

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
TLO Holdings, LLC	FORMERLY Prepworks Holdings, LLC	10/28/2013	LIMITED LIABILITY COMPANY: FLORIDA
RECEIVING PARTY DATA			
Name:	Prepworks, LLC		
Street Address:	604 Crandon Blvd., Suite 201		
City:	Key Biscayne		
State/Country:	FLORIDA		
Postal Code:	33149		
Entity Type:	LIMITED LIABILITY COMPANY: FLORIDA		
PROPERTY NUMBERS Total: 7			
Property Type	Number	Word Mark	
Registration Number:	4350095	INFUSED HUMAN INTELLIGENCE	
Registration Number:	4350096	PREPWORKS	
Registration Number:	4350116	INTERNAL ADAPTIVE ENGINE	
Registration Number:	4357756		
Registration Number:	4357757	PREPWORKS STUDENT PERFORMANCE MAXIMIZED	
Registration Number:	4358137	LEARNING POSITIONING SYSTEM	
Registration Number:	4408613	LEARNING POSITIONING SYSTEM	
CORRESPONDENCE DATA			
Fax Number:			
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>			
Email:	sjohnson@spj-law.com		
Correspondent Name:	Stephen P. Johnson		
Address Line 1:	3091 Palm Trace Landings Dr., #1405		
Address Line 4:	Davie, FLORIDA 33314		
		TRADEMARK	

OP \$190.00 4350095

NAME OF SUBMITTER:	Stephen P. Johnson
Signature:	/Stephen P. Johnson/
Date:	10/28/2013
Total Attachments: 3 source=Trademark Assignment#page1.tif source=Trademark Assignment#page2.tif source=Trademark Assignment#page3.tif	

TRADEMARK ASSIGNMENT

THIS TRADEMARK ASSIGNMENT (“Assignment”) is by and between PREPWORKS, LLC, a Florida limited liability company (the “Assignee”), and PREPWORKS HOLDINGS, LLC, a Florida limited liability company, n/k/a TLO HOLDINGS, LLC (“Assignor”).

WHEREAS, contemporaneous with the execution of this Assignment, Assignor and Assignee are executing an Intellectual Property Assignment Agreement to which this Assignment is referenced and attached;

WHEREAS, Assignor is the owner of all right, title and interest in and to the trademarks and the corresponding registrations and/or applications for registration set forth on Exhibit A (the “Trademarks”), together with the goodwill of the business connected with and symbolized by the Trademarks; and

WHEREAS, Assignee desires to acquire all right, title and interest in and to the Trademarks.

NOW, THEREFORE, for good and valuable consideration, the receipt and adequacy of which are acknowledged, the parties hereby agree as set forth below.

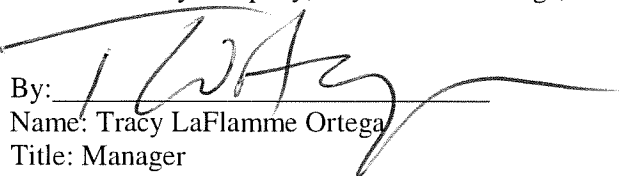
Assignor hereby sells, assigns, transfers and conveys to Assignee the entire right, title, interest in and to the Trademarks in the United States and all jurisdictions outside the United States, together with the goodwill of the business connected with and symbolized by the Trademarks (including, without limitation, the right to renew any registrations included in the Trademarks, the right to apply for trademark registrations within or outside the United States based in whole or in part upon the Trademarks, and any priority right that may arise from the Trademarks), the same to be held and enjoyed by Assignee as fully and entirely as said interest could have been held and enjoyed by Assignor had this sale, assignment, transfer and conveyance not been made.

Assignor authorizes the Commissioner of Trademarks of the United States and other empowered officials of the United States Patent and Trademark Office and in any applicable jurisdictions outside the United States to record the transfer of the registrations and/or applications for registration set forth on Exhibit A to Assignee as assignee of Assignor’s entire right, title and interest therein. Assignor agrees to further execute any documents reasonably necessary to effect this assignment or to confirm Assignee’s ownership of the Trademarks.

The parties hereto have executed this Assignment as of October 28, 2013.

ASSIGNOR:

PREPWORKS HOLDINGS, LLC, a Florida limited liability company, n/k/a TLO Holdings, LLC

By: 
Name: Tracy LaFlamme Ortega
Title: Manager

STATE OF FLORIDA)
) SS.
COUNTY OF MIAMI-DADE)

The foregoing instrument was acknowledged before me this 28th day of October, 2013, by Tracy LaFlamme Ortega, individually, who is personally known to me or has produced a Florida driver's license or _____ as identification.

My Commission Expires:


Notary Public (Signature)

Karim Amin.

(Printed Name)

ASSIGNEE:

PREPWORKS, LLC, a Florida
limited liability company

By: 
Name: Tracy LaFlamme Ortega
Title: Chief Executive Officer

STATE OF FLORIDA)
) SS.
COUNTY OF MIAMI-DADE)

The foregoing instrument was acknowledged before me this 28th day of October, 2013, by Tracy LaFlamme Ortega, Chief Executive Officer of Prepworks, LLC, a Florida limited liability company , who is personally known to me or has produced a Florida driver's license or _____ as identification.

My Commission Expires: 3/28/15



Notary Public (Signature)

Karim Amin

(Printed Name)

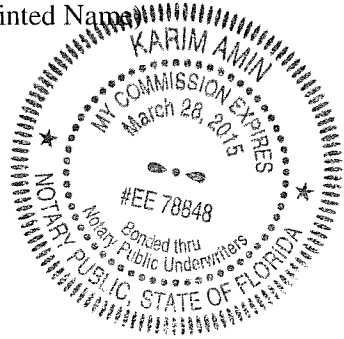


EXHIBIT A
TRADEMARKS

Reg. No.	Owner	Reg. Date	Intl. Cl.	Services	Mark
4,350,095	Prepworks Holdings, LLC	June 11, 2013	41	Education Services	INFUSED HUMAN INTELLIGENCE
4,350,096	Prepworks Holdings, LLC	June 11, 2013	41	Education Services	PREPWORKS
4,350,116	Prepworks Holdings, LLC	June 11, 2013	41	Education Services	INTERNAL ADAPTIVE ENGINE
4,357,756	Prepworks Holdings, LLC	June 25, 2013	41	Education Services	Design
4,357,757	Prepworks Holdings, LLC	June 25, 2013	41	Education Services	Design
4,358,137	Prepworks Holdings, LLC	June 25, 2013	41	Educational Services	LEARNING POSITIONING SYSTEM
4,408,613	Prepworks Holdings, LLC	September 24, 2013	09	Education Software	LEARNING POSITIONING SYSTEM