

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM338198

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNMENT OF THE ENTIRE INTEREST AND THE GOODWILL		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Say Media, Inc.		01/30/2015	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	Remodelista, LLC		
Also Known As:	RM Assets, LLC		
Street Address:	38 Miller Avenue, No. 267		
City:	Mill Valley		
State/Country:	CALIFORNIA		
Postal Code:	94941		
Entity Type:	LIMITED LIABILITY COMPANY: CALIFORNIA		
PROPERTY NUMBERS Total: 8			
Property Type	Number	Word Mark	
Registration Number:	3385037	REMODELISTA	
Registration Number:	4178662	10 EASY PIECES	
Registration Number:	4247629	5 QUICK FIXES	
Registration Number:	4175338	DESIGN SLEUTH	
Registration Number:	4235487	HIGH/LOW DESIGN	
Serial Number:	85478372	SOURCEBOOK FOR CONSIDERED LIVING	
Serial Number:	85478038	SOURCEBOOK FOR THE CONSIDERED HOME	
Registration Number:	4175334	STEAL THIS LOOK	
CORRESPONDENCE DATA			
Fax Number:	6502278001		
<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) 227-8000		
Email:	megan@tclg.com		
Correspondent Name:	Megan Jeanne		
Address Line 1:	1342 Rollins Road		
Address Line 4:	Burlingame, CALIFORNIA 94010		
NAME OF SUBMITTER:	Megan Jeanne		

OP \$215.00 3385037

SIGNATURE:	/Megan Jeanne/
DATE SIGNED:	04/14/2015
Total Attachments: 5 source=Trademark Assignment Agreement (fully signed)#page1.tif source=Trademark Assignment Agreement (fully signed)#page2.tif source=Trademark Assignment Agreement (fully signed)#page3.tif source=Trademark Assignment Agreement (fully signed)#page4.tif source=Amended and Restated Articles as filed - 2015-02-17#page1.tif	

TRADEMARK ASSIGNMENT AGREEMENT

This Trademark Assignment Agreement, dated as of January 30, 2015, by and between Say Media, Inc., a Delaware corporation ("*Assignor*"), and RM Assets, LLC, a California limited liability company ("*Assignee*");

WHEREAS, Assignor owns the trademarks and service marks set forth on Exhibit A attached hereto (the "*Assigned Marks*");

WHEREAS, pursuant to the Asset Purchase Agreement of even date herewith between Assignor and Assignee (the "*Asset Purchase Agreement*"), Assignor agreed to assign or cause to be assigned to Assignee all of Assignor's right, title and interest in and to the Assigned Marks.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor and Assignee agree as follows:

1. Assignor hereby conveys, transfers and assigns to Assignee, all right, title and interest in and to the Assigned Marks, together with any registrations for the Assigned Marks worldwide; the goodwill of the business symbolized by the Assigned Marks; and all rights of action accrued, accruing and to accrue under and by virtue hereof, including the right to sue or otherwise recover for past infringement and receive all damages, payments, costs and fees associated therewith.

2. Assignor further grants, conveys and assigns to Assignee all its right, title and interest in and to any and all proceeds, causes of action and rights of recovery for past and future infringement of any of the Assigned Marks.

3. Assignor represents and warrants that it has not executed, and will not execute, any agreement in conflict herewith.

4. Assignor hereby agrees to execute all such documents as may be required to transfer and, when applicable, to record the transfer of the Assigned Marks.

This Assignment may be executed in counterparts, each of which will be deemed an original, but all of which together constitute one and the same original.

[Signature Page Follows]

IN WITNESS WHEREOF, this Assignment of Trademarks has been duly executed and delivered as of the date first written above.

ASSIGNOR:

SAY MEDIA, INC.

By: 
Matt Sanchez
Chief Executive Officer

ASSIGNEE:

RM ASSETS, LLC

By: _____
Joseph Eaton Groves
Chief Executive Officer

IN WITNESS WHEREOF, this Assignment of Trademarks has been duly executed and delivered as of the date first written above.

ASSIGNOR:

SAY MEDIA, INC.

By: _____
Matt Sanchez
Chief Executive Officer

ASSIGNEE:

RM ASSETS, LLC

By: Joseph E. Groves
Joseph Eaton Groves
Chief Executive Officer

Exhibit A

Schedule of Assigned Marks

REMODELISTA trademark, Registration No. 3385037

10 EASY PIECES trademark, Registration No. 4178662

5 QUICK FIXES trademark, Registration No. 4247629

DESIGN SLEUTH trademark, Registration No. 4175338

HIGH/LOW DESIGN trademark, Registration No. 4235487

SOURCEBOOK FOR CONSIDERED LIVING trademark, Application No. 85/478372

SOURCEBOOK FOR CONSIDERED HOME trademark, Application No. 85/478038

STEAL THIS LOOK trademark, Registration No. 4175334

LLC-2

Amendment to Articles of Organization of a Limited Liability Company (LLC)

To change information of record for your California LLC, you can fill out this form, and submit for filing along with:

- ✓ A \$30 filing fee
- A separate, non-refundable \$15 service fee also must be included, if you **drop off** the completed form
- To file this form, the status of your LLC must be active on the records of the California Secretary of State, or if suspended, this form can only be filed to list a new LLC name. To check the status of the LLC, go to kepler.sos.ca.gov

Important! To change the LLC addresses, or to change the name or address of the LLC's agent for service of process, you must file a Statement of Information (Form LLC-12). To get Form LLC-12, go to www.sos.ca.gov/business/be/statements.htm.

Items 4-6: **Only** fill out the information that is changing. Attach extra pages if you need more space or need to include any other matters.

FILED
Secretary of State
State of California

FEB 17 2015

lpc

This Space For Office Use Only

For questions about this form, go to www.sos.ca.gov/business/be/filing-tips.htm

① **LLC's Exact Name** (on file with CA Secretary of State)

RM Assets, LLC

② **LLC File No.** (issued by CA Secretary of State)

200807910158

Purpose

③ The purpose of the limited liability company is to engage in any lawful act or activity for which a limited liability company may be organized under the California Revised Uniform Limited Liability Company Act.

New LLC Name (List the proposed LLC name exactly as it is to appear on the records of the California Secretary of State.)

④ Remodelista, LLC

Proposed LLC Name

The proposed new name **must** include: LLC, L.L.C., Limited Liability Company, Limited Liability Co., Ltd. Liability Co., or Ltd. Liability Company; and may not include: bank, trust, trustee, incorporated, inc., corporation, or corp., insurer, or insurance company.

Management (Check only one.)

⑤ The LLC will be managed by:

One Manager

More Than One Manager

All Limited Liability Company Member(s)

Amendment to Text of the Articles of Organization (List both the current text, and the text as amended by this filing.)

⑥

Read and sign below: Unless a greater number is provided for in the Articles of Organization, this form must be signed by at least one manager, if the LLC is manager-managed or at least one member, if the LLC is member-managed. If the signing manager or member is a trust or another entity, go to www.sos.ca.gov/business/be/filing-tips.htm for more information. If you need more space, attach extra pages that are 1-sided and on standard letter-sized paper (8 1/2" x 11"). All attachments are part of this document.

Joseph E. Groves
Signature

Joseph E. Groves

Print your name here

Manager

Your business title

Make check/money order payable to: **Secretary of State**
Upon filing, we will return one (1) uncertified copy of your filed document for free, and will certify the copy upon request and payment of a \$5 certification fee.

By Mail
Secretary of State
Business Entities, P.O. Box 944225
Sacramento, CA 94244-2250

Drop-Off
Secretary of State
1500 11th Street, 3rd Floor
Sacramento, CA 95814