

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM314087

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT
<b>NATURE OF CONVEYANCE:</b>	ASSIGNMENT OF THE ENTIRE INTEREST AND THE GOODWILL
<b>SEQUENCE:</b>	1

## CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Love Culture, Inc.		08/13/2014	CORPORATION: CALIFORNIA

## RECEIVING PARTY DATA

<b>Name:</b>	Softree, Inc.
<b>Street Address:</b>	30 Executive Park, Suite 220
<b>Internal Address:</b>	Attn: Bennett Koo
<b>City:</b>	Irvine
<b>State/Country:</b>	CALIFORNIA
<b>Postal Code:</b>	92614
<b>Entity Type:</b>	CORPORATION: CALIFORNIA
<b>Name:</b>	United LC Capital LLC
<b>Street Address:</b>	3530 Wilshire Blvd., Suite 695
<b>Internal Address:</b>	Attn: Ki Juing Gu
<b>City:</b>	Los Angeles
<b>State/Country:</b>	CALIFORNIA
<b>Postal Code:</b>	90010
<b>Entity Type:</b>	LIMITED LIABILITY COMPANY: CALIFORNIA

## PROPERTY NUMBERS Total: 8

Property Type	Number	Word Mark
<b>Serial Number:</b>	86045811	LOVE CULTURE
<b>Serial Number:</b>	86046409	
<b>Serial Number:</b>	86046678	
<b>Registration Number:</b>	3633316	LOVE CULTURE
<b>Registration Number:</b>	4536544	LOVE CULTURE
<b>Registration Number:</b>	4536553	LOVECULTURE
<b>Registration Number:</b>	4510351	LOVE CULTURE PLUS+
<b>Registration Number:</b>	4511761	BOUTIQUE CULTURE

## CORRESPONDENCE DATA

Fax Number: 4242393228

TRADEMARK

***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:** 424-239-3859  
**Email:** nlamell@blankrome.com  
**Correspondent Name:** Nancy Benveniste Lamell  
**Address Line 1:** 2029 Century Park East, Suite 600  
**Address Line 2:** Blank Rome LLP  
**Address Line 4:** Los Angeles, CALIFORNIA 90067

<b>ATTORNEY DOCKET NUMBER:</b>	143708-00101
<b>NAME OF SUBMITTER:</b>	Nancy Benveniste Lamell
<b>SIGNATURE:</b>	/Nancy B. Lamell/
<b>DATE SIGNED:</b>	08/14/2014

**Total Attachments: 4**

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## ASSIGNMENT

(United States Patent and Trademark Office)

This ASSIGNMENT ("Assignment") is dated as of August 13, 2014 ("Effective Date"), between and among Love Culture, Inc., a California corporation (the "Assignor"), United LC Capital LLC, a California limited liability company ("United"), and Softree, Inc., a California corporation ("Softree"). (United and Softree are each an "Assignee" and collectively the "Assignees".)

WHEREAS, Assignor is the registrant or applicant of the trademarks, as applicable, specified on the attached Schedule A (each a "Mark" and collectively the "Marks"), which is incorporated herein by reference, as registered with or applied to the United States Patent and Trademark Office (the "USPTO");

WHEREAS, Assignor and United entered into that certain Asset Purchase Agreement dated as of August 6, 2014 (the "Purchase Agreement");

WHEREAS, United and Softree are parties to a certain Letter of Understanding, pursuant to which, among other things, United agreed to joint ownership of the Marks with Softree;

WHEREAS, pursuant to the Purchase Agreement, Assignor agreed to enter into an assignment and sell, assign, and transfer all right, title, and interest in and to the Marks, and the goodwill symbolized thereby as provided herein; and

WHEREAS, Assignees desire to receive such assignment of the Mark;

NOW, THEREFORE, for good and valuable consideration, including the premises and covenants set forth in the Purchase Agreement, the receipt and sufficiency of which are hereby acknowledged, the parties hereto agree as follows:

Assignor hereby sells, assigns and transfers to Assignees, and Assignees hereby accept the sale, assignment and transfer from Assignor all of Assignor's right, title, and interest in and to the Marks identified in Schedule A attached hereto, including, without limitation, any registrations and applications therefor, any renewals and extensions of the registrations, and all other corresponding rights that are or may be secured under the laws within the United States or any foreign country, now or hereafter in effect, for Assignees' own use and enjoyment, and for the use and enjoyment of Assignees' successors, assigns, or other legal representatives, as fully and entirely as the same would have been held and enjoyed by Assignor if this Assignment had not been made, together with (i) the goodwill of the business relating to the goods and services in respect of which each Mark is used and for which it is registered or applied for, (ii) all income, royalties, or payments due or payable, including, without limitation, all claims for damages by reason of past, present, or future infringement or other unauthorized use of the Marks, and (iii) all rights to sue for past, present, and future infringements or misappropriations of the Marks,

with the right to sue for, and collect the same for Assignees' own use and enjoyment and for the use and enjoyment of their respective successors, assigns, or other legal representatives.

Assignor hereby requests the Director of U.S. Patent and Trademark Office, and any other applicable governmental entity or registrar (including, without limitation, any applicable foreign or international office or registrar), to record United LC Capital LLC, a California limited liability company, and Softree, Inc., a California corporation, as joint owners or joint applicants of each Mark, as applicable, as assignees of the entire right, title, and interest in and to the same.

This Assignment shall be governed by and construed in accordance with the laws of the State of California without regard to the conflicts of laws provisions thereof.

IN WITNESS WHEREOF, Assignor and Assignees each has caused this Assignment to be executed by its respective duly authorized representative as of the Effective Date.

**ASSIGNOR:**

LOVE CULTURE, INC.

By: 

Name: J.E. Rick Bunka

Title: Chief Restructuring Officer

**ASSIGNEES:**

UNITED LC CAPITAL LLC

By: \_\_\_\_\_

Name: Ki Jung Gu

Title: Manager

SOFTREE, INC.

By: \_\_\_\_\_

Name: Bennett Koo

Title: Chief Executive Officer

with the right to sue for, and collect the same for Assignees' own use and enjoyment and for the use and enjoyment of their respective successors, assigns, or other legal representatives.

Assignor hereby requests the Director of U.S. Patent and Trademark Office, and any other applicable governmental entity or registrar (including, without limitation, any applicable foreign or international office or registrar), to record United LC Capital LLC, a California limited liability company, and Softree, Inc., a California corporation, as joint owners or joint applicants of each Mark, as applicable, as assignees of the entire right, title, and interest in and to the same.

This Assignment shall be governed by and construed in accordance with the laws of the State of California without regard to the conflicts of laws provisions thereof.

IN WITNESS WHEREOF, Assignor and Assignees each has caused this Assignment to be executed by its respective duly authorized representative as of the Effective Date.

**ASSIGNOR:**

LOVE CULTURE, INC.

By: \_\_\_\_\_

Name: \_\_\_\_\_

Title: \_\_\_\_\_

**ASSIGNEES:**

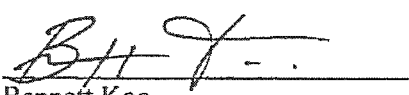
UNITED LC CAPITAL LLC

By:  \_\_\_\_\_

Name: Ki Jung Gu

Title: Manager

SOFTREE, INC.

By:  \_\_\_\_\_

Name: Bennett Koo

Title: Chief Executive Officer

**SCHEDULE A**  
**TRADEMARKS**

Registered U.S. Trademarks

<u>Trademark</u>	<u>Registration Number</u>	<u>Registration Date</u>
LOVE CULTURE	3633316	06/02/2009
LOVE CULTURE	4536544	05/27/2014
LOVE CULTURE + design (splatter fleur-de-lis)	4536553	05/27/2014
LOVE CULTURE PLUS +	4510351	04/08/2014
BOUTIQUE CULTURE	4511761	04/08/2014

U.S. Trademark Applications Pending

<u>Trademark</u>	<u>Serial Number</u>	<u>Filing Date</u>
LOVE CULTURE + design (fleur-de-lis)	86045811	08/22/2013
[Fleur-de-lis design only]	86046409	08/23/2013
[Splatter fleur-de-lis design only]	86046678	08/23/2013