This Agreement is made as of [date] between Bluth Company, Inc. (“Company”) and George Oscar Bluth (“Animator”) for the assignment of animation rights to the cartoon character “Bananagrabber” (“Character”) as further described herein.

1. Assignment of Rights. Animator hereby grants to Company the exclusive right and license to animate, produce, and distribute video content featuring the Character (the “Animation Rights”). The Animation Rights shall include the right to:

a. Create, produce, and distribute new animated content featuring the Character; b. Create, produce, and distribute sequels, prequels, and spin-offs featuring the Character;

c. Create, produce, and distribute video games featuring the Character;

d. Create, produce, and distribute merchandise featuring the Character;

e. Create, produce, and distribute comic books featuring the Character; and

f. Create, produce, and distribute any other derivative works featuring the Character.

2. Term. The term of this Agreement shall be for a period of seven (7) years from the date of execution (the “Term”).

3. Rights to Characters. Company shall own all rights, title, and interest in and to the Character and any derivatives or adaptations created under this Agreement. Animator hereby assigns and transfers to Company all of its right, title, and interest in and to the Character and any derivatives or adaptations created under this Agreement.

4. Compensation. Company shall pay Animator the following consideration:

a. $0 for the Animation Rights; and

b. 1% for any merchandise or other sales of items featuring the Character.

5. Royalties. Animator shall receive a royalty of 1% on any sales of merchandise or other items featuring the Character.

6. Termination. This Agreement may be terminated by either party upon written notice in the event of a material breach of any term of this Agreement.

IN WITNESS WHEREOF, the parties hereto have executed this Agreement on the day and year first above written.

\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ Michael Bluth, on behalf of Bluth Company, Inc.

\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ George Oscar Bluth (Gob), on his own behalf

