

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
Prospero Technologies, LLC		02/06/2008	LIMITED LIABILITY COMPANY:
RECEIVING PARTY DATA			
Name:	Mzinga, Inc.		
Street Address:	230 3rd Avenu		
City:	Waltham		
State/Country:	MASSACHUSETTS		
Postal Code:	02451		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	2508989	PROSPERO	
CORRESPONDENCE DATA			
Fax Number:	(781)930-5552		
Phone:	781-577-8890		
Email:	dmckearney@mzinga.com		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>			
Correspondent Name:	Diana McKeamey		
Address Line 1:	230 3rd Avenue		
Address Line 4:	Waltham, MASSACHUSETTS 02451		
NAME OF SUBMITTER:		Diana McKeamey	
Signature:		/Diana McKeamey/	
Date:		11/16/2011	

OP \$40.00 2508989

Total Attachments: 4

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EXECUTION COPY

ASSET PURCHASE AGREEMENT

among

MALLORY HOLDINGS GROUP, INC.,

PROSPERO TECHNOLOGIES, LLC,

DCR TECHNOLOGIES, LLC

DELPHI FORUMS, LLC

and

MZINGA, INC.

Dated as of February 6, 2008

TRADEMARK

REEL: 004661 FRAME: 0462

(e) All documents or other tangible materials embodying technology or Intellectual Property relating to the Business, whether such properties are located on the Sellers' business premises or on the business premises of the Sellers' suppliers or customers, including, without limitation, the following:

(i) All Proprietary Technology (including both source and object codes) and related documentation for software used in or developed for support of the Business and, to the extent of Sellers' rights therein, all Customer Content;

(ii) All rights in Patents, Marks, Copyrights, and Trade Secrets and other Intellectual Property rights owned by, and to the extent of such license or control, licensed to or otherwise controlled by the Sellers or used in, developed for use in or necessary to the conduct of the Business as now conducted or as presently planned to be conducted, including, without limitation, those set forth in the Disclosure Schedule with reference to Section 5.12 and any and all navigation terms and page names used in the conduct of the Business, and also including the rights to institute or maintain any action or investigation for and to recover damages for any past infringement thereof or any actions of unfair competition relating thereto;

(iii) The names "Prospero Technologies", "DCR Technologies", "Delphi Forums", "Talk City" and those trade names listed on the Disclosure Schedule with reference to Section 5.12 or any combination of words in which such name or names appear, or any rights associated with such names or any right to use such names;

(iv) The following trademarks listed on the Disclosure Schedule with reference to Section 5.12;

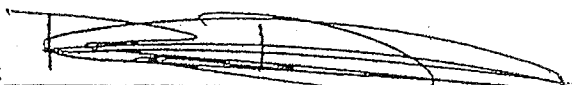
(v) The domain names listed the Disclosure Schedule with reference to Section 5.12.

(f) Goodwill (including all goodwill associated with and symbolized by the names identified in subsections (e) (iii) and (e)(v) above as used as a trademark or service mark and all goodwill associated with and symbolized by any other trademark, service mark, tradename or corporate name used in the conduct of the Business as now conducted), all related tangibles and intangibles which the Sellers uses in the conduct of the Business and all rights of the Sellers to continue to use the Assets in the conduct of a going business;

(g) All books, records, files and other documents and information (in hard or electronic format) relating to the Assets or the Business, including, without limitation, sales and promotional literature, manuals and data, sales and purchase correspondence, lists of present and former vendors, lists of present, former and prospective customers, personnel and employment records and any information related to Taxes imposed on the Assets or the Business;

IN WITNESS WHEREOF, the Parties hereto have caused this Agreement to be executed as of the date first above written.

MZINGA, INC.

By: 
Name: Barry Libert
Title: Co-Chief Executive Officer

PROSPERO TECHNOLOGIES, LLC

By: _____
Name:
Title:

DCR TECHNOLOGIES, LLC

By: _____
Name:
Title:

DELPHI FORUMS, LLC

By: _____
Name:
Title:

MALLORY HOLDINGS GROUP, INC.

By: _____
Name:
Title:

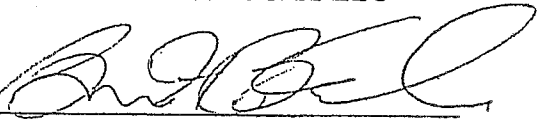
[SIGNATURE PAGE TO ASSET PURCHASE AGREEMENT]

IN WITNESS WHEREOF, the Parties hereto have caused this Agreement to be executed as of the date first above written.

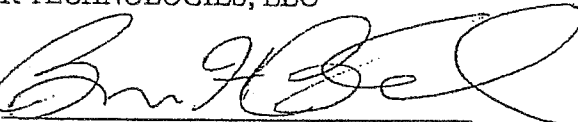
MZINGA, INC.

By: _____
Name:
Title:

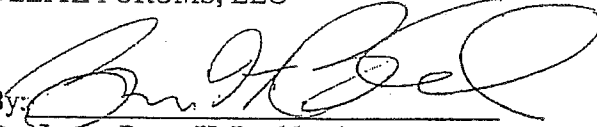
PROSPERO TECHNOLOGIES LLC

By: 
Name: Bruce H. Buckland
Title: Manager

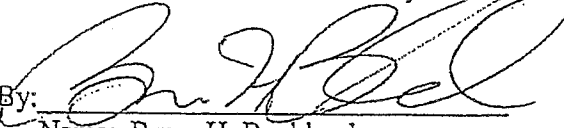
DCR TECHNOLOGIES, LLC

By: 
Name: Bruce H. Buckland
Title: Manager

DELPHI FORUMS, LLC

By: 
Name: Bruce H. Buckland
Title: Manager

MALLORY HOLDINGS GROUP, INC

By: 
Name: Bruce H. Buckland
Title: President

[SIGNATURE PAGE TO ASSET PURCHASE AGREEMENT]