

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM568840

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	Redomestication under Delaware law of Cayman Islands limited partnership to Delaware limited partnership, without change in entity		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Nitro Circus IP Holdings LP		12/18/2019	Limited Partnership: CAYMAN ISLANDS
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Nitro Circus IP Holdings LP		
<b>Street Address:</b>	1000 Calle Amanecer		
<b>City:</b>	San Clemente		
<b>State/Country:</b>	CALIFORNIA		
<b>Postal Code:</b>	92673		
<b>Entity Type:</b>	Limited Partnership: DELAWARE		
<b>PROPERTY NUMBERS Total: 27</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	3862825		
<b>Registration Number:</b>	3862827		
<b>Registration Number:</b>	3862826		
<b>Serial Number:</b>	88349325	GNARLYTOWN	
<b>Serial Number:</b>	86921596	NITRO CIRCUS	
<b>Registration Number:</b>	5834990	NITRO CIRCUS	
<b>Registration Number:</b>	5885683	NITRO CIRCUS	
<b>Registration Number:</b>	5168237	NITRO CIRCUS	
<b>Registration Number:</b>	3210835	NITRO CIRCUS	
<b>Registration Number:</b>	3782822	NITRO CIRCUS	
<b>Registration Number:</b>	3222025	NITRO CIRCUS	
<b>Registration Number:</b>	3862821	NITRO CIRCUS	
<b>Registration Number:</b>	3862819	NITRO CIRCUS	
<b>Registration Number:</b>	3862822	NITRO CIRCUS	
<b>Registration Number:</b>	4009991	NITRO CIRCUS LIVE	
<b>Registration Number:</b>	4538757	NITRO CITY	
<b>Serial Number:</b>	88712049	NITRO RALLYCROSS	
<b>Registration Number:</b>	5807972	NITRO RALLYCROSS	

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TRADEMARK

Property Type	Number	Word Mark
Serial Number:	87340245	NITRO WINTER GAMES
Registration Number:	5056129	NITRO WORLD GAMES
Registration Number:	5151112	NITRO WORLD GAMES
Registration Number:	5257445	NITRO WORLD GAMES
Registration Number:	5235335	NITRO WORLD GAMES
Serial Number:	88043483	NRX NITRO RALLYCROSS
Serial Number:	87961185	RYAN WILLIAMS RW
Registration Number:	3255260	TRAVIS AND THE NITRO CIRCUS
Serial Number:	87886586	WHISKEY THROTTLE

**CORRESPONDENCE DATA**

**Fax Number:** 2128135901

*Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.*

**Phone:** 212-813-5900

**Email:** anicolescu@fzllz.com

**Correspondent Name:** Robert A. Becker

**Address Line 1:** Fross Zelnick Lehrman & Zissu, P.C.

**Address Line 2:** 151 West 42nd Street, 17th Floor

**Address Line 4:** New York, NEW YORK 10036

<b>ATTORNEY DOCKET NUMBER:</b>	NTRO 2000782
<b>NAME OF SUBMITTER:</b>	Anca Nicolescu
<b>SIGNATURE:</b>	/ancanicolescu/
<b>DATE SIGNED:</b>	03/25/2020

**Total Attachments: 4**

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**CERTIFICATE OF  
LIMITED PARTNERSHIP DOMESTICATION  
OF  
NITRO CIRCUS IP HOLDINGS LP**

This Certificate of Limited Partnership Domestication (this "Certificate") is being filed for the purpose of domesticating a non-United States entity as a Delaware limited partnership in accordance with the provisions of Section 17-215 of the Delaware Revised Uniform Limited Partnership Act, 6 Del. C. §§ 17-101 et seq. (the "Act").

The undersigned, being duly authorized to execute and file this Certificate, does hereby certify as follows:

1. Date and Jurisdiction of Incorporation. The date on which, and the jurisdiction where, the non-United States entity was formed, incorporated, created, organized or otherwise came into being are as follows:

<u>Date</u>	<u>Jurisdiction</u>
November 4, 2013	Cayman Islands

2. Name of Non-United States Entity. The name of the non-United States entity immediately prior to the filing of this Certificate was: Nitro Circus IP Holdings LP

3. Name of Domesticated Delaware Limited Partnership. The name of the Delaware limited partnership into which the non-United States entity is being domesticated as set forth in the Certificate of Limited Partnership of such Delaware limited partnership to be filed in accordance with Section 17-215(b) of the Act is: Nitro Circus IP Holdings LP


4. Principal Place of Business of Non-United States Entity. The jurisdiction that constituted the principal place of business of the non-United States entity immediately prior to the filing of this Certificate was the Cayman Islands.

5. Approval. The domestication has been approved in the manner provided for by the document, instrument, agreement or other writing governing the internal affairs and the conduct of the business of the non-United States entity, or by applicable law of the Cayman Islands, as appropriate.

6. Effective Time. This Certificate shall be effective upon its filing with the Office of the Secretary of State of the State of Delaware.

*[Signature Page Follows]*

IN WITNESS WHEREOF, the undersigned has duly executed this Certificate of Limited Partnership Domestication as of DECEMBER 18, 2019.

  
\_\_\_\_\_  
Name: ANDREW EDWARDS  
Authorized Person Andrew Edwards

**CERTIFICATE OF LIMITED PARTNERSHIP**

**OF**

**NITRO CIRCUS IP HOLDINGS LP**

This Certificate of Limited Partnership is being filed pursuant to Section 17-215(b) of the Delaware Revised Uniform Limited Partnership Act, 6 Del. C. §§ 17-101 et seq. in connection with the domestication of Nitro Circus IP Holdings LP, a Cayman Islands exempted limited partnership, to a Delaware limited partnership.

The undersigned does hereby certify as follows:

1. Name. The name of the limited partnership is Nitro Circus IP Holdings LP (the "Partnership").

2. Registered Office and Registered Agent. The Partnership's registered office in the State of Delaware is located at 251 Little Falls Drive, Wilmington, Delaware 19808. The registered agent of the Partnership for service of process at such address is Corporation Service Company.

3. Name and Address of the General Partner. The name and address of the sole general partner are as follows:


Nitro Circus IP Holdings GP LLC  
1000 Calle Amanecer  
San Clemente, CA 92673

*[Signature Page Follows]*

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Limited Partnership as of DECEMBER 18, 2019.

**GENERAL PARTNER:**

**NITRO CIRCUS IP HOLDINGS GP LLC**

By:   
Name: ANDREW EDWARDS  
Title: CEO  
Andrew Edwards  
Authorized Person

*Signature Page – Certificate of Limited Partnership of Nitro Circus IP Holdings LP*