

Assignment

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
Heys USA Direct, LLC		01/10/2014	LIMITED LIABILITY COMPANY: FLORIDA
Heys USA Global, LLC		01/10/2014	LIMITED LIABILITY COMPANY: FLORIDA
Heys USA Online, LLC		01/10/2014	LIMITED LIABILITY COMPANY: FLORIDA
Heys USA Online, Inc. Heys (USA), Inc.		01/10/2014	LIMITED LIABILITY Corporation COMPANY: DELAWARE

RECEIVING PARTY DATA

Name:	2395954 Ontario, Inc. (Eliminate the comma between Ontario and Inc.)
Street Address:	333 Foster Crescent
Internal Address:	Suite 1
City:	Mississauga, Ontario
State/Country:	CANADA
Postal Code:	L5R 4E5
Entity Type:	CORPORATION: CANADA

PROPERTY NUMBERS Total: 6

Property Type	Number	Word Mark
Registration Number:	3640758	EPAC
Registration Number:	3236687	HEYS
Registration Number:	3222258	HEYS
Registration Number:	3643923	XCASE
Serial Number:	77617814	FUSE
Serial Number:	77202937	TC

CORRESPONDENCE DATA

Fax Number: 4072445690
Phone: 407-244-5610
Email: ipteam@gray-robinson.com
Correspondence will be sent to the e-mail address first; if that is unsuccessful, it

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will be sent via US Mail.

Correspondent Name: Thomas C. McThenia, Jr.
Address Line 1: 301 East Pine street
Address Line 2: suite 1400
Address Line 4: Orlando, FLORIDA 32801-3068

ATTORNEY DOCKET NUMBER: 303799-1

DOMESTIC REPRESENTATIVE

Name:
Address Line 1:
Address Line 2:
Address Line 3:
Address Line 4:

NAME OF SUBMITTER: Thomas C Mcthenia

Signature: /thomas c mcthenia/

Date: 01/22/2014

Total Attachments: 3

source=ONTARIO_Bill of Sale#page1.tif
source=ONTARIO_Bill of Sale#page2.tif
source=ONTARIO_Bill of Sale#page3.tif

RECEIPT INFORMATION

ETAS ID: TM292913
Receipt Date: 01/22/2014
Fee Amount: \$165

BILL OF SALE
(INTELLECTUAL PROPERTY)

KNOW ALL PEOPLE BY THESE PRESENTS, that **HEYS USA DIRECT, LLC**, a Florida limited liability company, **HEYS USA GLOBAL, LLC**, a Florida limited liability company, **HEYS USA ONLINE, LLC**, a Florida limited liability company, and **HEYS (USA), INC.**, a Delaware corporation (collectively, "Debtors") for and in consideration of the sum of **TEN AND NO/100 DOLLARS, (\$10.00)** and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged from **2395954 ONTARIO INC.**, an Ontario corporation (including its successors and assigns "Lender"), does hereby grant, bargain and sell to Lender, "AS IS, WHERE IS" and without representation or warranty of any kind, express or implied (the "Personalty") other than warranty of title:

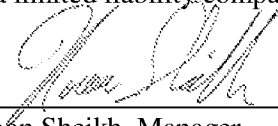
All items of personal property owned by Debtors listed on the attached Exhibit "A" to the extent such personal property is in Debtors' possession, custody or control on January 10, 2014.

TO HAVE AND TO HOLD, the Personalty unto Lender forever.

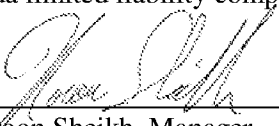
Delivery of an executed copy of this instrument by facsimile or other electronic transmission shall be effective as delivery of a manually executed original of this instrument.

IN WITNESS WHEREOF, this Bill of Sale is executed and effective as of January 10, 2014.

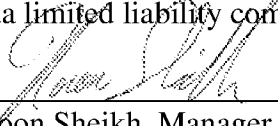
HEYS USA DIRECT, LLC,
a Florida limited liability company

By: 
Haroon Sheikh, Manager


HEYS USA GLOBAL, LLC,
a Florida limited liability company

By: 
Haroon Sheikh, Manager

HEYS USA ONLINE, LLC,
a Florida limited liability company

By: 
Haroon Sheikh, Manager

HEYS (USA), INC., a Delaware
corporation

By: 
Haroon Sheikh, President


Schedule A-1

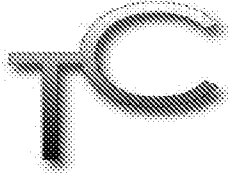
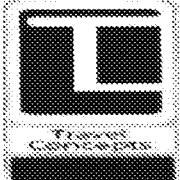



k. all goodwill, trade secrets, customer lists, trade names, trademarks, trademark applications, trade secrets, know-how, produce designs and claims, patents, patent applications, royalty rights, the goodwill associated with any of the foregoing, and goodwill generally;

INCLUDING, WITHOUT LIMITATION, THE FOLLOWING ITEMS:

The domain names HeysUSAGroup.com and HeysUSA.com, all works, including all works of authorship, literary works, pictorial, graphic or sculptural works, software and software code, including object code and source code, architectural works, works of visual art, and any other work that may be the subject matter of copyright protection; any word, symbol, device, product configuration, slogan or any combination thereof used to distinguish or identify goods or services or any other identifiers that may be the subject matter of trademark protection including all applications and registrations therefor and associated goodwill; all designs, design specifications, models, drawings, computer programs including all documentation and related listings, flowcharts, business information and processes, advertising and marketing methods, trade secrets, any inventions, including all processes, machines, manufactures and compositions of matter and any other invention that may be the subject matter of patent protection; all trade secrets; and all domain names, websites, customer lists, supplier lists, vendor lists, data, licenses; and all worldwide statutory protection obtained or obtainable thereon

Trademark List

Mark	Country	Registration Number or Application Number	Goods/Services
EPAC	US	3640758	IC 18: backpacks and rolling backpacks
HEYS	US	3236687	IC 18: non-motorized, collapsible luggage carts, luggage, carry on bags, tote bags, duffle bags, garment bags, backpacks, waist bags
	US	3222258	IC 18: luggage carts, luggage, carry on bags, tote bags, duffle bags, garment bags, backpacks, waist bags

XCASE	US	3643923	IC 18 Luggage; non-motorized, collapsible, carry on bags; tote bags; and travel bags
FUSE	US	77617814 (Abandoned application)	IC 18 Non-motorized, collapsible luggage carts; luggage; carry on bags; tote bags; duffle bags; garment bags; backpacks; and waist bags
TC (Stylized letters) 	US	77202937 (Abandoned application)	IC 18 Non-motorized, collapsible luggage carts; luggage; carry on bags; tote bags; duffle bags; garment bags; backpacks; and waist bags
	China	8184115 (Registration)	Wares: International Class 18
TRAVEL CONCEPTS	China	8991854 (Registration)	Wares: International Class 18
	China	8806989 (Application)	Wares: International Class 18
	Malaysia	2011002960 (Registration)	Wares: International Class 18
	Hong Kong	301833589 (Registration)	Wares: International Class 18