

09/21/2012

Form PTO-1594 (Rev. 12-11)
OMB Collection 0651-0027 (exp. 04/30/201)



U.S. DEPARTMENT OF COMMERCE
United States Patent and Trademark Office

RE 103649700
TRADEMARKS ONLY

To the Director of the U. S. Patent and Trademark Office: Please record the attached documents or the new address(es) below.

9-21-12

1. Name of conveying party(ies):

Run On, Inc.
4950 Keller Springs, Suite 340
Addison, Texas 75001

- Individual(s)
- Partnership
- Corporation- State: Texas
- Other _____
- Association
- Limited Partnership

Citizenship (see guidelines) _____

Additional names of conveying parties attached? Yes No

2. Name and address of receiving party(ies)

Additional names, addresses, or citizenship attached? Yes No

Name: Robert N. Wallace

Street Address: 4950 Keller Springs, Suite 340

City: Addison

State: Texas

Country: United States Zip: 75001

- Individual(s) Citizenship United States
- Association Citizenship _____
- Partnership Citizenship _____
- Limited Partnership Citizenship _____
- Corporation Citizenship _____
- Other _____ Citizenship _____

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
(Designations must be a separate document from assignment)



3. Nature of conveyance/Execution Date(s) :

Execution Date(s) July 30, 2012

- Assignment
- Security Agreement
- Other _____
- Merger
- Change of Name

4. Application number(s) or registration number(s) and identification or description of the Trademark.

A. Trademark Application No.(s) Text

85/663806; 85/663766; 85/663887; 85/663081; 85/663839;
85/663051; 85/664014; 85/663939; 85/631603

B. Trademark Registration No.(s)

Additional sheet(s) attached? Yes No

C. Identification or Description of Trademark(s) (and Filing Date if Application or Registration Number is unknown):

N/A

5. Name & address of party to whom correspondence concerning document should be mailed:

Name: Paul S. Beik, Beik Law Firm, PLLC

Internal Address: _____

Street Address: 8100 Washington Avenue, Suite 1000

City: Houston

State: Texas Zip: 77007

Phone Number: (713) 869-6975

Docket Number: _____

Email Address: paul@beiklaw.com

6. Total number of applications and registrations involved:

9

7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$ 240.00

- Authorized to be charged to deposit account
- Enclosed

8. Payment Information:

Deposit Account Number WELLS 00000005 85663806

Authorized User Name _____ 40.00 OP
#2 FC: 8322 200.00 OP

9. Signature:

PSB

Signature

9/18/12

Date

Paul S. Beik, Attorney of Record Texas
Name of Person Signing bar number

Total number of pages including cover sheet, attachments, and document:

4

Documents to be recorded (including cover sheet) should be faxed to (571) 273-0140, or mailed to: Mail Stop Assignment Recordation Branch, Director of the USPTO, P.O. Box 1450, Alexandria, VA 22313-1450

EXHIBIT A

Trademarks

MARK	APP. NO.	REG. NO.	FILING DATE	REG. DATE
THE HOTCAKE HUSTLE 5K/10K	85/663806 (U.S.)	Pending	6/28/2012	Pending
TOO COLD TO HOLD 5M & 10M	85/663766 (U.S.)	Pending	6/28/2012	Pending
ST. PADDY'S DAY DASH DOWN GREENVILLE 5K	85/663887 (U.S.)	Pending	6/28/2012	Pending
TOO HOT TO HANDLE 5K & 15K	85/663081 (U.S.)	Pending	6/27/2012	Pending
MELON DASH 5K	85/663839 (U.S.)	Pending	6/28/2012	Pending
RUN PROUD 5K	85/663051 (U.S.)	Pending	6/28/2012	Pending
SANTA FE 5K	85/664014 (U.S.)	Pending	6/28/2012	Pending
DECK THE TRAILS	85/663939 (U.S.)	Pending	6/28/2012	Pending
RUN ON!	85/631603 (U.S.)	Pending	5/22/2012	Pending

ASSIGNMENT AGREEMENT

This Assignment Agreement ("Assignment") is made effective as of July 28, 2012 from Run On!, Inc. ("ASSIGNOR") to Robert Wallace ("ASSIGNEE"):

WHEREAS, ASSIGNOR is the owner of the trademarks and applications (the "Marks") as described in Exhibit A, attached hereto and incorporated by reference herein, together with the goodwill associated with and attributed to the Marks and the goodwill of the business symbolized thereby in connection with the goods on which the Marks are used ("the Products and/or Services").

ASSIGNOR further represents and warrants that no previous assignment, sale, agreement or encumbrance has been made or will be made with respect to the Marks listed in Exhibit A, and that ASSIGNOR has full right to convey the entire interest in the Marks as herein assigned and to become bound by the terms and conditions of this agreement.

WHEREAS, ASSIGNOR desires to convey, transfer, assign, deliver, and contribute to ASSIGNEE all of its right, title, and interest in and to the Marks.

NOW, THEREFORE, in consideration of the payment of Ten Dollars (\$10.00) and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, ASSIGNOR hereby conveys, transfers, assigns, delivers, and contributes to ASSIGNEE all of ASSIGNOR'S right, title, and interest of whatever kind in and to the Marks, together with (1) the goodwill of the business relating to the Products and/or Services in respect upon which the Marks are used and for which they are registered: (2) all income, royalties, and damages hereafter due or payable to ASSIGNOR with respect to the Marks, including without limitation, damages, and payments for past or future infringements and misappropriations of the Marks: and (3) all rights to sue for past, present and future infringements or misappropriations of the Marks.

ASSIGNOR further covenants that it will execute all documents, papers, forms and authorizations and take all other actions that may be necessary for securing, completing, or vesting in ASSIGNEE full right, title, and interest in the Marks, Patents and Applications.

IN WITNESS WHEREOF, ASSIGNOR has duly executed under seal and delivered this Assignment, as of the day and year first above written.

RUN ON!, INC.

By: 

Name: Robert N Wallace

Date: 7.30.12

TRADEMARK

REEL: 004869 FRAME: 0879

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