

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM341219

<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>
GoSMILE, Inc.		05/08/2015	CORPORATION: DELAWARE
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Go Smile Acquisition Company, LLC		
<b>Street Address:</b>	555 East 5th Street		
<b>Internal Address:</b>	Suite 2712		
<b>City:</b>	Austin		
<b>State/Country:</b>	TEXAS		
<b>Postal Code:</b>	78701		
<b>Entity Type:</b>	LIMITED LIABILITY COMPANY: DELAWARE		
<b>PROPERTY NUMBERS Total: 43</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Serial Number:</b>	86094720	AM/PM	
<b>Serial Number:</b>	77584369	AMPOULE TECHNOLOGY	
<b>Serial Number:</b>	85337132	BEAUTIFUL SMILES FOR BUSY PEOPLE	
<b>Serial Number:</b>	85337153		
<b>Serial Number:</b>	85337174		
<b>Serial Number:</b>	85501218	FLASH YOUR SMILE	
<b>Serial Number:</b>	77886519	FLASH YOUR SMILE	
<b>Serial Number:</b>	77447667	FLASHLITES	
<b>Serial Number:</b>	77575982	GO	
<b>Serial Number:</b>	85325296	GO ALL OUT	
<b>Serial Number:</b>	78980795	GO ALL OUT	
<b>Serial Number:</b>	77736055	GO DAILY	
<b>Serial Number:</b>	77599296	GO DISCOVER	
<b>Serial Number:</b>	77103938	GO ON... SMILE!	
<b>Serial Number:</b>	85358854	GO SMILE	
<b>Serial Number:</b>	77634334	GO SMILE	
<b>Serial Number:</b>	77325004	GO SMILE	
<b>Serial Number:</b>	77325028	GO SMILE	

CH \$1090.00 86094720

Property Type	Number	Word Mark
Serial Number:	76518246	GO SMILE
Serial Number:	78053342	GO SMILE
Serial Number:	76518247	GO SMILE AM
Serial Number:	76518244	GO SMILE PM
Serial Number:	85546266	GO SMILE SMILE WHITENING LIGHT
Serial Number:	77242735	GO TRAVEL
Serial Number:	77242766	GO WHITEN
Serial Number:	77815626	GO WHITER
Serial Number:	86137090	HYPEROX
Serial Number:	85216382	JET SET
Serial Number:	78731289	LEMONADE SMILE
Serial Number:	77828985	LIGHT YOUR SMILE
Serial Number:	86486877	ON THE GO
Serial Number:	85212216	ON THE GO
Serial Number:	76517723	ON THE GO
Serial Number:	85358848	PRIME TIME SMILE
Serial Number:	85251312	PRIME TIME SMILE
Serial Number:	86321592	SMILE ON THE GO
Serial Number:	77634357	SMILECEUTICALS
Serial Number:	78980038	THE SMILE BEAUTY COMPANY
Serial Number:	76382722	TOOTH WHITENING ON THE GO
Serial Number:	86361868	TOUCH UP
Serial Number:	86361877	TOUCH UP
Serial Number:	78886542	TOUCH UP
Serial Number:	85966968	WHITENING ON THE GO

**CORRESPONDENCE DATA**

**Fax Number:** 6123402868

*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:** 612.492.6854

**Email:** ip.docket@dorsey.com, dahl.cathy@dorsey.com, buckingham.elizabeth@dorsey.com

**Correspondent Name:** Cathleen F. Dahl, Esq.

**Address Line 1:** 50 South Sixth Street

**Address Line 2:** Suite 1500

**Address Line 4:** Minneapolis, MINNESOTA 55402

**ATTORNEY DOCKET NUMBER:** 499581-00001

**NAME OF SUBMITTER:** Cathleen F. Dahl

**SIGNATURE:** /Cathleen F. Dahl/

**DATE SIGNED:**

05/13/2015

**Total Attachments: 7**

source=GOSMILE US Trademark Assignment#page1.tif

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## Schedule 2

### TRADEMARK ASSIGNMENT AGREEMENT

This Trademark Assignment Agreement (this “**Trademark Assignment**”), dated as of May 8, 2015, is entered into between GoSMiLE, Inc., a Delaware corporation (“**Assignor**”), having a principal place of business at 2200 Powell Street, Suite 310, Emeryville, CA 94608, and Go Smile Acquisition Company, LLC, a Delaware limited liability company (“**Assignee**”), having a principal place of business at 555 East 5<sup>th</sup> Street, Suite 2712, Austin, TX 78701.

WHEREAS, Assignor and Assignee are parties to an Intellectual Property Assignment Agreement entered into on May 8, 2015, pursuant to which GoSMiLE, Inc. agreed to transfer to Assignee all right, title, and interest in and to the trademarks identified on the attached Exhibit A-TM, (the “**Marks**”); and

WHEREAS, Assignee is desirous of acquiring all of Assignor’s rights in the Marks, including the applications and registrations identified on Exhibit A-TM.

NOW, THEREFORE, for good and valuable consideration received by Assignor from Assignee, the receipt and sufficiency of which is hereby acknowledged, the parties agree as follows:

1. Assignment of Marks. Assignor hereby sells, assigns, transfers, and conveys to Assignee all rights, title, and interest in and to the Marks, and any applications and registrations therefor, including the applications and registrations identified on the attached Exhibit A-TM, together with that part of the good will of the business associated with the use of and symbolized by the Marks, to be held and enjoyed by Assignee as fully and entirely as said interest could have been held and enjoyed by Assignor if this sale, assignment, and transfer had not been made. Assignor hereby authorizes the appropriate empowered officials at the United States Patent and Trademark Office to transfer all registrations and pending applications for the Marks to Assignee as assignee of the entire right, title and interest therein or otherwise as Assignee may direct, in accordance with this instrument of assignment.

2. Counterparts. This Trademark Assignment may be signed in counterparts, which together shall constitute one agreement. If this Trademark Assignment is signed in counterparts, no party shall be bound until both parties have duly executed, or caused to be duly executed, a counterpart of this Trademark Assignment.

[SIGNATURE PAGE FOLLOWS]

IN WITNESS WHEREOF, the parties have caused this Trademark Assignment to be executed and such Trademark Assignment is effective as of the date indicated below.

DATED: May 7, 2015

GOSMILE, INC.  
(Assignor)

By *Kelly Watson*  
Name: Kelly Watson  
Title: President

STATE OF California)  
COUNTY OF Alameda) : SS.

Subscribed and sworn to before me, a Notary Public, this 7th day of May, 2015.

*[Signature]*  
Notary Public

*see attached  
certification*

# Jurat

A notary public or other officer completing this certificate verifies only the identity of the individual who signed the document to which this certificate is attached, and not the truthfulness, accuracy, or validity of that document.

State of California

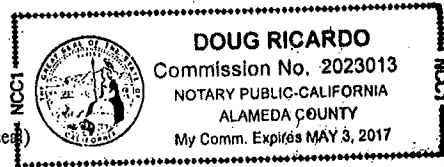
County of Alameda

Subscribed and sworn to (or affirmed) before me on this 7th day of May,  
20 15 by Kelly Watson

proved to me on the basis of satisfactory evidence to be the person(s) who appeared before me.

[Signature]  
Signature

(Notary seal)



## OPTIONAL INFORMATION

### DESCRIPTION OF THE ATTACHED DOCUMENT

Certificate of management  
(Title or description of attached document)  
Member of Cosmote Direct  
(Title or description of attached document continued)


Number of Pages 37 Document Date 05/7/15

(Additional information)

**INSTRUCTIONS FOR COMPLETING THIS FORM** *The wording of all Jurats completed in California after January 1, 2015 must be in the form as set forth within this Jurat. There are no exceptions. If a Jurat to be completed does not follow this form, the notary must correct the verbiage by using a jurat stamp containing the correct wording or attaching a separate jurat form such as this one which does contain proper wording. In addition, the notary must require an oath or affirmation from the document signer regarding the truthfulness of the contents of the document. The document must be signed AFTER the oath or affirmation. If the document was previously signed, it must be re-signed in front of the notary public during the jurat process.*

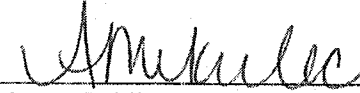
- State and County information must be the State and County where the document signer(s) personally appeared before the notary public.
- Date of notarization must be the date that the signer(s) personally appeared which must also be the same date the jurat process is completed.
- Print the name(s) of document signer(s) who personally appear at the time of notarization.
- Signature of the notary public must match the signature on file with the office of the county clerk.
- The notary seal impression must be clear and photographically reproducible. Impression must not cover text or lines. If seal impression smudges, re-seal if a sufficient area permits, otherwise complete a different jurat form.
  - ❖ Additional information is not required but could help to ensure this jurat is not misused or attached to a different document.
  - ❖ Indicate title or type of attached document, number of pages and date.
- Securely attach this document to the signed document

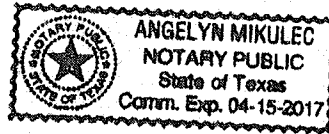
GO SMILE ACQUISITION COMPANY,  
LLC  
(Assignee)  
By: Lifestyle Products Holding Company,  
LLC, its sole manager

By:   
Colt Verret, President

STATE OF Texas )  
COUNTY OF Travis ) SS.

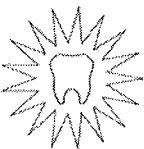


Subscribed and sworn to before me, a Notary Public, this 7 day of May, 2015.

  
Notary Public




**EXHIBIT A-TM**

**United States Applications and Registrations**

Mark	Serial/Reg. No.	Filing/Reg. Date	Country
AM/PM	App 86094720	App 17-OCT-2013	U.S.
AMPOULE TECHNOLOGY	App 77584369 Reg 3920241	App 02-OCT-2008 Reg 15-FEB-2011	U.S.
BEAUTIFUL SMILES FOR BUSY PEOPLE	App 85337132 Reg 4184217	App 03-JUN-2011 Reg 31-JUL-2012	U.S.
<i>Design Only</i> 	App 85337153 Reg 4191746	App 03-JUN-2011 Reg 14-AUG-2012	U.S.
<i>Design Only</i> 	App 85337174 Reg 4199670	App 03-JUN-2011 Reg 28-AUG-2012	U.S.
FLASH YOUR SMILE	App 85501218	App 21-DEC-2011	U.S.
FLASH YOUR SMILE	App 77886519 Reg 4099504	App 04-DEC-2009 Reg 14-FEB-2012	U.S.
FLASHLITES	App 77447667 Reg 3758283	App 14-APR-2008 Reg 09-MAR-2010	U.S.
GO & Design 	App 77575982 Reg 3612218	App 22-SEP-2008 Reg 28-APR-2009	U.S.
GO ALL OUT	App 85325296 Reg 4191712	App 19-MAY-2011 Reg 14-AUG-2012	U.S.
GO ALL OUT	App 78980795 Reg 3566089	App 11-AUG-2006 Reg 20-JAN-2009	U.S.
GO DAILY	App 77736055 Reg 4250378	App 13-MAY-2009 Reg 27-NOV-2012	U.S.
GO DISCOVER	App 77599296 Reg 3796713	App 23-OCT-2008 Reg 01-JUN-2010	U.S.
GO ON... SMILE!	App 77103938 Reg 3483030	App 09-FEB-2007 Reg 12-AUG-2008	U.S.



Mark	Serial/Reg. No.	Filing/Reg. Date	Country
GO SMILE	App 85358854 Reg 4077264	App 28-JUN-2011 Reg 27-DEC-2011	U.S.
GO SMILE & Design 	App 77634334 Reg 3612420	App 16-DEC-2008 Reg 28-APR-2009	U.S.
GO SMILE	App 77325004 Reg 3850454	App 08-NOV-2007 Reg 21-SEP-2010	U.S.
GO SMILE	App 77325028 Reg 3461582	App 08-NOV-2007 Reg 08-JUL-2008	U.S.
GO SMILE	App 76518246 Reg 3389326	App 29-MAY-2003 Reg 26-FEB-2008	U.S.
GO SMILE	App 78053342 Reg 2566285	App 15-MAR-2001 Reg 30-APR-2002	U.S.
GO SMILE AM	App 76518247 Reg 3218390	App 29-MAY-2003 Reg 13-MAR-2007	U.S.
GO SMILE PM	App 76518244 Reg 3414828	App 29-MAY-2003 Reg 22-APR-2008	U.S.
GO SMILE SMILE WHITENING LIGHT	App 85546266 Reg 4198531	App 17-FEB-2012 Reg 28-AUG-2012	U.S.
GO TRAVEL	App 77242735 Reg 3673598	App 31-JUL-2007 Reg 25-AUG-2009	U.S.
GO WHITEN	App 77242766 Reg 3597149	App 31-JUL-2007 Reg 31-MAR-2009	U.S.
GO WHITER	App 77815626 Reg 3920657	App 28-AUG-2009 Reg 15-FEB-2011	U.S.
HYPEROX	App 86137090	App 06-DEC-2013	U.S.
JET SET	App 85216382 Reg 3998198	App 12-JAN-2011 Reg 19-JUL-2011	U.S.
LEMONADE SMILE	App 78731289 Reg 3198345	App 12-OCT-2005 Reg 16-JAN-2007	U.S.
LIGHT YOUR SMILE	App 77828985 Reg 3920692	App 17-SEP-2009 Reg 15-FEB-2011	U.S.
ON THE GO	App 86486877	App 19-DEC-2014	U.S.
ON THE GO	App 85212216	App 06-JAN-2011	U.S.
ON THE GO	App 76517723 Reg 3325107	App 30-APR-2003 Reg 30-OCT-2007	U.S.
PRIME TIME SMILE	App 85358848 Reg 4203418	App 28-JUN-2011 Reg 04-SEP-2012	U.S.

Mark	Serial/Reg. No.	Filing/Reg. Date	Country
PRIME TIME SMILE	App 85251312 Reg 4147602	App 24-FEB-2011 Reg 22-MAY-2012	U.S.
SMILE ON THE GO	App 86321592	App 26-JUN-2014	U.S.
SMILECEUTICALS	App 77634357 Reg 3612421	App 16-DEC-2008 Reg 28-APR-2009	U.S.
THE SMILE BEAUTY COMPANY	App 78980038 Reg 3433410	App 06-OCT-2005 Reg 20-MAY-2008	U.S.
TOOTH WHITENING ON THE GO	App 76382722 Reg 3016610	App 18-MAR-2002 Reg 22-NOV-2005	U.S.
TOUCH UP	App 86361868 Reg 4679126	App 08-AUG-2014 Reg 27-JAN-2015	U.S.
TOUCH UP	App 86361877	App 08-AUG-2014	U.S.
TOUCH UP	App 78886542 Reg 3270604	App 18-MAY-2006 Reg 24-JUL-2007	U.S.
WHITENING ON THE GO	App 85966968	App 21-JUN-2013	U.S.