

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM334127

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNMENT OF THE ENTIRE INTEREST AND THE GOODWILL		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Public Interest Projects, Inc.		01/21/2015	not-for-profit corporation: NEW YORK
RECEIVING PARTY DATA			
Name:	Local Initiatives Support Corporation		
Street Address:	501 7TH AVENUE		
Internal Address:	7TH FLOOR		
City:	NEW YORK		
State/Country:	NEW YORK		
Postal Code:	10018		
Entity Type:	not-for-profit corporation: NEW YORK		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Registration Number:	4042122	ELEV8	
Registration Number:	3855431	ELEV8	
CORRESPONDENCE DATA			
Fax Number:	6503520699		
<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>			
Phone:	650-352-0627		
Email:	ipdocket-chi@reedsmith.com		
Correspondent Name:	Nina Habib Borders, Reed Smith, LLP		
Address Line 1:	1510 Page Mill Road		
Address Line 2:	Suite 110		
Address Line 4:	Palo Alto, CALIFORNIA 94304		
NAME OF SUBMITTER:	Nina Habib Borders		
SIGNATURE:	/Nina Habib Borders/		
DATE SIGNED:	03/04/2015		
Total Attachments: 2			
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TRADEMARK AGREEMENT

This Trademark Agreement (hereinafter referred to as "Agreement") is effective as of date last written below by and between Public Interest Projects, Inc., a New York not-for-profit corporation that is a tax-exempt public charity, having a business address of 45 West 36th Street, 6th Floor, New York, NY 10018 (hereinafter referred to as "PIP"), and Local Initiatives Support Corporation, a New York not-for-profit corporation that is a tax-exempt public charity, having a business address of 501 Seventh Avenue, 7th Floor, New York, NY 10018 (hereinafter referred to as "LISC").

WHEREAS, PIP owns all rights, title, and interest in and to the trademarks identified on Schedule 1 ("MARKS").

WHEREAS, LISC is desirous of acquiring all rights, title, and interest in and to the Marks; and

NOW, THEREFORE, for good and adequate consideration, the receipt and sufficiency of which is hereby acknowledged, the parties agree as follows:

A. PIP does hereby agree to execute the Trademark Assignment for the Marks attached as Exhibit 1 hereto and further agrees to execute and furnish such additional documents as may be necessary to perfect the assignment of the Marks and otherwise carry out the intent of this Agreement.

B. LISC agrees to use reasonable efforts to continue conducting and operating a full-service community school program for youth and the services listed in the Trademark Registrations for the Marks on Schedule 1 under the Mark ELEV8 in Chicago, Illinois.

C. LISC further agrees to maintain the Trademark Registrations listed on Schedule 1 and pay the requisite fees so long as LISC or other entities are carrying on the community school program under the ELEV8 Mark(s).

D. LISC further agrees to license the use of the MARKS to the existing ELEV8 programs, namely, Humanim (Baltimore), Youth Development, Inc. (New Mexico) and Safe Passages (Oakland) so long as the use is in compliance with the License Agreement between the parties (example attached as Exhibit 2). LISC may execute additional licenses at its discretion so long as the additional licensees conduct and operate full service community school programs under the Marks in compliance with the License Agreement attached as Exhibit 2.

E. This Agreement shall be binding upon PIP, LISC and their successors and assigns, and upon all others acting by, through, with or under LISC'S direction or control, and all those in privity therewith.

F. This Assignment constitutes the entire agreement between the parties into which all prior agreements and negotiations are incorporated herein, and it supercedes any prior agreements.

IN WITNESS WHEREOF, the parties have entered into this Agreement as of the date herein written below.


Executed at 2:00^{PM}, this 21 day of January, ~~2014~~ ²⁰¹⁵.

By: Burt Colin
Public Interest Projects, Inc.

Executed at 3:08 pm, this 22nd day of January, ~~2014~~ ²⁰¹⁵.

By: Celayne G. Hill
Local Initiatives Support Corporation
Celayne G. Hill
Vice President &
Deputy General Counsel

SCHEDULE 1

Serial Number	Reg. Number	Word Mark	Services
85285538	4042122	"ELEV8" STANDARD CHARACTER MARK IN CLASSES 035, 041 AND 044	<p><u>Class 35:</u> public policy research services</p> <p><u>Class 41:</u> educational services, namely, providing mentoring, tutoring, homework assistance, and academic enrichment programs in the fields of math, science, history, the arts, and literacy that support and supplement in-school education for disadvantaged children and their families; organizing community cultural and social events that support and supplement in-school education for disadvantaged children and their families; educational services, namely, providing classes in the fields of financial literacy and english-language instruction to parents of school-age children; educational services, namely, providing classes, tutoring and mentoring to parents of school-age children in the fields of vocational guidance, career counseling and public services; and providing information in the field of employment training to parents of school-age children</p> <p><u>Class 44:</u> healthcare services, namely, providing primary care, mental health and dental care to students as part of a larger set of integrated school services</p>
77675616	3855431	<p>"ELEV8" DESIGN PLUS WORDS, LETTERS AND/OR NUMBERS IN CLASSES 035, 041 AND 044</p> 	<p><u>Class 35:</u> public policy research services</p> <p><u>Class 41:</u> educational services, namely, providing mentoring, tutoring, homework assistance, and academic enrichment programs in the fields of math, science, history, the arts, and literacy that support and supplement in-school education for disadvantaged children and their families; organizing community cultural and social events that support and supplement in-school education for disadvantaged children and their families; educational services, namely, providing classes in the fields of financial literacy and english-language instruction to parents of school-age children; educational services, namely, providing classes, tutoring and mentoring to parents of school-age children in the fields of vocational guidance, career counseling and public services; and providing information in the field of employment training to parents of school-age children</p> <p><u>Class 44:</u> healthcare services, namely, providing primary care, mental health and dental care to students as part of a larger set of integrated school services</p>