

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM376737

<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>
Sunshine Refining Company		02/25/2016	Corporation: NEVADA
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Sunshine Silver Mining & Refining Corporation		
<b>Street Address:</b>	1660 Lincoln Street		
<b>Internal Address:</b>	Suite 2750		
<b>City:</b>	Denver		
<b>State/Country:</b>	COLORADO		
<b>Postal Code:</b>	80264		
<b>Entity Type:</b>	Corporation: DELAWARE		
<b>PROPERTY NUMBERS Total: 1</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	3143015	SUNSHINE	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>			
<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>	212-408-2528		
<b>Email:</b>	nytmdpt@bakerbotts.com		
<b>Correspondent Name:</b>	Suzanne Hengl		
<b>Address Line 1:</b>	30 Rockefeller Plaza, 44th Floor		
<b>Address Line 4:</b>	New York, NEW YORK 10112		
<b>ATTORNEY DOCKET NUMBER:</b>	080926.0133		
<b>NAME OF SUBMITTER:</b>	Julie Beth Albert		
<b>SIGNATURE:</b>	/jba/		
<b>DATE SIGNED:</b>	03/15/2016		
<b>Total Attachments: 1</b>			
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TRADEMARK ASSIGNMENT

This Assignment shall be effective as of this 25<sup>th</sup> day of February, 2016.

WHEREAS, SUNSHINE REFINING COMPANY, ("Assignor"), a corporation organized and existing under the laws of Nevada, having a place of business at 1660 Lincoln Street, Suite 2750, Denver, Colorado 80264, is the owner of all rights, title and interest in and to United States Trademark Registration No. 3143015 for SUNSHINE, together with all the goodwill of the business associated therewith (hereafter the "Mark"); and

WHEREAS, SUNSHINE SILVER MINING & REFINING CORPORATION, ("Assignee"), a corporation organized and existing under the laws of Delaware, having a place of business at 1660 Lincoln Street, Suite 2750, Denver, Colorado 80264, is desirous of acquiring all rights, title and interest in and to the Mark and in and to the trademark registration therefor, together with the goodwill of the business symbolized by the Mark in the United States;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the parties agree as follows:

ASSIGNMENT OF RIGHTS

Assignor does hereby irrevocably assign, transfer, grant, set over and convey unto Assignee, its successors and assigns, without reservation of any rights, title or interest, Assignor's entire worldwide and universal rights, title and interest in and to Assignor's Mark, the United States trademark application and/or any resulting registration therefor, together with the goodwill of the business symbolized by the Mark, and that portion of the business to which the Assignor's Mark pertains, the same to be held and enjoyed by Assignee, for its own use and enjoyment, and for the use and enjoyment of its successors, assigns, subsidiaries or other legal representatives, as the same would have been held and enjoyed by Assignor if this assignment had not been made, including, but not limited to, all common-law rights of Assignor in and/or to the Mark owned by Assignor, and Assignor's right to sue for all claims, demands and/or causes for action, both at law and in equity, that Assignor may have on account of any infringement, claim of unfair competition, likelihood of confusion or dilution of the Mark or any other claim or cause of action related to the Mark prior to and following the effective date of this Assignment.

IN WITNESS WHEREOF, representatives of the parties, having full power and authority to do so, have executed this Assignment effective as of the date written above.

SUNSHINE REFINING COMPANY

SUNSHINE SILVER MINING & REFINING CORPORATION

By: *John Kenyon*  
Name: John Kenyon  
Title: President

By: *Stephen A. Orr*  
Name: STEPHEN A. ORR  
Title: EXECUTIVE CHAIRMAN / CEO