

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM323072

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	ASSIGNMENT OF THE ENTIRE INTEREST AND THE GOODWILL		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Carbon Audio, LLC		11/07/2014	LIMITED LIABILITY COMPANY: DELAWARE
Carbon Audio Holdings, LLC		11/07/2014	LIMITED LIABILITY COMPANY: DELAWARE
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Licon Ventures, Inc.		
<b>Street Address:</b>	55 Louvain Street West, Suite 200		
<b>City:</b>	Montreal, Quebec		
<b>State/Country:</b>	CANADA		
<b>Postal Code:</b>	H2N 1A4		
<b>Entity Type:</b>	CORPORATION: DELAWARE		
<b>PROPERTY NUMBERS Total: 6</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	4419232	ZOOKA	
<b>Serial Number:</b>	86227863		
<b>Serial Number:</b>	86227861		
<b>Serial Number:</b>	86227860		
<b>Serial Number:</b>	86227858		
<b>Serial Number:</b>	86227857		
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	2063599000		
<i>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.</i>			
<b>Phone:</b>	206.359.8000		
<b>Email:</b>	pctrademarks@perkinscoie.com		
<b>Correspondent Name:</b>	James L. Vana		
<b>Address Line 1:</b>	1201 Third Avenue, Suite 4900		
<b>Address Line 4:</b>	Seattle, WASHINGTON 98101		
<b>ATTORNEY DOCKET NUMBER:</b>	088617-0001		
<b>DOMESTIC REPRESENTATIVE</b>			

OP \$165.00 4419232

<b>Name:</b>	James L. Vana
<b>Address Line 1:</b>	1201 Third Avenue, Suite 4900
<b>Address Line 4:</b>	Seattle, WASHINGTON 98101-3099
<b>NAME OF SUBMITTER:</b>	James L. Vana
<b>SIGNATURE:</b>	/james l. vana/
<b>DATE SIGNED:</b>	11/12/2014
<b>Total Attachments: 4</b> source=Assignment of Trademarks - Carbon Audio Holdings#page1.tif source=Assignment of Trademarks - Carbon Audio Holdings#page2.tif source=Assignment of Trademarks - Carbon Audio Holdings#page3.tif source=Assignment of Trademarks - Carbon Audio Holdings#page4.tif	

## ASSIGNMENT OF TRADEMARKS

This Assignment of Trademarks is made as of November 7, 2014 by Carbon Audio, LLC, a Delaware limited liability company and Carbon Audio Holdings, LLC, a Delaware limited liability company ("Assignors" and each an "Assignor"), to Licon Ventures, Inc., a Delaware corporation ("Licon"), pursuant to that certain Intellectual Property Assignment Agreement dated as of April 1, 2014, by and among Licon and the Assignors (the "Intellectual Property Assignment Agreement").

Assignors desire to assign to Licon all of Assignors' right, title and interest in and to the trademarks and/or service marks (the "Marks") listed in Exhibit A, attached hereto and incorporated herein by this reference.

For good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged by Assignors, Assignors hereby sell, assign, transfer and convey to Licon, all of Assignors' right, title and interest in, to and under the Marks, all registrations and all renewals and extensions thereof, all associated rights that are or may be secured under the laws of the United States or any foreign country or governmental authority, including statutory law and common law, now or hereafter in effect, together with the goodwill of the business associated with or symbolized by such Marks, all rights of action resulting from prior, present or future infringement or other unauthorized use of the Marks, with the right to sue for and collect damages for Licon's own account and to pursue all other remedies for past, present or future infringements, and all rights as a party in any opposition or similar proceeding.

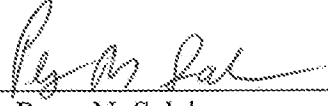
This Trademark Assignment shall (a) inure to the benefit of Licon and Licon's successors and assigns, and (b) be binding on Assignors and Assignors' successors and assigns.

IN WITNESS WHEREOF, Assignors have caused their duly authorized representatives to execute this Trademark Assignment as of this 7th day of November, 2014.

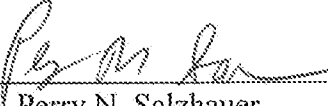
*[Remainder of this page intentionally left blank.]*

ASSIGNORS:

CARBON AUDIO, LLC

By:   
Name: Perry N. Salzhauer  
Title: Attorney-in-Fact

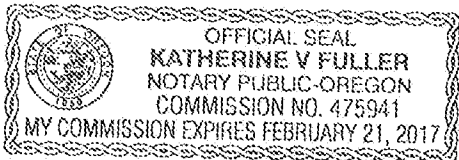
CARBON AUDIO HOLDINGS, LLC

By:   
Name: Perry N. Salzhauer  
Title: Attorney-in-Fact

STATE OF *Oregon* )  
COUNTY OF *Multnomah* ) ss.

On the 7 day of November, 2014, before me personally appeared Perry N. Salzhauer, the person who signed the foregoing instrument, who being by me duly sworn, acknowledged that he/she is the Attorney-in-Fact of Carbon Audio, LLC and the Attorney-in-Fact of Carbon Audio Holdings, LLC, the companies described in and which executed the foregoing instrument, that he/she has signed said instrument as a free act on behalf of said limited liability companies, and that he/she has the authority to act on behalf of, and bind, said limited liability companies.

SUBSCRIBED AND SWORN to before me on the date stated above.



*[Handwritten Signature]*  
NOTARY PUBLIC in and for the State of Oregon, residing at Portland.  
My Appointment Expires: February 21, 2017

**EXHIBIT A  
TRADEMARKS**

1. Pending and Registered Marks

<b>Mark</b>	<b>Serial No.</b>	<b>Filing Date</b>	<b>Registration No.</b>	<b>Registration Date</b>
ZOOKA	85/532,306	02/02/2012	4,419,232	10/15/13
Sensory mark (punch sound subsequent to a tin-whoosh crescendo followed by a diminuendo echo)	86/227,863	03/20/2014	N/A	N/A
Sensory mark (three descending tones, each tone with a rattling echo, repeated three times in succession)	86/227,861	03/20/2014	N/A	N/A
Sensory mark (six high-pitched tremolo tones in rapid succession, increasing in pitch to the third tone, then decreasing in pitch to the fifth tone, with the final tone higher in pitch than its predecessor)	86/227,860	03/20/2014	N/A	N/A
Sensory mark (female voice saying "right")	86/227,858	03/20/2014	N/A	N/A
Sensory mark (female voice saying "left")	86/227,857	03/20/2014	N/A	N/A

2. Common Law and Unregistered Marks

CARBON AUDIO  
LOUDERER