

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM361962

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNMENT OF THE ENTIRE INTEREST AND THE GOODWILL		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Delos Living LLC		11/09/2015	LIMITED LIABILITY COMPANY:
RECEIVING PARTY DATA			
Name:	Well Living Lab Inc.		
Street Address:	22 Little West 12th Street, 4th Floor		
City:	New York		
State/Country:	NEW YORK		
Postal Code:	10014		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Serial Number:	86440401	WELL LIVING LAB	
CORRESPONDENCE DATA			
Fax Number:			
<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:	2125094600		
Email:	lyndsey.waddington@vincenti.com		
Correspondent Name:	Vincenti & Vincenti, P.C.		
Address Line 1:	61 Broadway, Suite 1310		
Address Line 4:	New York, NEW YORK 10006		
NAME OF SUBMITTER:	Lyndsey Waddington		
SIGNATURE:	/Lyndsey Waddington/		
DATE SIGNED:	11/11/2015		
Total Attachments: 2			
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DEED OF ASSIGNMENT OF TRADEMARKS

AGREEMENT made as of November 9, 2015 between Delos Living, LLC, a Delaware limited liability company with principal address located at 22 Little West 12th Street, 4th Floor, New York, NY 10014 ("Assignor") and Well Living Lab Inc., a Delaware corporation with principal address located at 22 Little West 12th Street, 4th Floor, New York, NY 10014 ("Assignee").

For good and valuable consideration, the receipt of which is hereby acknowledged, it is agreed as follows:

1. **Assignment of the WELL Living Lab Trademark.** Assignor is the sole owner of all right, title and interest in and to the trademarks attached in Schedule 1. Assignor hereby assigns, conveys, transfers and quitclaims unto Assignee all of Assignor's right, title and interest, and all attendant good will, in and to the aforementioned trademarks including the right to bring, make, oppose, defend, appeal proceedings, claims or actions and obtain relief (and to retain any damages recovered) in respect of any infringement, or any other cause of action (including passing off) arising from ownership, of any of the trademarks whether occurring before, on or after the date of this agreement.

2. **General Provisions.** This Agreement shall be binding upon and inure to the benefit of each of the parties hereto, and their respective successors and assigns, except that neither party shall assign any of its rights or obligations hereunder without the prior consent of the other party. No amendment or subsequent addition to this Agreement, and no representations, agreement, consent, permission, acceptances or grant or modification of any right or obligation in connection herewith shall be effective unless made in a writing duly executed by all of the parties. No oral agreement or representation subsequently made, by the parties, whether or not relied or acted upon, and no usage of trade, whether or not relied or acted upon, shall amend this Agreement or impair or otherwise affect any party's obligations pursuant to this Agreement. This Agreement shall be governed by, and interpreted and construed in accordance with, the laws of the State of New York, and where applicable, of the United States, without regard to principles of conflict of laws. This Agreement may be executed in counterparts, each of which shall be deemed an original and all of which shall constitute one and the same instrument.

IN WITNESS WHEREOF, the parties have signed this Agreement as of the date set forth above.

Delos Living LLC, Assignor

By: 

Name: Paul Scialla

Title: Chief Executive Officer

Well Living Lab Inc., Assignee

By: 

Name: Peter Scialla

Title: President and Secretary

Schedule 1

Trade Mark	Trade Mark Number	Country	Filing Date	Classes	Registered Owner
WELL Living Lab	86440401	United States	10/30/2014	42	Delos Living LLC