

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM345740

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	NUNC PRO TUNC ASSIGNMENT		
EFFECTIVE DATE:	01/01/2015		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
BB Franchising LLC		04/08/2015	LIMITED LIABILITY COMPANY: DELAWARE
RECEIVING PARTY DATA			
Name:	Brain Balance Holdings, Inc.		
Street Address:	1777 N. California Blvd, Suite 330		
City:	Walnut Creek		
State/Country:	CALIFORNIA		
Postal Code:	94596		
Entity Type:	CORPORATION: 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			
source=Assignment 2#page1.tif			

CH \$90.00 3563062

source=Assignment 2#page2.tif

source=Assignment 2#page3.tif

Exhibit A: Form Trademark Assignment

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE
TRADEMARK ASSIGNMENT

WHEREAS, BB Franchising LLC, a Delaware Limited Liability Company having an address of 1777 N. California Blvd, Suite 330, Walnut Creek, CA 94596 ("Assignor"), owns all right title and interest in and to and has adopted and is using the trademarks listed on Schedule 1 below, registered in the United States Patent and Trademark Office; (hereinafter, the "Marks"); and

WHEREAS, Brain Balance Holdings, Inc. with its principal place of business at 1777 N. California Blvd, Suite 330, Walnut Creek, CA 94596 (hereinafter, "Assignee"), is desirous of acquiring the Marks and all of Assignor's right, title and interest in the Marks, plus the goodwill associated with and represented by such Marks;

NOW, THEREFORE, effective this 1st day of January, 2015, in accordance with the terms and conditions set forth in a Trademark Assignment Agreement dated as of the date hereof, 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:

BB Franchising LLC

By: Charles Miller

Charles Miller

Its: Chief Executive Officer

Date: 4/8/15

Assignee:

Brain Balance Holdings, Inc.

By: Aleem Choudhry

Aleem Choudhry

Its: Secretary

Date: 4/7/15

Schedule 1

Trademarks Subject to Assignment

Registration Number	Mark	Status	Registration Date
3563062	Brain Balance [®] & design (Mixed Type)	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

ACKNOWLEDGMENT

State of California)
County of Contra Costa)

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.

On 4/8/15, before me, Lisa M. Salvetti, a Notary Public for the State of California, personally appeared:

Charles Miller, who proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s)-acted, executed the instrument.

I certify under penalty of perjury under the laws of the State of California that the foregoing paragraph is true and correct.

WITNESS my hand and official seal.

Lisa M. Salvetti
Notary Public, State of California

