

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM568840

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Redomestication under Delaware law of Cayman Islands limited partnership to Delaware limited partnership, without change in entity		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Nitro Circus IP Holdings LP		12/18/2019	Limited Partnership: CAYMAN ISLANDS
RECEIVING PARTY DATA			
Name:	Nitro Circus IP Holdings LP		
Street Address:	1000 Calle Amanecer		
City:	San Clemente		
State/Country:	CALIFORNIA		
Postal Code:	92673		
Entity Type:	Limited Partnership: DELAWARE		
PROPERTY NUMBERS Total: 27			
Property Type	Number	Word Mark	
Registration Number:	3862825		
Registration Number:	3862827		
Registration Number:	3862826		
Serial Number:	88349325	GNARLYTOWN	
Serial Number:	86921596	NITRO CIRCUS	
Registration Number:	5834990	NITRO CIRCUS	
Registration Number:	5885683	NITRO CIRCUS	
Registration Number:	5168237	NITRO CIRCUS	
Registration Number:	3210835	NITRO CIRCUS	
Registration Number:	3782822	NITRO CIRCUS	
Registration Number:	3222025	NITRO CIRCUS	
Registration Number:	3862821	NITRO CIRCUS	
Registration Number:	3862819	NITRO CIRCUS	
Registration Number:	3862822	NITRO CIRCUS	
Registration Number:	4009991	NITRO CIRCUS LIVE	
Registration Number:	4538757	NITRO CITY	
Serial Number:	88712049	NITRO RALLYCROSS	
Registration Number:	5807972	NITRO RALLYCROSS	

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Property Type	Number	Word Mark
Serial Number:	87340245	NITRO WINTER GAMES
Registration Number:	5056129	NITRO WORLD GAMES
Registration Number:	5151112	NITRO WORLD GAMES
Registration Number:	5257445	NITRO WORLD GAMES
Registration Number:	5235335	NITRO WORLD GAMES
Serial Number:	88043483	NRX NITRO RALLYCROSS
Serial Number:	87961185	RYAN WILLIAMS RW
Registration Number:	3255260	TRAVIS AND THE NITRO CIRCUS
Serial Number:	87886586	WHISKEY THROTTLE

CORRESPONDENCE DATA

Fax Number: 2128135901

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.

Phone: 212-813-5900

Email: anicolescu@fzllz.com

Correspondent Name: Robert A. Becker

Address Line 1: Fross Zelnick Lehrman & Zissu, P.C.

Address Line 2: 151 West 42nd Street, 17th Floor

Address Line 4: New York, NEW YORK 10036

ATTORNEY DOCKET NUMBER:	NTRO 2000782
NAME OF SUBMITTER:	Anca Nicolescu
SIGNATURE:	/ancanicolescu/
DATE SIGNED:	03/25/2020

Total Attachments: 4

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**CERTIFICATE OF
LIMITED PARTNERSHIP DOMESTICATION
OF
NITRO CIRCUS IP HOLDINGS LP**

This Certificate of Limited Partnership Domestication (this "Certificate") is being filed for the purpose of domesticating a non-United States entity as a Delaware limited partnership in accordance with the provisions of Section 17-215 of the Delaware Revised Uniform Limited Partnership Act, 6 Del. C. §§ 17-101 et seq. (the "Act").

The undersigned, being duly authorized to execute and file this Certificate, does hereby certify as follows:

1. Date and Jurisdiction of Incorporation. The date on which, and the jurisdiction where, the non-United States entity was formed, incorporated, created, organized or otherwise came into being are as follows:

<u>Date</u>	<u>Jurisdiction</u>
November 4, 2013	Cayman Islands

2. Name of Non-United States Entity. The name of the non-United States entity immediately prior to the filing of this Certificate was: Nitro Circus IP Holdings LP

3. Name of Domesticated Delaware Limited Partnership. The name of the Delaware limited partnership into which the non-United States entity is being domesticated as set forth in the Certificate of Limited Partnership of such Delaware limited partnership to be filed in accordance with Section 17-215(b) of the Act is: Nitro Circus IP Holdings LP


4. Principal Place of Business of Non-United States Entity. The jurisdiction that constituted the principal place of business of the non-United States entity immediately prior to the filing of this Certificate was the Cayman Islands.

5. Approval. The domestication has been approved in the manner provided for by the document, instrument, agreement or other writing governing the internal affairs and the conduct of the business of the non-United States entity, or by applicable law of the Cayman Islands, as appropriate.

6. Effective Time. This Certificate shall be effective upon its filing with the Office of the Secretary of State of the State of Delaware.

[Signature Page Follows]

IN WITNESS WHEREOF, the undersigned has duly executed this Certificate of Limited Partnership Domestication as of DECEMBER 18, 2019.


Name: ANDREW EDWARDS
Authorized Person Andrew Edwards

CERTIFICATE OF LIMITED PARTNERSHIP

OF

NITRO CIRCUS IP HOLDINGS LP

This Certificate of Limited Partnership is being filed pursuant to Section 17-215(b) of the Delaware Revised Uniform Limited Partnership Act, 6 Del. C. §§ 17-101 et seq. in connection with the domestication of Nitro Circus IP Holdings LP, a Cayman Islands exempted limited partnership, to a Delaware limited partnership.

The undersigned does hereby certify as follows:

1. Name. The name of the limited partnership is Nitro Circus IP Holdings LP (the "Partnership").

2. Registered Office and Registered Agent. The Partnership's registered office in the State of Delaware is located at 251 Little Falls Drive, Wilmington, Delaware 19808. The registered agent of the Partnership for service of process at such address is Corporation Service Company.

3. Name and Address of the General Partner. The name and address of the sole general partner are as follows:


Nitro Circus IP Holdings GP LLC
1000 Calle Amanecer
San Clemente, CA 92673

[Signature Page Follows]

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Limited Partnership as of DECEMBER 18, 2019.

GENERAL PARTNER:

NITRO CIRCUS IP HOLDINGS GP LLC

By: 
Name: ANDREW EDWARDS
Title: CEO
Andrew Edwards
Authorized Person

Signature Page – Certificate of Limited Partnership of Nitro Circus IP Holdings LP