

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM310712

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	NUNC PRO TUNC ASSIGNMENT
EFFECTIVE DATE:	02/27/2014

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
HBC Solutions, Inc.		07/15/2014	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	GatesAir, Inc.
Street Address:	5300 Kings Island Drive
Internal Address:	Suite 101
City:	Mason
State/Country:	OHIO
Postal Code:	45040
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 27

Property Type	Number	Word Mark
Registration Number:	3137081	3DX
Registration Number:	2119698	AIRWAVE
Registration Number:	2846012	DEXSTAR
Registration Number:	2430185	DIAMOND CD
Registration Number:	1944296	DIGIT
Registration Number:	2564838	DX
Registration Number:	2648904	DX DESTINY
Registration Number:	2921558	ECDI
Registration Number:	2795051	EPAL
Registration Number:	2326255	FLEXICODER
Registration Number:	3104840	FLEXSTAR
Registration Number:	3658546	HPX
Registration Number:	2550459	INTRAGUIDE
Registration Number:	3215163	INTRAPLEX
Registration Number:	3574180	MICROMAX
Registration Number:	2123514	
Registration Number:	3289001	NETWAVE
Registration Number:	3021813	PACIFIC RESEARCH & ENGINEERING

TRADEMARK

Property Type	Number	Word Mark
Registration Number:	2973475	POWERCD
Registration Number:	3729466	POWERSMART
Registration Number:	2231086	PR&E
Registration Number:	3105099	RMXDIGITAL
Registration Number:	1944462	SIGMA
Registration Number:	1541065	STEREOMIXER
Registration Number:	2999029	STL PLUS
Registration Number:	2552663	SYNCHROCAST
Registration Number:	3336829	ZX

CORRESPONDENCE DATA

Fax Number: 9547618112
Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.
Phone: 954-761-7473
Email: don.showalter@gray-robinson.com
Correspondent Name: GrayRobinson, P.A.
Address Line 1: P.O. Box 2328
Address Line 4: Fort Lauderdale, FLORIDA 33303

ATTORNEY DOCKET NUMBER:	819790.2
NAME OF SUBMITTER:	Donald S. Showalter
SIGNATURE:	/Donald S. Showalter/
DATE SIGNED:	07/15/2014

Total Attachments: 6
source=HBC-Gates TM assignment#page1.tif
source=HBC-Gates TM assignment#page2.tif
source=HBC-Gates TM assignment#page3.tif
source=HBC-Gates TM assignment#page4.tif
source=HBC-Gates TM assignment#page5.tif
source=HBC-Gates TM assignment#page6.tif

**NUNC PRO TUNC
TRADEMARK ASSIGNMENT**

WHEREAS, HBC Solutions, Inc., a Delaware corporation, whose business address is 9800 S. Meridian Blvd., Suite 300, Englewood, Colorado 80112 (hereinafter "Assignor"), was and is, as of the Effective Date set forth below, the owner of all right, title and interest in and to the service marks and trademarks (collectively the "Marks") and the applications for registration thereof (the "Applications") and the registrations thereof (the "Registrations"), all of which are listed in Schedule A attached hereto, together with and including all goodwill of the business symbolized by the Marks; and

WHEREAS, GATESAIR, INC., a Delaware corporation, whose business address is 5800 Kings Island Dr., Suite 101, Mason, Ohio 45040 ("Assignee"), is desirous of acquiring, and has acquired as of the Effective Date, all worldwide right, title and interest in, to and under the Marks, the Applications, the Registrations and all goodwill of the business symbolized by the Marks.

NOW, THEREFORE, in consideration of the sum of One U.S. Dollar (\$1.00) and other good and valuable consideration, the receipt, sufficiency and reasonably equivalent value of which are hereby mutually acknowledged, Assignor has and does hereby irrevocably sell, assign, transfer and convey unto Assignee, its successors and assigns, *nunc pro tunc* effective as of February 27, 2014 (the "Effective Date"), all worldwide right, title and interest in, to and under: (a) the Marks, (b) the Applications, (c) the Registrations, (d) any and all common law rights held by Assignor in, to and under the Marks, (d) all goodwill of the businesses symbolized by the Marks, (e) any and all rights to royalties, profits, compensations, license fees or other payments or remuneration of any kind relating to the Marks and/or the goodwill under the Marks, and (f) any and all claims, choses in action, or causes of action which Assignor has as

of the Effective Date or may have at any time, in connection with the Marks, the Applications, the Registrations and/or goodwill of the business symbolized by any or all the Marks, including but not limited to, the right to sue and recover damages for any and all past infringements of the Marks and/or the Registrations; all of the foregoing to be held and enjoyed by Assignee, its successors and assigns as fully and entirely as same would have been held and enjoyed by Assignor had this sale, assignment, transfer and conveyance not been made.

Assignor represents and warrants that its undersigned representative is duly authorized to execute and deliver this instrument on its behalf.

This instrument, and the sale, assignment, transfer and conveyance made hereunder, are effective commencing as of the Effective Date.

Schedule A is expressly incorporated herein by reference in its entirety to form part of this instrument.

[INTENTIONALLY LEFT BLANK]

ASSIGNOR:

HBC Solutions, Inc. (n/k/a Imagine Communications Corp.)

By: [Signature]
Gregory Diamond, Corporate Counsel and Secretary

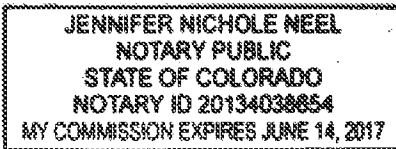
STATE OF COLORADO)
COUNTY OF DOUGLAS) SS:

I HEREBY certify that on this day, before me, an officer duly authorized in the State aforesaid in the County aforesaid to take acknowledgements, the foregoing instrument was acknowledged before me by Gregory Diamond, as Secretary of HBC Solutions, Inc., a Delaware Corporation, who is personally known to me or who has produced _____ as identification.

WITNESSETH my hand and official seal in the County and State last aforesaid this 15 day of July, 2014.

Jennifer Nichole Neel
Notary Public
State of Colorado

My commission expires:

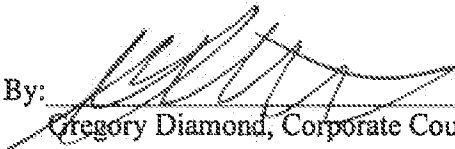


Acknowledged and accepted by:

ASSIGNEE:

GatesAir, Inc.

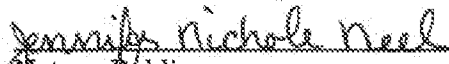
By:


Gregory Diamond, Corporate Counsel

STATE OF COLORADO)
COUNTY OF DOUGLAS) SS:

I HEREBY certify that on this day, before me, an officer duly authorized in the State aforesaid in the County aforesaid to take acknowledgements, the foregoing instrument was acknowledged before me by Gregory Diamond, as Corporate Counsel of GatesAir, Inc., a Delaware Corporation, who is personally known to me or who has produced _____ as identification.

WITNESSETH my hand and official seal in the County and State last aforesaid this 15 day of July, 2014.


Notary Public,
State of Colorado

My commission expires:

JENNIFER NICHOLE NEEL
NOTARY PUBLIC
STATE OF COLORADO
NOTARY ID 20134038854
MY COMMISSION EXPIRES JUNE 14, 2017

SCHEDULE A
HBC Solutions, Inc. To GatesAir, Inc.

Trademark	Country	Application Registration	
		No.	No.
FLEXSTAR	Brazil	826168990	
POLYPHASE	Canada	491676	303564
FLEXSTAR	China (People's Republic)	3925106	3925106
FLEXSTAR	European Community	3682416	3688416
FLEXSTAR	India	1271883	1271883
FLEXSTAR	Mexico	645820	838993
FLEXSTAR	Russian Federation	2004703730	279221
SIGMA	United Kingdom	1530917	1530917
3DX	United States of America	78/552507	3137081
AIRWAVE	United States of America	75/204466	2119698
DEXSTAR	United States of America	76/455322	2846012
DIAMOND CD	United States of America	75/279317	2430185
DIGIT	United States of America	74/636023	1944296
DX	United States of America	75/464721	2564838
DX DESTINY	United States of America	76/297414	2648904
ECDI	United States of America	78/208533	2921558
EPAL	United States of America	78/216412	2795051
FLEXICODER	United States of America	75/655903	2326255
FLEXSTAR	United States of America	78/391279	3104840
GATES	Canada	327454	182565
GATES	Spain	486197	486197
HPX	United States of America	77/111459	3658546
INTRAGUIDE	United States of America	75/678777	2550459
INTRAPLEX	United States of America	78/755802	3215163
MICROMAX	United States of America	78/961983	3574180
Miscellaneous Design (Swirl Design)	United States of America	75/204770	2123514
NETWAVE	United States of America	78/818883	3289001
PACIFIC RESEARCH & ENGINEERING	United States of America	78/319811	3021813
POWERCD	United States of America	78/268826	2973475
POWERSMART	United States of America	77/553656	3729466
PR&E	United States of America	75/153379	2231086
RMXDIGITAL	United States of America	78/481063	3105099
SIGMA	United States of America	74/369935	1944462
STEREOMIXER	United States of America	73/749084	1541065
STL PLUS	United States of America	78/294208	2999029

Trademark	Country	Application Registration	
		No.	No.
SYNCHROCAST	United States of America	76/303508	2552663
ZX	United States of America	78/813925	3336829

Common Law Marks:

APEX
 APEX M2X
 ASSURED DESIGNS
 ATLAS
 AUDIOLINK PLUS
 DAX
 ENVOY
 FLEXIVA
 GATES
 HD LINK
 HDE200
 HDI200
 MASTER-LINK IP
 MAXIVA
 MPH
 NetXpress
 NerXpress LX
 OASIS
 QUICKLINE
 RANGER
 RTAC
 RTADD
 SD-STAR
 S-LINE
 SMOOTHLINE
 SUPERCITER
 SYNCHROCAST3
 SYNCHRONY
 Vista Vue
 VistaMax
 VMQUADRA
 VMREACT
 XTRAWARE

2928832 v1