Assignee all of Assignor's rights, title and interest in and to said Marks.

ACKNOWLEDGED AND AGREED
Twentieth Century Fox Film Corporation

ACKNOWLEDGED AND AGREED
Hilly, Inc

By: Tina M. Pompey
Name: Tina M. Pompey
Title: Assistant Secretary

By: [Signature]
Name:
Title: PRESIDENT

Date: October 16, 2015

Date: 10.29.15, 2015

Schedule A

| Mark Name | Mark Type | Owners | Status | Registration Number | Registration Date | International Classes |
|--------------------------------------|-----------|--|------------|---------------------|-------------------|-----------------------|
| DIGGER VISION | Word | Twentieth Century Fox Film Corporation | Registered | 4123402 | 10 Apr 2012 | 38 |
| THE ADVENTURES OF DIGGER AND FRIENDS | Word | Twentieth Century Fox Film Corporation | Registered | 3784725 | 04 May 2010 | 16 |
| THE ADVENTURES OF DIGGER AND FRIENDS | Word | Twentieth Century Fox Film Corporation | Registered | 3715213 | 24 Nov 2009 | 41 |
| THE ADVENTURES OF DIGGER AND FRIENDS | Word | Twentieth Century Fox Film Corporation | Registered | 4298889 | 05 Mar 2013 | 25 |
| THE ADVENTURES OF DIGGER AND FRIENDS | Word | Twentieth Century Fox Film Corporation | Registered | 4298888 | 05 Mar 2013 | 28 |

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