

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Champ Car World Series LLC		05/22/2008	LIMITED LIABILITY COMPANY: DELAWARE

RECEIVING PARTY DATA

Name:	Indy Racing League, LLC
Street Address:	4565 West 16th Street
City:	Indianapolis
State/Country:	INDIANA
Postal Code:	46222
Entity Type:	LIMITED LIABILITY COMPANY: INDIANA

PROPERTY NUMBERS Total: 8

Property Type	Number	Word Mark
Registration Number:	2747379	BLAST BY THE BAY
Registration Number:	2442971	CHAMP CAR
Registration Number:	2978390	CHAMPCAR WORLD SERIES
Registration Number:	3166111	CHAMP CAR WORLD SERIES
Registration Number:	3051683	DANGEROUS CURVES
Registration Number:	3268243	LIVE FAST
Serial Number:	78764892	CART
Serial Number:	78764873	C·AR·T

CORRESPONDENCE DATA

Fax Number: (317)592-5453
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 3172362100
 Email: stohry@icemiller.com, ipdocket@icemiller.com
 Correspondent Name: Bradley M. Stohry

OP \$215.00 2747379

Address Line 1: One American Square
Address Line 2: Suite 3100
Address Line 4: Indianapolis, INDIANA 46282-0200

ATTORNEY DOCKET NUMBER:	T04009-US-00, ET. SEQ.
NAME OF SUBMITTER:	Bradley M. Stohry
Signature:	/bms/
Date:	06/04/2008

Total Attachments: 7
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INTELLECTUAL PROPERTY ASSIGNMENT

This Intellectual Property Assignment ("Assignment") is executed by and between Champ Car World Series LLC, a Delaware limited liability company ("CCWS"), and Indy Racing League, LLC, an Indiana limited liability company ("IRL").

WHEREAS, CCWS is the owner of the trademarks outlined in the attached Exhibit A (the "Marks") and the domain names listed in the attached Exhibit B (the "Domain Names");

WHEREAS, CCWS is the owner of the following materials: (a) CCWS' video archive from all Champ Car and/or CART racing events between 1981 and 2007 (excluding videos from the Atlantic Championship Series); (b) CCWS' photograph archive from all Champ Car and/or CART racing events (excluding photographs from the Atlantic Championship Series and photographs created pursuant to CCWS' license with LAT Photography); and (c) CCWS' yearbooks, press releases, news archives, press archives, race results, historic archives, awards, records and other written archive materials related to the history of Champ Car and/or CART (excluding materials relating to the Atlantic Championship Series) (collectively, the "Materials");

WHEREAS, as the result of agreements between LAT Photography and CCWS, CCWS obtained a license to copy, distribute, and/or display certain photographs owned by LAT Photography relating to Champ Car and/or CART racing events (the "LAT License"); and

WHEREAS, CCWS has agreed to assign to IRL all of CCWS' right, title and interest in the Marks, Domain Names, and Materials, as well as CCWS' rights under the LAT License (the "LAT License Rights");

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

1. CCWS hereby assigns to IRL: (a) all of CCWS' right, title and interest in and to the Marks, together with the goodwill of the business associated with or symbolized by the Marks, and any and all common law rights, world-wide rights and applications and registrations for the Marks owned by CCWS; (b) all of CCWS' right, title and interest in and to the Domain Names; (c) all of CCWS' right, title and interest in and to the Materials including, without limitation, the ownership of any copyrights, copyright applications, registrations and renewals, causes of action for past or future infringements and any other proprietary rights owned by CCWS in and to the Materials, subject to such limitations as are set forth on Schedule 4.06(b) to that certain Asset Purchase Agreement, dated as of March 26, 2008, by and among IRL, CCWS, 21st Century Racing Holdings LLC, a Delaware limited liability company and Willis Holdings LLC, a Delaware limited liability company; and (d) all of CCWS' LAT License Rights.

2. CCWS agrees to complete and execute any other documents and do all things necessary to insure that IRL obtains full title to the Marks, Domain Names, Materials, and LAT License Rights, and all intellectual property and/or proprietary rights embodied therein, including, without limitation, completing and executing any necessary transfer documents with the appropriate trademark office or domain name registrar. CCWS agrees to take all actions and do all things reasonably required by IRL now or in the future to give effect to this Assignment.

3. While the Marks, Domain Names, Materials, and LAT License Rights shall be the property of IRL, IRL acknowledges that IRL is obtaining the Materials and LAT License Rights subject to CCWS' pre-existing license agreements outlined in Exhibit C.

4. Nothing contained in this Assignment shall be deemed to modify, limit or amend any of the rights of the Seller and Purchaser under that certain Asset Purchase Agreement, by and between IRL as Purchaser and CCWS as Seller, dated the 26th day of March, 2008.

5. In the event of any dispute under this Assignment, the laws of the State of Indiana shall govern the validity, performance, enforcement, interpretation and any other aspect of this Assignment, without regard to principles of conflicts of laws thereunder. The parties agree to submit to the exclusive jurisdiction and venue of the courts of Marion County, Indiana for any action arising out of this Assignment. This Assignment may be executed in several counterparts, each of which will be deemed an original but all of which will constitute one and the same instrument.

IN WITNESS WHEREOF and intending to be legally bound, the parties hereto have caused this Assignment to be signed by their duly authorized representatives.

Champ Car World Series LLC

Indy Racing League, LLC

By: Matthew R. Breeden

By: Anton H. George

Printed: Matthew R. Breeden

Printed: Anton H. George

Title: Co-President

Title: CEO

Date: 5/22/08

Date: _____

STATE OF INDIANA)
) SS:
COUNTY OF MARION)

I hereby certify that the Champ Car World Series LLC, is a juristic person duly organized under the laws of Delaware, U.S.A. and that the signature above is that of Matthew R. Breeden, who is duly authorized to sign on behalf of Champ Car World Series LLC.

Judy M. Au
Notary Public

Judy M. Trickle
Printed

My Commission Expires: 5-17-16

My County of Residence: Marion

STATE OF INDIANA)
) SS:
COUNTY OF MARION)

I hereby certify that the Indy Racing League, LLC, is a juristic person duly organized under the laws of Indiana, U.S.A. and that the signature above is that of Anton H. George, CEO, who is duly authorized to sign on behalf of Indy Racing League, LLC.

Diane M. Farah
Notary Public

Diane M. Farah
Printed

My Commission Expires: 11-12-2015

My County of Residence: Johnson

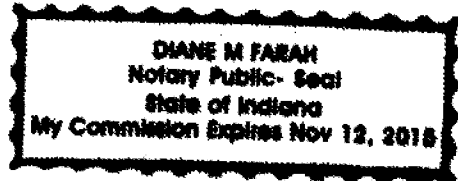








EXHIBIT A

Trademark	Country	Reg./App. No.
BLAST BY THE BAY	U.S.	Reg. No. 2,747,379
	European Community	Reg. No. 00709329
	Japan	Reg. No. 4305908
CART	Japan	Reg. No. 4305907
CART	U.S.	Ser. No. 78/764,892
	U.S.	Ser. No. 78/764,873
	U.S.	Reg. No. 2,539,987
	Canada	Reg. No. TMA529745
CHAMP CAR	U.S.	Reg. No. 2,442,971
CHAMPCAR	Republic of Korea	Reg. No. 642617
CHAMPCAR WORLD SERIES	Argentina	Reg. No. 1962169
CHAMPCAR WORLD SERIES	Argentina	Reg. No. 1962171
CHAMPCAR WORLD SERIES	Argentina	Reg. No. 1962172
CHAMPCAR WORLD SERIES	Argentina	Reg. No. 1962167
CHAMPCAR WORLD SERIES	Australia	Reg. No. 941902
CHAMPCAR WORLD SERIES	Brazil	Reg. No. 825-200-423
CHAMPCAR WORLD SERIES	Brazil	Reg. No. 825-200-431
CHAMPCAR WORLD SERIES	Brazil	Reg. No. 825-200-440
CHAMPCAR WORLD SERIES	Brazil	Reg. No. 825-200-458
CHAMPCAR WORLD SERIES	Canada	App. No. 1,165,722
CHAMPCAR WORLD SERIES	Chile	Reg. No. 675,507
CHAMPCAR WORLD SERIES	Chile	Reg. No. 675,508
CHAMPCAR WORLD SERIES	China	Reg. No. 3,451,749
CHAMPCAR WORLD SERIES	China	Reg. No. 3,451,741
CHAMPCAR WORLD SERIES	China	Reg. No. 3,451,740
CHAMPCAR WORLD SERIES	China	Reg. No. 3,451,739
CHAMPCAR WORLD SERIES	European Community	Reg. No. 003033891
CHAMPCAR WORLD SERIES	Japan	Reg. No. 4,805,077
CHAMPCAR WORLD SERIES	Republic of Korea	Reg. No. 40-2005-7189
CHAMPCAR WORLD SERIES	Republic of Korea	Reg. No. 41-2005-3791

Trademark	Country	Reg./App. No.
CHAMPCAR WORLD SERIES	Mexico	Reg. No. 786,161
CHAMPCAR WORLD SERIES	Mexico	Reg. No. 786,160
CHAMPCAR WORLD SERIES	Mexico	Reg. No. 787,264
CHAMPCAR WORLD SERIES	Mexico	Reg. No. 786,162
CHAMPCAR WORLD SERIES	U.S.	Reg. No. 2,978,390
CHAMPCAR WORLD SERIES	Venezuela	Reg. No. 656-03
CHAMPCAR WORLD SERIES	Venezuela	Reg. No. 657-03
CHAMPCAR WORLD SERIES	Venezuela	Reg. No. 658-03
CHAMPCAR WORLD SERIES	Venezuela	Reg. No. 659-03
	U.S.	Reg. No. 3,166,111
DANGEROUS CURVES	U.S.	Reg. No. 3,051,683
LIVE FAST	U.S.	Reg. No. 3,268,243
HANDS ON THE WHEEL	n/a ¹	n/a

¹ The HANDS ON THE WHEEL mark has not been registered in the U.S. or any foreign country. However, CCWS has acquired common law rights in the HANDS ON THE WHEEL mark and is assigning those rights to IRL.

EXHIBIT B

1. CART.COM
2. CHAMPCAR-TIMING.COM
3. CHAMPCAR.CC
4. CHAMPCAR.WS
5. CHAMPCARRACING.COM
6. CHAMPCARSPORTSNET.COM
7. CHAMPCARTIMING.COM
8. CHAMPCARWORLD SERIES.COM
9. CHAMPCARWORLD SERIES.EU
10. CHAMPSPORTSNET.COM

EXHIBIT C

Party	Subject	Category	Department	Execution	Expiration
1701186 Ontario Inc.	2006 Toronto Footage	License	Broadcast	10/3/2006	Perpetual
AMS Production Group	Legge Footage License	License	Broadcast	10/12/2006	Perpetual
Becker Group Ltd.	Discovery Network footage	License	Broadcast	8/4/2006	8/4/2015
Beyond Productions	Portland Access	Access/Footage License	Broadcast	5/24/2007	7/9/2017
Brenton Productions	DP01 Footage	License	Broadcast	1/23/2007	Perpetual
CBS Sports	3 minute broadcast excerpts	License	Broadcast	10/19/2004	Perpetual
EMRA, Inc.	Vanderbilt Cup License	License	Marketing	10/1/2000	12/31/2010
ESPN, Inc.	Perpetual 2007 highlights	License	Broadcast	11/14/2006	Perpetual
Forsythe Championship Racing	Race Car Driver TV Show	Access/Footage License	Broadcast	4/1/2005	12/31/2008
Girl Racers Inc.	Katherine Legge	License	Broadcast		Perpetual
Harmonic, Inc.	San Jose Footage License	Access/Footage License	Broadcast	7/25/2006	12/31/2011
HDNet	Long Beach Footage	License	Broadcast	4/4/2005	4/10/2010
Insight Production Company	Footage License	License	Broadcast	8/31/2006	8/31/2031
Leroy & Morton Inc.	Ford Video License	License	Broadcast	10/9/2006	10/9/2011
Mazda North American Operatio	2006 footage for commercial	License	Broadcast	6/30/2006	6/30/2011
Michael Hoff Productions	Thrill Zone Footage License	License	Broadcast	9/6/2006	Perpetual
MTV Canada	Montreal Access License	Access/Footage License	Broadcast	8/7/2006	12/31/2011
NBC Sports	1 minute broadcast excerpts	License	Broadcast	12/13/2004	Perpetual
Prime Time Productions Holdings	Fittipaldi	License	Broadcast	3/14/2005	3/14/2012
Prime Time Productions Holdings	Blundell Crash	License	Broadcast	4/18/2005	4/18/2012
Risk Factor, Inc.	Road America Access	Access/Footage License	Broadcast	9/15/2006	12/31/2016
Speed Channel, Inc.	Andretti Trophy Loan Agmt	Lease	Marketing	8/1/2006	y2y
Travelling Light Media	Footage License	License	Broadcast	9/16/2004	9/16/2014
Troy Lee Designs	DP01 Livery Agmt	License	Marketing	7/25/2006	Perpetual