

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM397276

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT
<b>NATURE OF CONVEYANCE:</b>	ASSIGNMENT OF THE ENTIRE INTEREST AND THE GOODWILL

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
Paint Over Rust Products, Inc. f/k/a Absolute Coatings, Inc.		08/04/2016	Corporation: NEW YORK

**RECEIVING PARTY DATA**

<b>Name:</b>	ABSOLUTE COATINGS, INC.
<b>Street Address:</b>	38 Portman Road
<b>City:</b>	New Rochelle
<b>State/Country:</b>	NEW YORK
<b>Postal Code:</b>	10801
<b>Entity Type:</b>	Corporation: DELAWARE

**PROPERTY NUMBERS Total: 15**

Property Type	Number	Word Mark
Registration Number:	4939759	ABSOLUTE COATINGS
Registration Number:	4939760	ABSOLUTE COATINGS
Registration Number:	3808721	PREMIUM GREEN
Registration Number:	3411721	ULTRA GOLD
Registration Number:	2988208	ABSCO SPORTS
Registration Number:	2840432	SEALER XL
Registration Number:	2875294	TREK
Registration Number:	2538647	ABSCO
Registration Number:	2667357	TRIGGER SPRAY
Registration Number:	2100382	OIL-N-H2O
Registration Number:	1870947	LAST N LAST
Registration Number:	1574242	POLYCARE
Registration Number:	0992972	LAST-N-LAST
Registration Number:	0895335	ZIP-GUARD
Registration Number:	0320513	ABSOLUTE

**CORRESPONDENCE DATA**

Fax Number: 2063599000

*Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent***TRADEMARK**

*using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.*

**Phone:** 2063598000  
**Email:** pctrademarks@perkinscoie.com  
**Correspondent Name:** Alexander Garcia  
**Address Line 1:** 1201 Third Avenue, Suite 4900  
**Address Line 4:** Seattle, WASHINGTON 98101

<b>ATTORNEY DOCKET NUMBER:</b>	120373.4000
<b>NAME OF SUBMITTER:</b>	Alexander J.A. Garcia
<b>SIGNATURE:</b>	/Alexander Garcia/
<b>DATE SIGNED:</b>	09/02/2016

**Total Attachments: 4**

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Trademark Assignment

Dated August 4, 2016

WHEREAS, Paint Over Rust Products, Inc. f/k/a Absolute Coatings, Inc., a New York corporation ("Assignor"), is the owner of the trademarks and trademark applications described on Schedule 1 hereto (the "Trademarks"); and,

WHEREAS, pursuant to the terms of that certain Contribution Agreement, dated as of August 4, 2016 (the "Contribution Agreement"), by and between Assignor and Absolute Coatings, Inc., a Delaware corporation ("Assignee"), Assignor has agreed to assign to Assignee all of Assignor's right, title, and interest in and to the Trademarks (and the portion of the business to which the Trademarks pertain), together with the goodwill associated therewith.

NOW THEREFORE, for the consideration set forth in the Contribution Agreement and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the parties agree as follows:

1. In connection with the transfer of the portion of the business to which the Trademarks pertain, Assignor hereby sells, transfers, conveys, assigns, and sets over unto Assignee, its successors and assigns, Assignor's entire right, title and interest in and to the Trademarks, including, without limitation, all registrations and applications therefor and the right to apply for and register the Trademarks, in the United States of America and all foreign countries, together with the goodwill of Assignor's business in which the Trademarks are used and symbolized by the Trademarks, all common law and statutory rights related thereto, all rights of renewal and extension, and the right to sue and recover for damages and profits for past infringements thereof.

2. This Trademark Assignment shall be governed by and construed in accordance with the laws of Delaware without reference to principles of conflicts of law.

*[Remainder of Page Intentionally Left Blank]*

IN WITNESS WHEREOF, the undersigned has executed this Trademark Assignment effective as of the date shown above.

PAINT OVER RUST PRODUCTS, INC.

By: David Sherman  
Name: David Sherman  
Title: President

State of New York  
County of WESTCHESTER ) ss.

Before me, a Notary Public within and for said County, personally appeared DAVID SHERMAN the person described in and who executed the foregoing instrument and acknowledged that he/she executed the same as his/her free act and deed on this 7 day of August 2016.

**JEFFREY R. KANE**  
Notary Public, State of New York  
No. 01KAS03929  
Qualified in Rockland County  
Commission Expires Aug. 23, ~~2016~~ 2017

Jeffrey R. Kane  
Notary Public

AGREED AND ACCEPTED





ABSOLUTE COATINGS, INC.

By: David Sherman  
Name: President David Sherman  
Title: President

Schedule 1

Trademarks

Trademark	Jurisdiction	App. No. or Reg. No.
ABSOLUTE COATINGS	U.S.	4939759
	U.S.	4939760
PREMIUM GREEN	U.S.	3808721
ULTRA GOLD	U.S.	3411721
ABSCO SPORTS	U.S.	2988208
SEALER XL	U.S.	2840432
TREK	U.S.	2875294
ABSCO	U.S.	2538647
<i>Trigger Spray</i>	U.S.	2667357
OIL•n•H <sub>2</sub> O	U.S.	2100382
LAST N LAST	U.S.	1870947
POLYCARE	U.S.	1574242
LAST-N-LAST	U.S.	0992972
ZIP-GUARD	U.S.	0895335
<i>Absolute</i>	U.S.	0320513
	Canada	1761882
ABSOLUTE COATINGS	Canada	1761881
TREK	Canada	TMA638911
<b>OIL•n•H<sub>2</sub>O</b>	Canada	TMA524204
POLYCARE	Canada	TMA446491
<b>OIL•n•H<sub>2</sub>O</b>	Mexico	541446
LAST-N-LAST	Brazil	825226040
TREK	Brazil	825226066 (abandoned)
TREK	Ireland	225058

TREK	United Kingdom	2306670
LAST.N.LAST (stylized)	Australia	798818
	International Register	1289396
	New Zealand	1289396
	European Community	1289396
	Australia	1754693
ABSOLUTE COATINGS	International Register	1288256
ABSOLUTE COATINGS	New Zealand	1288256
ABSOLUTE COATINGS	European Community	1288256 ( <b>abandoned</b> )
ABSOLUTE COATINGS	Australia	1288256