

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
 Stylesheet Version v1.2

ETAS ID: TM345736

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	NUNC PRO TUNC ASSIGNMENT		
EFFECTIVE DATE:	10/07/2011		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Brain Balance, Inc.		06/01/2015	CORPORATION: NEW YORK
RECEIVING PARTY DATA			
Name:	BB Franchising LLC		
Street Address:	1777 N. California Boulevard, #330		
City:	Walnut Creek		
State/Country:	CALIFORNIA		
Postal Code:	94596		
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE		
PROPERTY NUMBERS Total: 3			
Property Type	Number	Word Mark	
Registration Number:	3563062	BRAIN BALANCE	
Registration Number:	3851058	WHERE EVERY KID CONNECTS WITH SUCCESS	
Registration Number:	3369340	BRAIN BALANCE PROGRAM	
CORRESPONDENCE DATA			
Fax Number:	2122026491		
<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:	(212) 508-6739		
Email:	prutzman@thsh.com		
Correspondent Name:	L. Donald Prutzman		
Address Line 1:	900 Third Avenue, Suite 1200		
Address Line 4:	New York, NEW YORK 10022		
ATTORNEY DOCKET NUMBER:	18091.00		
NAME OF SUBMITTER:	L. Donald Prutzman		
SIGNATURE:	/LD Prutzman/		
DATE SIGNED:	06/24/2015		
Total Attachments: 3			
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IN THE UNITED STATES PATENT AND TRADEMARK OFFICE
TRADEMARK ASSIGNMENT

WHEREAS, Brain Balance, Inc., a New York corporation with offices at 2805 Veterans Highway, Ronkonkoma, New York 11779 ("Assignor"), pursuant to an Asset Purchase Agreement dated October 7, 2011 (the "Agreement"), sold all of its assets, including the trademarks shown on Schedule 1 below, registered in the United States Patent and Trademark Office, plus the goodwill associated with and represented by such trademarks (hereinafter, the "Marks"), to BB Franchising LLC, a Delaware Limited Liability Company having an address of 1777 N. California Boulevard, #330, Walnut Creek, CA 94596 ("Assignee"); and

WHEREAS, BB Franchising LLC wishes to establish its ownership of the Marks in the records of the USPTO;

NOW, THEREFORE, effective October 7, 2011, for \$10.00 and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, and in accordance with the terms and conditions set forth in the Agreement, Assignor does hereby assign and transfer unto Assignee, its successors and assigns, all of Assignor's right, title and interest in and to the Marks, if and as applicable (including, without limitation, any trademark applications and registrations and any and all intellectual property rights associated with the Marks), together with the goodwill associated with and represented by the Marks and any and all claims and demands at law or in equity that Assignor now has or may hereafter acquire on account of any infringement of the Marks prior to the date hereof.

Assignor hereby irrevocably appoints Assignee as its Attorney-in-Fact and grants Assignee power of attorney to execute and deliver any documents on Assignor's behalf, in its name, and to do all other lawfully permitted acts to transfer the trademarks to Assignee and further the transfer, prosecution, issuance and maintenance of all rights therein, to the full extent permitted by law. This power of attorney is coupled with an interest and shall not be affected by Assignor's subsequent loss of authority or capacity.

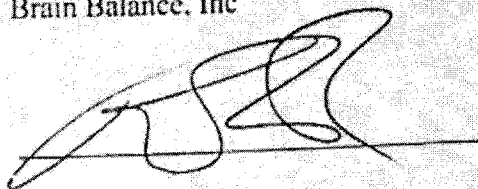
IN WITNESS WHEREOF, Assignor has executed this assignment as of the 1 day of June, 2015.

Assignor:

Brain Balance, Inc

Date:

6/1/15



By: Robert Melillo

Its: President

Assignee:

BB Franchising LLC

Date:

6/1/15



By: Charles Miller

Its: CEO

TRADEMARK

REEL: 005560 FRAME: 0232

Schedule 1

Trademarks Subject to Assignment

Registration Number	Mark	Status	Registration Date
3563062	Brain Balance & design	Principal Register	January 20, 2009
3851058	Where Every Kid Connects With Success	Principal Register	September 21, 2010
3369340	Brain Balance Program	Principal Register	January 15, 2008