

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM434649

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNMENT OF THE ENTIRE INTEREST AND THE GOODWILL		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
TURTLE ROCK STUDIOS, INC.		07/10/2017	Corporation: CALIFORNIA
RECEIVING PARTY DATA			
Name:	TR HOLDINGS, INC.		
Street Address:	1 Spectrum Pointe Drive, Suite 100		
City:	LAKE FOREST		
State/Country:	CALIFORNIA		
Postal Code:	92630		
Entity Type:	Corporation: CALIFORNIA		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Serial Number:	87194353	FACE YOUR FEARS	
Serial Number:	87194354	OTHER WORLDS	
CORRESPONDENCE DATA			
Fax Number:	8189814764		
<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:	818-990-2120		
Email:	tgrinblat@lewithhackman.com		
Correspondent Name:	Tal Grinblat/ Lewitt Hackman		
Address Line 1:	16633 Ventura Blvd., Suite 1100		
Address Line 4:	Encino, CALIFORNIA 91436		
NAME OF SUBMITTER:	Tal Grinblat		
SIGNATURE:	/Tal Grinblat/		
DATE SIGNED:	07/11/2017		
Total Attachments: 3			
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ASSIGNMENT OF TRADEMARKS

This ASSIGNMENT (this "Assignment"), dated as of July 10, 2017, is made by TURTLE ROCK STUDIOS, INC., a California corporation ("Assignor"), in favor of, TR HOLDINGS, INC., a California corporation with a principal place of business at 1 Spectrum Pointe Drive, Suite 100, Lake Forest, California 92630 ("Assignee").

WHEREAS, Assignor adopted, used and is using in its business certain trademarks, including, without limitation, those trademarks listed on Exhibit A attached hereto (the "Marks");

WHEREAS, Assignor has pending applications to register the Marks, as more fully identified in Exhibit A;

WHEREAS, Assignor wishes to transfer and assign all of its right, title and interest in and to the Marks and the goodwill of the business thereof to Assignee so that Assignee will become the successor to Assignor in regard to that business.

NOW THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor hereby agrees as follows:

1. Assignment of Marks. Assignor hereby irrevocably sells, grants, conveys, transfers, delivers, assigns and sets over to Assignee, its successors and assigns, without any reservation of rights, all of Assignor's right, title and interest, in and to the Marks together with the goodwill of the business symbolized thereby, all applications for the Marks, and all actions and causes of action and rights to damages and profits, due or accrued, relating to the foregoing, currently owned or hereinafter acquired.

2. Further Assurances. Assignor agrees to execute any further papers and to do such other acts as may be necessary and proper to vest full title in and to the Marks and other corresponding rights in Assignee.

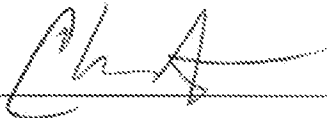
[Signature Page Follows]

IN WITNESS WHEREOF, Assignor has executed this Assignment as of the date first above written.

ASSIGNOR:

TURTLE ROCK STUDIOS, INC.

a California corporation

By: 
Name: _____
Title: CEO

The foregoing Assignment is accepted as of the date first above written.

ASSIGNEE:

TR HOLDINGS, INC.

a California corporation


By: 
Name: *Chare Goldstein*
Title: *President & GM*

EXHIBIT A

MARKS ASSIGNED

<u>Mark</u>	<u>App. Number</u>	<u>App. Date</u>	<u>Goods/Services</u>
FACE YOUR FEARS	87/194,353	Oct. 5, 2016	Class 9: Computer application software for interactive experiences; downloadable computer application software for interactive experiences; downloadable computer application software featuring virtual reality technology for use in the fields of interactive experiences; virtual reality software for interactive experiences; downloadable computer application software for interactive experiences for use on phones, tablets and other digital devices.
OTHER WORLDS	87/194,354	Oct. 5, 2016	Class 9: Computer application software for interactive experiences; downloadable computer application software for interactive experiences; downloadable computer application software featuring virtual reality technology for use in the fields of interactive experiences; virtual reality software for interactive experiences; downloadable computer application software for interactive experiences for use on phones, tablets and other digital devices.