

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM398164

|   |  |                               |                       |
|---|--|-------------------------------|-----------------------|
| <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>    |
| Proformative, Inc.  |  | 09/09/2016                    | Corporation: DELAWARE |
| <b>RECEIVING PARTY DATA</b>   |  |                               |                       |
| <b>Name:</b>  | Argyle Executive Forum, LLC                        |                               |                       |
| <b>Street Address:</b>  | 122 West 26th St., 2nd Floor and Suite 901         |                               |                       |
| <b>City:</b>  | New York   |                               |                       |
| <b>State/Country:</b>   | NEW YORK   |                               |                       |
| <b>Postal Code:</b>   | 10001  |                               |                       |
| <b>Entity Type:</b>   | Limited Liability Company: DELAWARE                |                               |                       |
| <b>PROPERTY NUMBERS Total: 7</b>  |  |                               |                       |
| <b>Property Type</b>  | <b>Number</b>                                      | <b>Word Mark</b>              |                       |
| <b>Registration Number:</b>   | 4920508  | PROFORMATIVE                  |                       |
| <b>Registration Number:</b>   | 4652435  | PROFORMATIVE ACADEMY          |                       |
| <b>Registration Number:</b>   | 4542291  | PROFORMATIVE EXCHANGE         |                       |
| <b>Registration Number:</b>   | 4512851  | ENTERPRISE SOCIAL PROCUREMENT |                       |
| <b>Registration Number:</b>   | 4511652  | PROFORMATECH                  |                       |
| <b>Registration Number:</b>   | 4354897  | CFO DIMENSIONS                |                       |
| <b>Registration Number:</b>   | 4896096  | CFO... CHIEF FUTURE OFFICER   |                       |
| <b>CORRESPONDENCE DATA</b>  |  |                               |                       |
| <b>Fax Number:</b>  | 2127540330   |                               |                       |
| <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> |  |                               |                       |
| <b>Phone:</b>   | 212-907-7300                                       |                               |                       |
| <b>Email:</b>   | rsilverman@golenbock.com                           |                               |                       |
| <b>Correspondent Name:</b>  | Robin E. Silverman                                 |                               |                       |
| <b>Address Line 1:</b>  | 711 Third Avenue                                   |                               |                       |
| <b>Address Line 2:</b>  | Golenbock Eiseman Assor Bell & Peskoe              |                               |                       |
| <b>Address Line 4:</b>  | New York, NEW YORK 10017                           |                               |                       |
| <b>NAME OF SUBMITTER:</b>   | Robin E. Silverman                                 |                               |                       |
| <b>SIGNATURE:</b>   | /Robin E. Silverman/                               |                               |                       |
| <b>DATE SIGNED:</b>   | 09/12/2016   |                               |                       |

OP \$190.00 4920508

**Total Attachments: 3**

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**ASSIGNMENT OF TRADEMARKS**

This Assignment of Trademarks (this “*Assignment*”) is made as of September 9, 2016 (the “*Effective Date*”), by Proformative, Inc., a Delaware corporation (“*Assignor*”), to Argyle Executive Forum, LLC, a Delaware limited liability company (“*Assignee*”).

WHEREAS, Assignor, with a place of business at 99 Almaden Blvd., Suite 975, San Jose, CA 94303, is the owner of registrations for the trademarks that are identified in Schedule A (“*Marks*”) on and in connection with the classes of goods/services as identified in Schedule A and desires to assign all of its right, title and interest in, to and under the Marks, together with the goodwill and business symbolized thereby; and

WHEREAS, Assignee, with a place of business at 122 W26th Street, 2<sup>nd</sup> Floor and Suite 901, New York, NY 10001, desires to obtain all of Assignor’s rights in, to and under the Marks; and

WHEREAS, pursuant to that certain Asset Purchase Agreement (the “*Purchase Agreement*”), dated as of September 9, 2016 (the “*Purchase Agreement*”), between Assignee and Assignor, Assignor has agreed, among other things, to assign all of its right, title and interest in, to and under the Marks to Assignee, and Assignee has agreed to accept such assignment.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, and pursuant to the terms and conditions of the Purchase Agreement, Assignor hereby sells, assigns, transfers and conveys to Assignee all of Assignor’s right, title and interest in, to and under the Marks, the right to recover for past infringement, and the goodwill associated with such Marks, whether arising prior to or subsequent to the Effective Date.

This Assignment is intended to evidence the closing of the transactions contemplated by the Purchase Agreement. This Assignment is made without representation or warranty, except as provided in or pursuant to the Purchase Agreement. Nothing contained in this Assignment shall be construed to supersede, limit or qualify any provision of the Purchase Agreement. To the extent there is a conflict between the terms and provisions of this Assignment and the terms and provisions of the Purchase Agreement, the terms and provisions of the Purchase Agreement shall govern.


The construction and performance of this Assignment shall be governed by the laws of the State of Delaware without regard to its principles of conflict of law, as set forth in Section 11(b) of the Purchase Agreement.

Delivery of copy of the signature page of this Assignment sent by email, whether sent to another party or another party’s counsel, shall be deemed definitively executed and delivered, and with the same force and effect as if manually signed and delivered for all purposes whatsoever.

[Signature Page Follows]

IN WITNESS WHEREOF, the undersigned has caused this Assignment to be executed as of the day and year first above written.

Proformative, Inc.

By:   
Name: John Kopan  
Title: CEO

[Signature Page to Assignment of Trademarks]

**TRADEMARK**  
**REEL: 005875 FRAME: 0291**

**SCHEDULE A**

|   | <b>Serial Number</b> | <b>Reg. Number</b> | <b>Word Mark</b>                     | <b>Classes</b> |
|---|----------------------|--------------------|--------------------------------------|----------------|
| 1 | <u>86412249</u>      | <u>4920508</u>     | <u>PROFORMATIVE</u>                  | 35, 41, 42     |
| 2 | <u>86264705</u>      | <u>4652435</u>     | <u>PROFORMATIVE ACADEMY</u>          | 41             |
| 3 | <u>86006954</u>      | <u>4542291</u>     | <u>PROFORMATIVE EXCHANGE</u>         | 35, 36         |
| 4 | <u>85902891</u>      | <u>4512851</u>     | <u>ENTERPRISE SOCIAL PROCUREMENT</u> | 42             |
| 5 | <u>85739998</u>      | <u>4511652</u>     | <u>PROFORMATECH</u>                  | 35             |
| 6 | <u>85540154</u>      | <u>4354897</u>     | <u>CFO DIMENSIONS</u>                | 35             |
| 7 | <u>86170420</u>      | <u>4896096</u>     | <u>CFO....CHIEF FUTURE OFFICER</u>   | 9, 41          |