

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	ASSIGNS 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>
3ality Digital, LLC		04/11/2011	LIMITED LIABILITY COMPANY:
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	3ality Digital Systems, LLC		
<b>Street Address:</b>	55 East Orange Grove Avenue		
<b>City:</b>	Burbnk		
<b>State/Country:</b>	CALIFORNIA		
<b>Postal Code:</b>	91502		
<b>Entity Type:</b>	LIMITED LIABILITY COMPANY: DELAWARE		
<b>PROPERTY NUMBERS Total: 6</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
Registration Number:	3068955	THREALITY	
Registration Number:	3192883	3ALITY	
Registration Number:	3875847	3FLEX	
Registration Number:	3875697	3PLAY	
Serial Number:	85175637	SIP	
Serial Number:	85188177	3ALITY DIGITAL	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	(626)795-6321		
<b>Email:</b>	david.zimelis@usip.com		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>			
<b>Correspondent Name:</b>	Norman R. Van Treeck		
<b>Address Line 1:</b>	100 Corson Street, Third Floor		
<b>Address Line 2:</b>	Sheldon Mak & Anderson		
<b>Address Line 4:</b>	Pasadena, CALIFORNIA 91103		

**CH \$165.00 3068955**

ATTORNEY DOCKET NUMBER:	7169.01
NAME OF SUBMITTER:	Norman R. Van Treeck
Signature:	/Norman R. Van Treeck/
Date:	10/03/2011
Total Attachments: 2 source=Assignment_Of_IP_to_3ality_Digital_Systems_LLCTm#page1.tif source=Assignment_Of_IP_to_3ality_Digital_Systems_LLCTm#page2.tif	

**ASSIGNMENT OF ALL RIGHTS IN INTELLECTUAL PROPERTY**

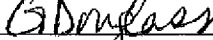
WHEREAS, 3ALITY DIGITAL, LLC, a California limited liability company, having a business address at 55 East Orange Grove Avenue, Burbank, California 91502, United States of America, has adopted, used and is using and is the owner of the intellectual property which is listed in Exhibits "A" and "B" attached hereto, and incorporated herein by reference:

WHEREAS, 3ALITY DIGITAL SYSTEMS, LLC, a California limited liability company, having a business address at 55 East Orange Grove Avenue, Burbank, California 91502, United States of America, is desirous of acquiring said intellectual property thereof;

NOW, THEREFORE, for the sum of \$1 (one United States Dollar) and other good and valuable consideration, the receipt of which is hereby acknowledged, 3ALITY DIGITAL, LLC hereby assigns to 3ALITY DIGITAL SYSTEMS, LLC all rights, title and interest in the United States and worldwide in and to the said intellectual property, together with the goodwill of the business symbolized by the intellectual property, and the attached applications and registrations thereof.

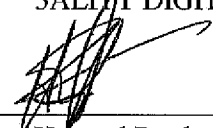
IN TESTIMONY WHEREOF, I the undersigned, am empowered to act on behalf of 3ality Digital, LLC, and I hereunto set my hand this 11<sup>th</sup> day of April, 2011.

3ALITY DIGITAL, LLC.

By:   
Gari Ann Douglass  
COO/CFO

IN TESTIMONY WHEREOF, I the undersigned, am empowered to act on behalf of 3ality Digital Systems LLC, and I hereunto set my hand this 11<sup>th</sup> day of April, 2011.

3ALITY DIGITAL SYSTEMS, LLC.

By:   
Howard Postley  
COO/CTO

**ASSIGNMENT OF ALL RIGHTS IN INTELLECTUAL PROPERTY  
EXHIBIT "A"  
TRADEMARK REGISTRATIONS AND APPLICATIONS**

<b>Country</b>	<b>Trademark</b>	<b>Serial/Registration No.</b>	<b>File/Registration Date</b>
China	3FLEX	S/N 8068943	February 10, 2010
China	3PLAY	S/N 8068944	February 10, 2010
European Union	3FLEX	R/N 8832362	July 13, 2010
European Union	3PLAY	R/N 8832321	July 13, 2010
Japan	3PLAY	R/N 5335005	July 2, 2010
Japan	3FLEX	S/N 2010-012099	February 19, 2010
South Korea	3FLEX	R/N 40-0869997	June 22, 2011
United States	THREALITY	R/N 3,068,955	March 14, 2006
United States	3ALITY	R/N 3,192,883	January 2, 2007
United States	3FLEX	R/N 3,875,847	November 16, 2010
United States	3PLAY	R/N 3,875,697	November 16, 2010
United States	SIP	S/N 85/175,637	November 12, 2010
United States	3ALITY DIGITAL	S/N 85/188,177	December 1, 2010