

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
WHALEN FURNITURE MANUFACTURING, INC.		05/31/2013	CORPORATION: CALIFORNIA

RECEIVING PARTY DATA

Name:	LF Centennial Limited
Street Address:	P.O. Box 957, Offshore Incorporations Centre
City:	Road Town, Tortola
State/Country:	BRITISH VIRGIN ISLANDS
Entity Type:	COMPANY: BRITISH VIRGIN ISLANDS

PROPERTY NUMBERS Total: 31

Property Type	Number	Word Mark
Registration Number:	3390300	LEVELUP
Registration Number:	4183823	LEVELUP
Registration Number:	3490592	SAVANTE
Registration Number:	3523851	CABLE PRO
Registration Number:	3523852	C
Registration Number:	3805653	ESBE
Registration Number:	3389011	AVIO
Registration Number:	3959297	QUICK AXIS
Registration Number:	3038081	BAYSIDE FURNITURE
Registration Number:	3050392	VAS
Registration Number:	3468830	BAYSIDE FURNISHINGS
Registration Number:	3119059	ENCORE HOME ENTERTAINMENT
Registration Number:	3412729	ORGANIZE YOUR LIFE
Registration Number:	3388966	FURNISH YOUR LIFE

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Registration Number:	3081018	WHALEN STORAGE
Registration Number:	3030840	W WHALEN
Registration Number:	4023442	SLEEP BETTER TONIGHT
Registration Number:	4087608	O'NIN
Registration Number:	4061021	FLEXFRAME
Registration Number:	3038080	WHEN VALUE AND STYLE MATTER
Registration Number:	4087784	WHALEN STORAGE
Registration Number:	4093647	W WHALEN
Registration Number:	4087790	WHALEN
Registration Number:	4093648	W WHALEN
Registration Number:	4053797	INTERTILT
Registration Number:	4003678	TESSAIRE
Registration Number:	4056905	ECOHEALTH
Registration Number:	4207439	SENSOR / SOUND SHELF
Registration Number:	4159123	GT
Registration Number:	4159122	GT
Registration Number:	4276612	GAMING THEATER

CORRESPONDENCE DATA

Fax Number: 2127686800
Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.
Phone: 212 632-8436
Email: lora.moffatt@dentons.com
Correspondent Name: Lora A. Moffatt
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Address Line 2: 1221 Avenue of the Americas
Address Line 4: New York, NEW YORK 10020-1089

ATTORNEY DOCKET NUMBER: 20010586-0004 LM9-BA9

DOMESTIC REPRESENTATIVE

Name: Lora A. Moffatt
Address Line 1: Dentons US LLP
Address Line 2: 1221 Avenue of the Americas
Address Line 4: New York, NEW YORK 10020-1089

NAME OF SUBMITTER: Lora A. Moffatt

Signature: /lora a. moffatt/

12/30/2013

Total Attachments: 21

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Trademark and Patent Assignment

THIS ASSIGNMENT is dated 31 of May 2013 and is made

BETWEEN

- (1) **WHALEN FURNITURE MANUFACTURING INC.**, a company incorporated under the laws of the State of California (the “**Assignor**”); and
- (2) **LF CENTENNIAL LIMITED**, a company incorporated under the laws of the British Virgin Islands, with registration no. 1043130 (the “**Assignee**”).

WHEREAS

- (A) The Assignor is the legal and beneficial owner of certain trademarks, utility/utility model patents, design patents and the owner/registrant or applicant of the registrations or applications of such trademarks, utility/utility model patents and design patents as set out in the Schedule (“**Intellectual Property**”).
- (B) The Assignor, the Assignee and other parties entered into an agreement on 21 May 2013 in respect of the sale and purchase of certain assets and business of the Assignor (the “**SPA**”). Pursuant to the SPA, the Assignor agrees to assign the Intellectual Property to the Assignee with effect from the date of this Assignment.

NOW THIS ASSIGNMENT WITNESSES THAT

1. In consideration of the consideration paid by the Assignee to the Assignor under the SPA, the Assignor hereby assigns as registered and beneficial owner absolutely to the Assignee free from all Encumbrances all right, title and interest in and to the Intellectual Property, together with the goodwill attaching to the Intellectual Property and the goodwill of the business in which the Intellectual Property has been used by the Assignor or its licensees including all statutory and/or common law rights attaching thereto and the right to sue for past infringements and to recover and retain any damages and/or profits obtained as a result of such action. In this Assignment, “**Encumbrance**” means any mortgage, charge, pledge, lien, option, restriction, right of first refusal, right of pre-emption, third party right or interest, other encumbrance or security interest of any kind conditional sale or other title transfer or retention arrangement or other restriction of a similar kind, and any agreement or obligation to create or grant any of the aforesaid.
2. The Assignor warrants that it will use its best endeavours to procure and assist in recording this Assignment with the trade mark registries and patent registries in the relevant jurisdictions and shall do and execute or procure that there shall be done and executed all such documents deeds matters acts and things as the Assignee may at any time require in order to properly vest the Intellectual Property in the name of the Assignee.
3. This Assignment is governed by and will be construed in accordance with Hong Kong law. The parties submit to the non-exclusive jurisdiction of the Hong Kong courts and

each party waives any objection to proceedings in Hong Kong on the grounds of venue or inconvenient forum.

4. The service of any process connected with proceedings in the Hong Kong courts and relating to this Assignment will be deemed to have been validly served on a party if they are served on the process agent whose name and present address are set out below against the name of that party and service will be deemed to have been acknowledged by that party if it is acknowledged by that process agent:


Party	Process Agent
Assignor	Law Debenture Services (H.K.) Limited Room 3105, Alexandra House 18 Chater Road, Central, Hong Kong
Assignee	Li & Fung (Trading) Limited 1/F., LiFung Tower, 888 Cheung Sha Wan Road, Kowloon, Hong Kong For the attention of: Ms. Terry Wan, Group Company Secretary

SIGNED BY

for and on behalf of
LF CENTENNIAL LIMITED

in the presence of:

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)
)
)
)





Name: MINDY ZHOU
Title: Executive Assistant

[SIGNATURE PAGE TO ASSIGNMENT OF TRADE MARKS AND PATENTS]

SCHEDULE


Part 1 - Registered Trademarks

Country	Trademark	Class	Application No	Trademark No
USA	LEVELUP	9	78/970,625	3,390,300
USA	LEVELUP	20	85/133,600	4,183,823
USA	SAVANTE	9	78/935,319	3,490,592
USA	CABLE PRO	9	77/426,029	3,523,851
USA	Ɔ	20	77/426,097	3,523,852
USA	ESBE	20	77/738,030	3,803,653
USA	AVIO	20	78/930,808	3,389,011
USA	QUICK AXIS	20	77/955,150	3,959,297
USA	BAYSIDE FURNITURE	20	78/549,543	3,038,081
USA	VAS	20	78/549,424	3,050,392

Country	Trademark	Class	Application No	Trademark No
USA	BAYSIDE FURNISHINGS	20	77/123,686	3,468,830
USA	ENCORE HOME ENTERTAINMENT	20	78/279,690	3,119,059
USA	ORGANIZE YOUR LIFE	20	78/548,167	3,412,729
USA	FURNISH YOUR LIFE	20	78/870,525	3,388,966
USA	WHALEN STORAGE	20	78/548,177	3,081,018
USA	W WHALEN	20	78/384,290	3,030,840
USA	SLEEP BETTER TONIGHT	20	77/912,222	4,023,442
USA	O'NIN	20	85/342,896	4,087,608
USA	FLEXFRAME	20	85/087,253	4,061,021
USA	WHEN VALUE AND STYLE MATTER	20	78/549,476	3,038,080
USA	WHALEN STORAGE	20	85/345,504	4,087,784
USA	W WHALEN	20	85/545,532	4,093,647

Country	Trademark	Class	Application No	Trademark No
USA	WHALEN	20	85/345,558	4,087,793
USA	 WHALEN	20	85/345,572	4,093,648
USA	INTERTILT	20	85/087,250	4,053,797
USA	TESSAIRE	20	85/055,085	4,003,678
USA	ECOHEALTH	20	77/912,260	4,056,905
USA	SENSOR / SOUND SHELF	20	85/375,954	4,207,439
USA	GT	20	85/373,877	4,159,123
USA		20	85/373,779	4,159,122
USA		20	85/391,181	4,276,612
Mexico	LEVELUP	20	1124405	1192927
Canada	LEVELUP	20	1496240	TMA 832755

Part 1b -- Trademark Applications

Country	Trademark	Application Date	Application No	Description
China	W WHALEN  WHALEN	2012-03-22	10658120	Whalen logo and name in any color

Part 2 - Utility Patent Applications

Country	Application Date	Title	Inventor	Application No
USA	2010-09-21	Industrial Frame Rack Support Assembly P02134US	Alan Lawson Steve Painter	12/887,024
USA	2012-06-04	3-in-1 Television Support & Mounting Kit (continuation) P02225US4	Paul R. Jones Kenneth J. Whalen	13/487,459
USA	2012-04-05	Panel Television Mounting Assembly with Reversible Sound Bar Sensor Shelf P02507US1	Paul R. Jones	13/440,636
USA	2012-04-13	Ready to Assemble Chair Base P02233US1	Thomas B Hazzard Tracy Leigh Hazzard	13/446,812
USA	2009-04-03	Flat Screen Television Support System P02242US1	Paul R. Jones Kenneth J. Whalen	12/417,902
USA	2012-02-27	Corner Joint System for Furniture Panels P02327US	James Chen Gustavo Velez Dino Rabutan	13/405,548
USA	2011-09-07	Intertit Mechanism for Office	Thomas B Hazzard	61/531,794

			Chair P02370US	Tracy Leigh Hazzard	
USA	2012-02-03		Interchangeable Battery for Charging Station P02422US	Paul A. Robertson	13/403,589
USA	2013-01-14		No Tools Chair Base P02437US	Thomas B Hazzard Tracy Leigh Hazzard	13/736,461
USA	2013-02-22		No Tools Chair Arms P02438US	Thomas B Hazzard Tracy Leigh Hazzard	13/773,761
Mexico	2010-06-16		Hinged System for folding TV stands P02240MX	Anna Marietta Jens Thomson	MX / a / 2010006701
China	2012-05-31		No Tools Drawer Corner Hardware 用于家具面板的角部接合系统 PU129818	James Chen Gustavo Velez Dino Rabutan	201210176961.9
USA	2013-03-15		Utility Application -- 3-1 Television Support And Mounting Kit. P02225US	Paul R. Jones Kenneth J. Whalen	13/833,501
USA	2012-08-08		Utility Application -- Multi-Configurable TV Stand With Intersecting Vertical Structure P02367US	Thomas B Hazzard Tracy Leigh Hazzard	61/680,711
USA	2012-08-08		Utility Application -- Multi-Configurable TV Stand With Bridge Mount Structure P02368US	Thomas B Hazzard Tracy Leigh Hazzard	61/680,713
USA	2012-08-08		Utility Application -- Multi-Configurable TV Stand With Top Surfaced Joined Vertical Structure P02369US	Thomas B Hazzard Tracy Leigh Hazzard	61/680,714
Canada	2013-04-09		Utility Application -- Television Support & Mounting Kit (Canada) P02225CA5	Paul R. Jones Kenneth J. Whalen	21519-761

Part 3 - Design Patent Applications

Country	Application Date	Title	Inventor	Application No
Canada	2012-04-11	Flat Front Fireplace Insert	Kenneth J. Whalen	21519-762
USA	2012-10-11	Flat Front Fireplace Insert	Kenneth J. Whalen	29/434,222

Part 4 - Utility Patent Registrations

Country	Application Date	Title	Inventor	Application No	Patent No
USA	2007-09-24	3-in-1 Television Support & Mounting Kit	Kenneth Whalen	11/860,271	8,079,311 (2011-12-20)
USA	2005-05-24	Flat Screen Television Support System	Paul R. Jones; Kenneth J. Whalen	11/135,888	7,530,538 (2009-05-12)
USA	2007-10-23	CABLE MANAGEMENT APPARATUSES AND SYSTEMS	James A. Young, IV	11/877,446	7,825,337 (2010-11-02)
USA	2007-10-23	CABLE MANAGEMENT APPARATUS, SYSTEM, AND FURNITURE STRUCTURES	James A. Young, IV	11/877,451	7,922,128 (2011-04-12)
USA	2011-12-12	Television Support & Mounting Kit	Paul R. Jones; Kenneth J. Whalen	13/316,792	8,191,485
China	2009-11-06 Priority date claimed: 2009-07-24	Hinged System for Folding TV Stands 支承家具系统的承载框架组件的铰接装置及支承家具系统	A.M. 玛丽埃塔; J.N. 汤姆森	200920267469. 6	ZL20092026746 9.6 (2011-01-05)

Part 5 - Design Patents Registrations

Country	Application Date	Title	Inventor	Application No	Patent No Issue Date
USA	2010-07-16	Office Chair	Thomas B Hazzard; Tracy Leigh Hazzard	29/365,903	D641,983 (2011-07-26)
USA	2010-07-16	Chair Base	Thomas B Hazzard; Tracy Leigh Hazzard	29/365,905	D650,615 (2011-12-20)
USA	2010-07-16	Chair Back	Thomas B Hazzard; Tracy Leigh Hazzard	29/365,907	D641,999 (2011-07-26)
USA	2010-08-26	Office Chair	Thomas B Hazzard; Tracy Leigh Hazzard	29/368,623	D641,998 (2011-07-26)
USA	2010-08-26	Chair Arms (RC2)	Thomas B Hazzard; Tracy Leigh Hazzard	29/368,629	D650,619 (2011-12-20)
USA	2010-08-26	Office Chair	Thomas B Hazzard; Tracy Leigh Hazzard	29/368,630	D642,000 (2011-07-26)
USA	2006-06-22	SLOT FOR MULTIMEDIA FURNITURE	Hyung J. Kim (James Kim)	29/247,507	D555,951 (2007-11-27)

Country	Application Date	Title	Inventor	Application No	Patent No Issue Date
USA	2005-04-18	Television Bracket	Paul R. Jones; Kenneth J. Whalen	29/227,990	D541,138 (2007-04-24)
USA	2006-06-22	SLOT FOR MULTIMEDIA FURNITURE	Hyung J. Kim (James Kim)	29/247,508	D554,399 (2007-11-06)
USA	2006-06-22	MULTIMEDIA FURNITURE	Hyung J. Kim (James Kim)	29/247,509	D554,400 (2007-11-06)
USA	2006-06-22	MULTIMEDIA FURNITURE	Hyung J. Kim (James Kim)	29/247,510	D554,401 (2007-11-06)
USA	2006-07-13	SLOT FOR MULTIMEDIA FURNITURE	Hyung J. Kim (James Kim)	29/247,814	D552,876 (2007-10-16)
USA	2007-10-18	CABLE MANAGEMENT APPARATUS	James A Young, IV (Jim Young)	29/296,327	D569,234 (2008-05-20)
USA	2007-10-18	CABLE MANAGEMENT APPARATUS	James A Young, IV (Jim Young)	29/296,328	D569,235 (2008-05-20)

Country	Application Date	Title	Inventor	Application No	Patent No Issue Date
USA	2007-10-18	CABLE MANAGEMENT APPARATUS	James A Young IV	29/296,330	D569,710 (2008-05-27)
USA	2007-10-18	CABLE MANAGEMENT APPARATUS	James A Young IV	29/296,331	D569,711 (2008-05-27)
USA	2007-10-18	CABLE MANAGEMENT APPARATUS	James A Young IV	29/296,332	D569,236 (2008-05-20)
USA	2007-10-18	CABLE MANAGEMENT APPARATUS	James A Young IV	29/296,333	D573,448 (2008-07-22)
USA	2007-10-18	CABLE MANAGEMENT APPARATUS	James A Young IV	29/296,334	D569,712 (2008-05-27)
USA	2008-02-14	Universal Multimedia Tray	Britta Claire Nielsen	29/303,649	D581,186 (2008-11-25)
USA	2008-02-14	Universal Multimedia Tray	Britta Claire Nielsen	29/303,651	D586,596 (2009-02-17)

Country	Application Date	Title	Inventor	Application No	Patent No Issue Date
USA	2008-02-14	Universal Multimedia Tray	Britta Claire Nielsen	29/303,652	D585,683 (2009-02-03)
USA	2008-02-09	Universal Multimedia Tray	Britta Claire Nielsen	29/303,477	D584,083 (2009-01-06)
USA	2008-05-14	MULTIMEDIA CONTROLLER TRAY	Britta Claire Nielsen	29/318,128	D583,599 (2008-12-30)
USA	2008-05-14	MULTIMEDIA CARTRIDGE TRAY	Britta Claire Nielsen	29/318,129	D579,698 (2008-11-04)
USA	2009-03-16	Multimedia Furniture	Anna Martina Marietta	29/333,851	D612,177 (2010-03-23)
USA	2009-03-20	Frame For Shelves	Paul Albert Kohler	29/334,108	D601,370 (2009-10-06)
USA	2009-03-16	Multimedia Furniture	Anna Martina Marietta	29/333,852	D612,178 (2010-03-23)

Country	Application Date	Title	Inventor	Application No	Patent No Issue Date
USA	2009-05-05	Frame assembly with Shelves	Paul Albert Kohler	29/336,530	D615,771 (2010-05-18)
USA	2009-05-05	Elevation Support for Shelves	Paul Albert Kohler	29/336,533	D605,030 (2009-12-01)
USA	2009-05-05	Shelves and Corresponding Frame	Anna Martina Marietta	29/336,537	D612,644 (2010-03-30)
USA	2009-05-12	Shelves and corresponding Frame	Jeffrey Allen Day	29/336,943	D600,946 (2009-09-29)
USA	2009-05-08	Assembly with Shelves	Britta Claire Nielsen	29/336,764	D611,728 (2010-03-16)
USA	2009-05-07	Assembly with Shelves	Veronica Lindsey Vail	29/336,695	D611,727 (2010-03-16)
USA	2009-05-07	Multimedia System Controller Tray	Britta Claire Nielsen	29/336,696	D596,886 (2009-07-28)

Country	Application Date	Title	Inventor	Application No	Patent No Issue Date
USA	2011-03-01	Multimedia System Controller Tray	Britta Claire Nielsen	29/386,461	RE43,396 (2012-05-22)
USA	2009-05-07	Multimedia System Game Tray	Britta Claire Nielsen	29/336,697	D604,072 (2009-11-17)
USA	2009-10-08	Frame Assembly with Shelves	Jeffrey Allen Day	29/345,020	D615,772 (2010-05-18)
USA	2009-10-08	Frame for Shelves	Jeffrey Allen Day	29/345,021	D617,577 (2010-06-15)
USA	2009-10-07	Frame for Shelves	Britta Claire Nielsen	29/345,004	D613,964 (2010-04-20)
USA	2009-10-08	Shelves and Corresponding Frame	Paul Albert Kohler	29/345,022	D610,836 (2010-03-02)
USA	2009-10-13	Support Frame for Shelves	Shannon Sugiyama	29/345,302	D607,243 (2010-01-05)

Country	Application Date	Title	Inventor	Application No	Patent No Issue Date
USA	2009-10-14	Support Frame for Shelves	Britta Claire Nielsen	29/345,359	D607,244 (2010-01-05)
USA	2010-03-19	Storage Apparatus for Multimedia Items	Britta Claire Nielsen	29/357,977	D653,491 (2012-02-07)
USA	2010-03-22	Storage Apparatus for Multimedia Items	Paul Albert Kohler	29/358,048	D618,949 (2010-07-06)
USA	2010-03-18	Storage Apparatus for Multimedia Items	Britta Claire Nielsen	29/357,879	D618,938 (2010-07-06)
USA	2010-03-25	Storage Apparatus for Multimedia Items	Britta Claire Nielsen	29/358,317	D619,406 (2010-07-13)
USA	2010-03-25	Storage Apparatus for Multimedia Items	Britta Claire Nielsen	29/358,319	D619,407 (2010-07-13)
USA	2010-03-18	Storage Apparatus for Multimedia Items	Britta Claire Nielsen	29/357,882	D622,981 (2010-09-07)

Country	Application Date	Title	Inventor	Application No	Patent No Issue Date
USA	2010-03-22	Storage Apparatus for Multimedia Items	Paul Albert Kohler	29/358,030	D618,480 (2010-06-29)
USA	2010-06-01	Storage Tray for Multimedia Items	Britta Claire Nielsen	29,362,849	D629,227 (2010-12-21)
USA	2010-05-20	Storage Tray for Multimedia Items	Ryan Christopher Moore	29/362,105	D622,532 (2010-08-31)
USA	2010-06-01	Storage Tray for Multimedia Items	Britta Claire Nielsen	29/362,850	D634,943 (2011-03-29)
USA	2010-05-20	Storage Tray for Multimedia Items	Britta Claire Nielsen	29/362,106	D628,825 (2010-12-14)
USA	2010-05-20	Storage Apparatus for Multimedia Items	Paul Albert Kohler	29/362,107	D628,826 (2010-12-14)
USA	2010-05-20	Storage Tray for Multimedia Items	Britta Claire Nielsen	29/362,108	D628,827 (2010-12-14)

Country	Application Date	Title	Inventor	Application No	Patent No Issue Date
USA	2010-06-11	Storage Tray for Multimedia Items	Ryan Christopher Moore	29/363,621	D625,946 (2010-10-26)
USA	2011-02-28	Storage Apparatus for Multimedia Items	Britta Claire Nielsen	29/386,406	D644,057 (2011-08-30)
USA	2009-07-30	Gaming Tower Console	Britta Claire Nielsen	29/341,121	D610,371 (2010-02-23)
USA	2009-08-03	Gaming Tower Console	Britta Claire Nielsen	29/341,301	D616,221 (2010-05-25)
USA	2009-08-03	Gaming Tower Console	Britta Claire Nielsen	29/341,282	D616,220 (2010-05-25)
USA	2009-08-03	Gaming Tower Console	Paul Albert Kohler	29/341,305	D616,222 (2010-05-25)
USA	2009-08-03	Gaming Tower Console	Britta Claire Nielsen	29/341,308	D616,223 (2010-05-25)

Country	Application Date	Title	Inventor	Application No	Patent No Issue Date
USA	2011-09-23	Female Connector Rail for Drawer Corner	James Chen; Gustavo Velez; Dino Rabutim	29/402,518	D658,054 (2012-04-24)
USA	2011-09-23	Male Connector Rail for Drawer Corner	James Chen; Gustavo Velez; Dino Rabutim	29/402,526	D653,531 (2012-02-07)
USA	2011-12-20	Chair Arm	Thomas B Hazzard; Tracy Leigh Hazzard	29/409,014	D668,480 (2012-10-09)
USA	2011-10-26	Chair Base	Thomas B Hazzard; Tracy Leigh Hazzard	29/404,881	D662,339 (2012-06-26)
USA	2011-09-26	Gaming Tower	Brita Claire Nielsen	29/402,705	D677,997 (2013-03-19)