

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM530329

|   |  |                       |                            |
|---|--|-----------------------|----------------------------|
| <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>         |
| AFL-PS II, LLC  |  | 04/26/2019            | Limited Liability Company: |
| <b>RECEIVING PARTY DATA</b>   |  |                       |                            |
| <b>Name:</b>  | Arena Football League, LLC                         |                       |                            |
| <b>Street Address:</b>  | 1600 Market Street, Suite 2600                     |                       |                            |
| <b>City:</b>  | Philadelphia                                       |                       |                            |
| <b>State/Country:</b>   | PENNSYLVANIA                                       |                       |                            |
| <b>Postal Code:</b>   | 19103  |                       |                            |
| <b>Entity Type:</b>   | Limited Liability Company: DELAWARE                |                       |                            |
| <b>PROPERTY NUMBERS Total: 10</b>   |  |                       |                            |
| <b>Property Type</b>  | <b>Number</b>                                      | <b>Word Mark</b>      |                            |
| <b>Registration Number:</b>   | 3335645  | PHILADELPHIA SOUL     |                            |
| <b>Registration Number:</b>   | 3335646  | PHILADELPHIA SOUL     |                            |
| <b>Registration Number:</b>   | 3335647  | PHILADELPHIA SOUL     |                            |
| <b>Registration Number:</b>   | 3352794  | PHILADELPHIA SOUL     |                            |
| <b>Registration Number:</b>   | 3352802  | PHILLY SOUL           |                            |
| <b>Registration Number:</b>   | 3362796  |                       |                            |
| <b>Registration Number:</b>   | 3398869  |                       |                            |
| <b>Registration Number:</b>   | 3398870  |                       |                            |
| <b>Registration Number:</b>   | 3398871  |                       |                            |
| <b>Registration Number:</b>   | 3402219  |                       |                            |
| <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>Email:</b>   | arielle@vos-ip.com                                 |                       |                            |
| <b>Correspondent Name:</b>  | Kyle Vos Strache                                   |                       |                            |
| <b>Address Line 1:</b>  | 1600 Market Street, Suite 2600                     |                       |                            |
| <b>Address Line 4:</b>  | Philadelphia, PENNSYLVANIA 19103                   |                       |                            |
| <b>NAME OF SUBMITTER:</b>   | Kyle Vos Strache                                   |                       |                            |

OP \$265.00 3335645

|  |                    |
|--|--------------------|
| <b>SIGNATURE:</b>  | /Kyle Vos Strache/ |
| <b>DATE SIGNED:</b>  | 07/02/2019         |
| <b>Total Attachments: 1</b><br>source=Soul TM assignment#page1.tif |                    |

**TRADEMARK ASSIGNMENT**

WHEREAS, AFL-PS II, LLC ("Assignor"), a Delaware limited liability company with an address of 1600 Market Street, Suite 2600, Philadelphia, PA 19103 is the owner of all right, title and interest in the registered and common law trademark PHILADELPHIA SOUL, PHILLY SOUL and the below logo



and similar variants comprising or containing PHILADELPHIA SOUL throughout the United States and the world including, U.S. Registration Nos. 3,335,645; 3,335,646; 3,335,647; 3,352,794; 3,352,802, 3,362,796, 3,398,869, 3,398,870, 3,398,871, 3,402,219 and all related goodwill associated with PHILADELPHIA SOUL (the "Trademarks");

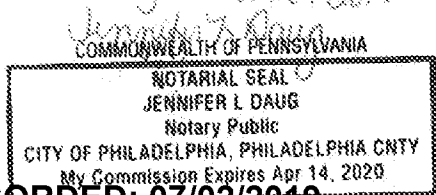
WHEREAS, ARENA FOOTBALL LEAGUE, LLC ("AFL LLC"), a Delaware limited liability company with an address of 1600 Market Street, Suite 2600, Philadelphia, Pennsylvania 19103 acquired all of Assignor's rights, title, interest and goodwill in and to the Trademarks in an Agreement of Sale dated April 26, 2019;

WHEREAS, the Parties desire to confirm the acquisition of the Trademarks and related goodwill for purposes of recording same in the United States Patent and Trademark Office;

NOW, THEREFORE, be it known that for good and valuable consideration, the receipt and adequacy of which are hereby acknowledged by the Assignor, said Assignor confirms that it sold, assigned and transferred to AFL LLC, its successors and assigns, as April 26, 2019, all rights, title, interest and related goodwill in and to the Trademarks and all benefits, privileges, causes of action, and the exclusive rights to (a) apply for and maintain all registrations, renewals and/or extensions thereof, (b) enforce all rights and interest in the Trademarks including, to sue for past, present, and future infringement and to collect all damages therefor for AFL LLC's own use and benefit, and (c) grant licenses or other interests to and in the Trademarks.

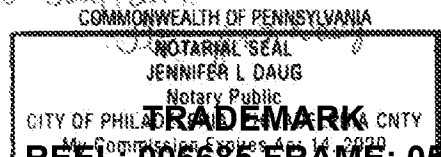
|                         |                            |
|-------------------------|----------------------------|
| AFL-PS II, LLC          | Arena Football League, LLC |
| By: <i>[Signature]</i>  | By: <i>[Signature]</i>     |
| Name: <i>John Adams</i> | Name: <i>Randall Bai</i>   |
| Title: <i>President</i> | Title: <i>Commissioner</i> |
| Date: <i>6/27/19</i>    | Date: <i>7.1.19</i>        |

Philadelphia County  
Pennsylvania Sworn before me this 27<sup>th</sup>  
Notary: day of June, 2019



RECORDED: 07/02/2019

Philadelphia County  
Pennsylvania Sworn before me this 1<sup>st</sup> day  
of July, 2019



REEL: 006685 FRAME: 0595