

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM402617

| | | | |
|---|--|------------------------------|---------------------------------|
| SUBMISSION TYPE: | NEW ASSIGNMENT | | |
| NATURE OF CONVEYANCE: | ASSIGNMENT OF THE ENTIRE INTEREST AND THE GOODWILL | | |
| CONVEYING PARTY DATA | | | |
| Name | Formerly | Execution Date | Entity Type |
| Smoot Brothers IP Holding Company, LLC | | 09/28/2016 | Limited Liability Company: UTAH |
| RECEIVING PARTY DATA | | | |
| Name: | Zoobies Trading LLC | | |
| Street Address: | 1603 Wynview Ln. | | |
| City: | South Jordan | | |
| State/Country: | UTAH | | |
| Postal Code: | 84095 | | |
| Entity Type: | Limited Liability Company: UTAH | | |
| PROPERTY NUMBERS Total: 5 | | | |
| Property Type | Number | Word Mark | |
| Registration Number: | 3847106 | ZOOBIES | |
| Registration Number: | 3847766 | PLAY. SLEEP. LOVE. | |
| Registration Number: | 3940796 | ZOOBIES | |
| Registration Number: | 3853600 | Z ZOOBIES PLAY. SLEEP. LOVE. | |
| Registration Number: | 3853601 | Z ZOOBIES PLAY. SLEEP. LOVE | |
| 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: | (801) 518-7629 | | |
| Email: | rapp@austin-rapp.com | | |
| Correspondent Name: | Robert S. Rapp | | |
| Address Line 1: | 170 South Main Street, Suite 735 | | |
| Address Line 4: | Salt Lake City, UTAH 84101 | | |
| ATTORNEY DOCKET NUMBER: | 4136.8.1 | | |
| NAME OF SUBMITTER: | Robert S. Rapp | | |
| SIGNATURE: | /Robert S. Rapp, Reg. No. 45,393/ | | |
| DATE SIGNED: | 10/19/2016 | | |

OP \$140.00 3847106

Total Attachments: 4

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A S S I G N M E N T

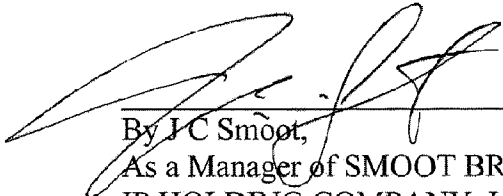
WHEREAS, Smoot Brothers IP Holding Company, LLC (also identified as Smoot Brothers IP Holding Company) (hereinafter, the "Assignor"), a limited liability company of the State of Utah, located at 724 West 500 South, Ste. 500, West Bountiful, UT 84087, is the owner of all right, title, and interest in and to the marks and registrations identified in Attachment A in the United States (hereinafter, the "Marks and Registrations").

WHEREAS, Zoobies Trading LLC (hereinafter, "Assignee"), a limited liability company of the State of Utah, having an address at 1603 Wynview Ln., South Jordan, UT 84095, is desirous of acquiring the entire right, title, and interest in and to the Marks and Registrations;

NOW, THEREFORE, for good and valuable consideration comprising a payment of at least one dollar (\$1.00), the receipt and sufficiency of which is hereby acknowledged, THE ASSIGNOR HEREBY ASSIGNS TO THE ASSIGNEE the entire right, title, and interest in and to the Marks and Registrations, together with the goodwill of the business symbolized by and associated with the Marks and Registrations. The Assignor also assigns and transfers to the Assignee any and all rights to sue for past infringements of the Marks and Registrations as well as any and all rights to collect damages or compensation for such acts of past infringement.

This Assignment shall be binding upon the Assignor's heirs and legal representatives.

SMOOT BROTHERS
IP HOLDING COMPANY, LLC
(also identified as SMOOT BROTHERS
IP HOLDING COMPANY)


By J.C. Smoot,
As a Manager of SMOOT BROTHERS
IP HOLDING COMPANY, LLC
(also identified as SMOOT BROTHERS
IP HOLDING COMPANY)
724 West 500 South, Ste. 500
West Bountiful, UT 84087

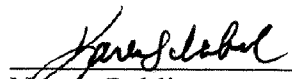
9 / 26 / 16
Dated

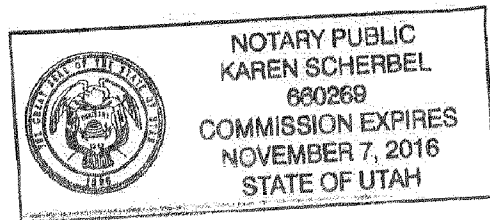
State of Utah
County of Davis

On this 28th day of Sept, in the year 2016, personally appeared J C Smoot, whose identity is personally known to me (or proved on the basis of satisfactory evidence) and who by me duly sworn (or affirm), did say that he is one of the managers of SMOOT BROTHERS IP HOLDING COMPANY, LLC (also identified as Smoot Brothers IP Holding Company) and said ASSIGNMENT was signed by him in behalf of said limited liability company by authority of its articles of organization and operating agreement, and said J C Smoot acknowledged to me said limited liability company executed the same.

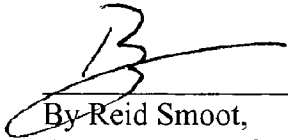
Witness my hand and official seal

(Seal)


Notary Public



SMOOT BROTHERS
IP HOLDING COMPANY, LLC
(also identified as SMOOT BROTHERS
IP HOLDING COMPANY)



By Reid Smoot,
As a Manager of SMOOT BROTHERS
IP HOLDING COMPANY, LLC
(also identified as SMOOT BROTHERS
IP HOLDING COMPANY)
724 West 500 South, Ste. 500
West Bountiful, UT 84087

9/20/16
Dated _____

State of Utah
County of _____



On this _____ day of _____, in the year _____, personally appeared Reid Smoot, whose identity is personally known to me (or proved on the basis of satisfactory evidence) and who by me duly sworn (or affirm), did say that he is one of the managers of SMOOT BROTHERS IP HOLDING COMPANY, LLC (also identified as SMOOT BROTHERS IP HOLDING COMPANY) and said ASSIGNMENT was signed by him in behalf of said limited liability company by authority of its articles of organization and operating agreement, and said Reid Smoot acknowledged to me said limited liability company executed the same.

Witness my hand and official seal

(Seal)

Notary Public

ATTACHMENT A
The "Marks and Registrations"

| Mark | U.S. Reg. No. | Goods |
|---|----------------------|---|
| ZOOBIES | 3,847,106 | Stuffed dolls and animals; Stuffed toy animals; Toy animals |
| PLAY. SLEEP. LOVE. | 3,847,766 | Stuffed dolls and animals; Stuffed toy animals; Toy animals |
| ZOOBIES | 3,940,796 | Nap sacks; Pillows; Sleeping bags; Slumber bags |
|  | 3,853,600 | Stuffed dolls and animals; Stuffed toy animals; Toy animals |
|  | 3,853,601 | Bed blankets; Children's blankets |