

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM405292

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNMENT OF THE ENTIRE INTEREST AND THE GOODWILL		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Eleven Eleven Wellness Inc.		11/08/2016	Corporation: NEW YORK
RECEIVING PARTY DATA			
Name:	Be Well Health & Wellness LLC		
Street Address:	32 West 22nd Street		
Internal Address:	5th Floor		
City:	New York		
State/Country:	NEW YORK		
Postal Code:	10010		
Entity Type:	Limited Liability Company: DELAWARE		
PROPERTY NUMBERS Total: 4			
Property Type	Number	Word Mark	
Registration Number:	3781744	BEWELL.COM	
Registration Number:	4476692	BE WELL BY DR. FRANK LIPMAN	
Registration Number:	4476691	BE WELL BY DR. FRANK LIPMAN	
Registration Number:	4207152	BE WELL BY DR. FRANK LIPMAN	
CORRESPONDENCE DATA			
Fax Number:	4155990210		
<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:	415-599-0210		
Email:	tadmin@braunhagey.com, shadow@braunhagey.com		
Correspondent Name:	J. Noah Hagey		
Address Line 1:	220 Sansome Street		
Address Line 2:	2nd Floor		
Address Line 4:	San Francisco, CALIFORNIA 94104-2711		
ATTORNEY DOCKET NUMBER:	ELEVEN ELEVEN to BE WELL		
NAME OF SUBMITTER:	J. Noah Hagey		
SIGNATURE:	/jnhagey/		
DATE SIGNED:	11/11/2016		

OP \$115.00 3781744

Total Attachments: 2

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ASSIGNMENT OF TRADEMARK

This Assignment of Trademark (the "Assignment") is made on November 8, 2016 (the "Effective Date"), is by and between **Eleven Eleven Wellness Inc.**, a New York corporation, with an address of 32 West 22nd Street, 5th Floor, New York, New York 10010, United States of America ("Assignor"), and **Be Well Health & Wellness LLC**, a Delaware limited liability company with an address of 32 West 22nd Street, 5th Floor, New York, New York 10010, United States of America ("Assignee"), collectively referred to herein as the "Parties".

Recitals

Assignor wishes to assign all of its rights, title, and interest in and to the marks listed in Exhibit A to this Assignment (the "Marks"), together with the goodwill of the business associated therewith, and symbolized by the Marks, to Assignee in accordance with the provisions of this Assignment, and Assignee wishes to accept such assignment.

Agreement

In consideration of the foregoing recitals, the mutual agreements, provisions and covenants contained herein, and for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor and Assignee agree as follows:

- (a) Assignor hereby transfers, conveys and assigns the Marks to Assignee. Assignor further transfers, conveys and assigns to Assignee, without any additional consideration, all goodwill associated with the Marks.
- (b) Assignor further hereby agrees that Assignee shall have the right to record this instrument of assignment in the United States Patent and Trademark Office.

In Witness Whereof, the Parties have caused this Assignment to be executed by their duly authorized representatives.

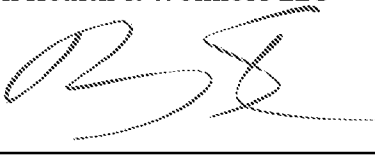
Assignee:
Eleven Eleven Wellness Inc.

By:  _____

Name
Printed: David Norton

Title: COO

Assignee:
Be Well Health & Wellness LLC

By:  _____

Name
Printed: Brandon Shainfeld

Title: CEO

**ASSIGNMENT OF TRADEMARK
Exhibit "A"**

Mark	Country	Appl. No.	Reg. No.	Classes
BE WELL	United States	77417319	3781744	45
BE WELL BY DR. FRANK LIPMAN	United States	85330730	4476692	44
BE WELL BY DR. FRANK LIPMAN	United States	85330709	4476691	35
BE WELL BY DR. FRANK LIPMAN	United States	85328850	4207152	5