

## TRADEMARK ASSIGNMENT

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
ZUFFA, LLC		11/13/2013	LIMITED LIABILITY COMPANY: NEVADA
RECEIVING PARTY DATA			
Name:	DEUTSCHE BANK TRUST COMPANY AMERICAS, AS COLLATERAL AGENT		
Street Address:	60 WALL STREET		
City:	NEW YORK		
State/Country:	NEW YORK		
Postal Code:	10005		
Entity Type:	CORPORATION: NEW YORK		
PROPERTY NUMBERS Total: 10			
Property Type	Number	Word Mark	
Registration Number:	4372982		
Registration Number:	4372981	OCTAGON	
Registration Number:	4392582	UFC HOLD 'EM	
Registration Number:	4396414	POKER OCTAGON	
Registration Number:	4396415	POKER OCTAGON	
Registration Number:	4396410	THE OCTAGON OF POKER	
Registration Number:	4396411	THE OCTAGON OF POKER	
Registration Number:	4397261	UFC FROM ALL ANGLES	
Registration Number:	4397453	ULTIMATE ANSWERS	
Registration Number:	4400446	OCTAGON GIRL	
CORRESPONDENCE DATA			
Fax Number:			
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent</i>			

CH \$265.00 4372982

*via US Mail.*

Email: lrizzo@milbank.com  
Correspondent Name: MILBANK TWEED HADLEY & MCCLOY LLP  
Address Line 1: ONE CHASE MANHATTAN PLAZA  
Address Line 4: NEW YORK, NEW YORK 10005

ATTORNEY DOCKET NUMBER:	36784.10600
NAME OF SUBMITTER:	Chris L. Holm
Signature:	/Chris L. Holm/
Date:	11/21/2013

**Total Attachments: 5**

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GRANT OF SECURITY INTEREST  
IN UNITED STATES TRADEMARKS

FOR GOOD AND VALUABLE CONSIDERATION, receipt and sufficiency of which are hereby acknowledged, Zuffa, LLC, a Nevada limited liability company (the "Grantor") having its chief executive office at 2960 West Sahara Avenue Las Vegas, NV, 89102, hereby grants to Deutsche Bank Trust Company Americas), as Collateral Agent, having its principal offices at Deutsche Bank Trust Company Americas, 60 Wall Street, New York, New York 10005, (the "Grantee"), a continuing security interest in (i) all of the Grantor's right, title and interest in, to and under to the United States trademarks, trademark registrations and trademark applications (the "Marks") set forth on Schedule A attached hereto, (ii) all Proceeds (as such term is defined in the Security Agreement referred to below) and products of the Marks, (iii) the goodwill of the businesses with which the Marks are associated and (iv) all causes of action arising prior to or after the date hereof for infringement of any of the Marks or unfair competition regarding the same.

THIS GRANT is made to secure the satisfactory performance and payment of all the Obligations of the Grantor, as such term is defined in the Security Agreement among the Grantor, the other assignors from time to time party thereto and the Grantee, dated as of February 25, 2013 (as amended, modified, restated and/or supplemented from time to time, the "Security Agreement"). Upon the occurrence of the Termination Date (as defined in the Security Agreement), the Grantee shall execute, acknowledge, and deliver to the Grantor an instrument in writing releasing the security interest in the Marks acquired under this Grant.

This Grant has been granted in conjunction with the security interest granted to the Grantee under the Security Agreement. The rights and remedies of the Grantee with respect to the security interest granted herein are as set forth in the Security Agreement, all provisions of which are incorporated herein by reference. In the event that any provisions of this Grant are

deemed to conflict with the Security Agreement, the provisions of the Security Agreement shall govern with respect to such conflict.

**[Remainder of this page intentionally left blank; signature page follows]**

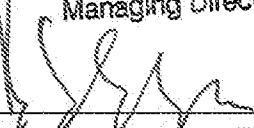
IN WITNESS WHEREOF, the undersigned have executed this Grant as of the 13th day of November, 2013.

ZUFFA, LLC, Grantor

By   
Name:  
Title: **KIRK D. HENDRICK  
CHIEF LEGAL OFFICER**

DEUTSCHE BANK TRUST COMPANY AMERICAS,  
as Collateral Agent and Grantee

By:   
Name: Mary Kay Coyle  
Title: Managing Director

By:   
Name: Kirk L. Tashjian  
Title: Vice President

**SCHEDULE A**

Trademark	Application Number	Registration Number	Status
Octagon Performance Logo	85/318710	4372982	registered
OCTAGON (words)	85/318709	4372981	registered
OCTAGON	2011/16651	2011/16651	registered
OCTAGON	45-2011-3636	4545801	registered
Championship Belt Design	212-041522	5608183	registered
UFC HOLD 'EM	77/904417	4392582	registered
POKER OCTAGON	77/810566	4396414	registered
POKER OCTAGON	77/810571	4396415	registered
THE OCTAGON OF POKER	77/800948	4396410	registered
THE OCTAGON OF POKER	77/800956	4396411	registered
UFC FROM ALL ANGLES	85/629619	4397261	registered
ULTIMATE ANSWERS	85/660709	4397453	registered
Championship Belt Design	1482130	1482130	registered
OCTAGON GIRL	77/983490	4400446	registered