

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
Women's United Soccer Association Players' Association		07/31/2008	INC. ASSOCIATION: PENNSYLVANIA
RECEIVING PARTY DATA			
Name:	Boston Women's Soccer, LLC		
Street Address:	400 Blue Hill Drive		
Internal Address:	Suite 302		
City:	Westwood		
State/Country:	MASSACHUSETTS		
Postal Code:	02090		
Entity Type:	LIMITED LIABILITY COMPANY: MASSACHUSETTS		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Registration Number:	3261370	BOSTON BREAKERS	
Registration Number:	2929944	BREAKERS	
CORRESPONDENCE DATA			
Fax Number:	(617)248-4000		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	617-248-4877		
Email:	hbalmat@choate.com		
Correspondent Name:	Heather E. Balmat		
Address Line 1:	Two International Place		
Address Line 2:	Choate, Hall & Stewart LLP		
Address Line 4:	Boston, MASSACHUSETTS 02110		
ATTORNEY DOCKET NUMBER:	2007905.0000		
NAME OF SUBMITTER:	Heather E. Balmat		

OP \$65.00 3261370

Signature:

/Heather E. Balmat/

Date:

08/26/2008

Total Attachments: 3

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STATEMENT FOR RECORDATION OF ASSIGNMENT OF TRADEMARKS

Pursuant to TMEP section 503.03(b)(3), Women's United Soccer Association Players' Association (hereinafter referred to as "Assignor") and , Boston Women's Soccer, LLC d/b/a Boston Breakers, a limited liability company organized and existing under the laws of Massachusetts, with a principal place of business at 400 Blue Hill Drive, Suite 302, Westwood, MA 02090 (hereinafter referred to as "Assignee") state the following:

WHEREAS, Assignor owns on an "as-is" basis the right, title and interest in and to the trademarks identified on Schedule A attached hereto together with the goodwill related thereto (hereinafter collectively referred to as the "Marks"); and

WHEREAS, Assignee is desirous of acquiring Assignor's right, title and interest in and to the Marks and the business and goodwill of the business in connection with which the aforesaid Marks have been used; and

WHEREAS, Assignor and Assignee previously have entered into a certain Quitclaim Assignment and Assumption of Intellectual Property Agreement dated July 31, 2008, and pursuant to the terms contained therein agreed to quitclaim, transfer and assign Assignor's right, title and interest in and to the Marks (the "Quitclaim Assignment");

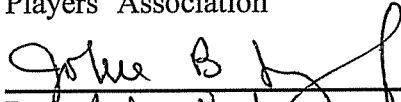
WHEREAS, this instrument is subject to the terms and conditions set forth in the Quitclaim Assignment, and does not in any way amend, modify or discharge the Quitclaim Assignment;

NOW THEREFORE, in consideration of the foregoing, as well as other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor hereby quitclaims, transfers and assigns to Assignee, its successors, legal representatives

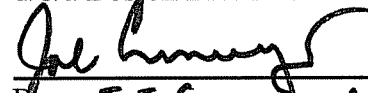
Assignor's right, title, and interest in and to said Marks, together with the goodwill with which the aforesaid Marks have been used, and all claims, if any, which may have arisen thereunder prior to the date of this instrument; and Assignee acknowledges that the transfer of the Marks is on an as-is basis without any representations or warranties, express or implied, including, without limitation, any representations or warranties of title, ownership, validity or non-infringement.

IN WITNESS WHEREOF, Assignor and Assignee have caused this instrument to be executed, by their respective duly authorized corporate officers all effective this 31st day of July, 2008.

Women's United Soccer Association
Players' Association


By: John B. Lewis
Title: Attorney

Boston Women's Soccer, LLC
d/b/a Boston Breakers


By: JOE Cummings
Title: PRESIDENT / GM

Schedule A

Trademarks

BOSTON BREAKERS
BREAKERS

Registration Number

3,261,370
2,929,944

4357947v1