

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM399423

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|---|--|-----------------------|------------------------------|
| SUBMISSION TYPE: | NEW ASSIGNMENT | | |
| NATURE OF CONVEYANCE: | ASSIGNMENT OF THE ENTIRE INTEREST AND THE GOODWILL | | |
| CONVEYING PARTY DATA | | | |
| Name | Formerly | Execution Date | Entity Type |
| Washington Prime Group, L.P. | | 01/29/2016 | Limited Partnership: INDIANA |
| RECEIVING PARTY DATA | | | |
| Name: | Montecito Palms, LLC | | |
| Street Address: | 12700 Park Central Drive, Ste. 110 | | |
| City: | Dallas | | |
| State/Country: | TEXAS | | |
| Postal Code: | 75251 | | |
| Entity Type: | Limited Liability Company: TEXAS | | |
| Name: | Adagio Palms, LLC | | |
| Street Address: | 12700 Park Central Drive, Ste. 110 | | |
| City: | Dallas | | |
| State/Country: | TEXAS | | |
| Postal Code: | 75251 | | |
| Entity Type: | Limited Liability Company: TEXAS | | |
| PROPERTY NUMBERS Total: 1 | | | |
| Property Type | Number | Word Mark | |
| Registration Number: | 2131863 | NORTHLAKE MALL | |
| CORRESPONDENCE DATA | | | |
| Fax Number: | 6142272390 | | |
| <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: | 614-227-2369 | | |
| Email: | ipdocketing@bricker.com | | |
| Correspondent Name: | Gregory J. Krabacher | | |
| Address Line 1: | 100 S. Third St. | | |
| Address Line 4: | Columbus, OHIO 43215 | | |
| ATTORNEY DOCKET NUMBER: | 011058/158966 | | |
| NAME OF SUBMITTER: | Gregory J. Krabacher | | |
| SIGNATURE: | /Gregory J. Krabacher/ | | |

CH \$40.00 2131863

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|---------------------|------------|
| DATE SIGNED: | 09/22/2016 |
|---------------------|------------|

Total Attachments: 4

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TRADEMARK ASSIGNMENT AGREEMENT

This TRADEMARK ASSIGNMENT AGREEMENT ("Assignment") is made effective as of January 29, 2016 between WASHINGTON PRIME GROUP, L.P., an Indiana limited partnership ("Assignor"), and MONTECITO PALMS, LLC, a Texas limited liability company, and ADAGIO PALMS, LLC, a Texas limited liability company (collectively, the "Assignee").

WHEREAS, Assignor has adopted the trademark NORTHLAKE MALL for which they own the U.S. Registration No. 2131863 (the "Trademark");

WHEREAS, Assignor desires to assign to Assignee, and Assignee desires to receive from Assignor said Trademark and the registration thereof;

NOW THEREFORE, for good and valuable consideration the receipt and sufficiency of which are hereby acknowledged and with the intent to be legally bound hereunder, Assignor does hereby assign, sell and transfer to Assignee, and its successors and/or assigns, all of its right, title, and interest in and to the Trademark, both registered and common law, together with the goodwill of the business symbolized by and associated with said trademark and registration thereof and the right to recover damages and profits for past infringement thereof.

IN TESTIMONY WHEREOF, Assignor and Assignee have executed this Assignment by a duly authorized officer.

[REMAINDER OF PAGE LEFT BLANK]

Dated: January 29, 2016

WASHINGTON PRIME GROUP, L.P., an
Indiana limited partnership

By: WP GLIMCHER INC., an Indiana
corporation, its general partner



By: _____
Name: Robert Demchak
Title: Assistant General Counsel and
Assistant Secretary

STATE OF OHIO)
) SS:
COUNTY OF FRANKLIN)

On this 29th day of January, 2016, before me appeared Robert Demchak,
the person who signed this instrument, who acknowledged that he signed it as a free act on
behalf of WP GLIMCHER INC.



Notary Public,
Antonietta Mongillo
State of Ohio
Expires: 12-03-2020

ANTONIETTA MONGILLO
Notary Public, State of Ohio
My Commission Expires 12-03-2020

Dated: _____


MONTECITO PALMS, LLC,
a Texas limited liability company



By: _____
Name: Anthony T. Ruggeri
Title: Manager

STATE OF TEXAS)
) SS:
COUNTY OF DALLAS)

On this _____ day of January, 2016, before me appeared Anthony T. Ruggeri, the person who signed this instrument, who acknowledged that he signed it as a free act on behalf of MONTECITO PALMS, LLC.


Notary Public: *Sara Knight*
State/County: TX / Dallas
Expires: 5/31/18



Dated: _____

ADAGIO PALMS, LLC,
a Texas limited liability company

[Handwritten Signature]

By: _____
Name: Anthony T. Ruggeri
Title: Manager

STATE OF TEXAS)
) SS:
COUNTY OF DALLAS)

On this _____ day of January, 2016, before me appeared Anthony T. Ruggeri, the person who signed this instrument, who acknowledged that he signed it as a free act on behalf of ADAGIO PALMS, LLC.

Sara L. Knight

Notary Public: *Sara Knight*
State/County: *TX / Dallas*
Expires: *5/31/18*

