

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM405901

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNMENT OF THE ENTIRE INTEREST AND THE GOODWILL		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
My Yoga Online ULC		02/28/2014	Unlimited Liability Company: CANADA
RECEIVING PARTY DATA			
Name:	Gaiam TV Canada, Inc.		
Street Address:	833 W. South Boulder Road		
City:	Louisville		
State/Country:	COLORADO		
Postal Code:	80027		
Entity Type:	Corporation: COLORADO		
PROPERTY NUMBERS Total: 3			
Property Type	Number	Word Mark	
Registration Number:	3898912	MY YOGA	
Registration Number:	4493349	MY YOGA ONLINE	
Registration Number:	4493348	MY YOGA ONLINE	
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:	310/785-1200		
Email:	jk@jonathankirsch.com, spollyea@jonathankirsch.com, susan.pollyea@sbcglobal.net		
Correspondent Name:	Jonathan Kirsch		
Address Line 1:	1880 Century Park East, Suite 515		
Address Line 2:	Law Offices of Jonathan Kirsch, APC		
Address Line 4:	Los Angeles, CALIFORNIA 90067		
ATTORNEY DOCKET NUMBER:	GAIA - Gen. Rep. - Assign		
NAME OF SUBMITTER:	Jonathan Kirsch		
SIGNATURE:	/Jonathan Kirsch/		
DATE SIGNED:	11/17/2016		
Total Attachments: 2			

OP \$90.00 3898912

source=Asset Assign Agrm -- My Yoga Online - Gaiam TV Canada#page1.tif

source=Asset Assign Agrm -- My Yoga Online - Gaiam TV Canada#page2.tif

ASSET ASSIGNMENT AGREEMENT

This ASSET ASSIGNMENT AGREEMENT (this "Agreement") dated effective as of February 28, 2014 (the "Assignment Date"), is entered into by and between My Yoga Online ULC, a British Columbia unlimited liability company ("My Yoga"), and Gaiam TV Canada, Inc., a Colorado corporation (the "Company").

RECITALS

WHEREAS, My Yoga is a wholly owned subsidiary of the Company;

WHEREAS, the Company desires to move all of the assets of My Yoga from Canada to the United States;

WHEREAS, My Yoga is a disregarded entity for tax purposes; and

WHEREAS, My Yoga has agreed to transfer and assign all of its assets including, but not limited to, all of the business, assets, properties, contractual rights, goodwill, going concern value, and rights, wherever situated and of whatever kind and nature, real or personal, tangible or intangible (the "Assigned Assets"), except for those excluded assets (the "Excluded Assets") specifically listed on Exhibit A, attached hereto and incorporated herein by this reference, to the Company as of the Assignment Date.

AGREEMENT

NOW, THEREFORE, in consideration of the foregoing and the mutual representations, warranties, covenants and agreements herein contained, and for other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the parties hereto agree as follows:

SECTION 1 TRANSFER OF ASSETS


1.1 Assignment. Subject to the terms and conditions of this Agreement, effective as of the Assignment Date, My Yoga hereby assigns, transfers, conveys, and delivers to the Company all of its right, title, and interest in and to the Assigned Assets.

1.2 Conveyance Instruments. In order to effectuate the transfer of the Assigned Assets as contemplated by Section 1.1, My Yoga will execute and deliver, or cause to be executed and delivered, such documents as the Company shall reasonably deem necessary or appropriate to vest in or confirm to the Company, title to the Assigned Assets, including, without limitation, stock certificates representing the Assigned Assets, duly endorsed in blank or accompanied by stock powers duly endorsed in blank in proper form for transfer. Notwithstanding the foregoing, it is intended that this Agreement operate as a conveyance document to effectuate the contributions contemplated hereby.

IN WITNESS WHEREOF, the parties have executed and delivered this Agreement as of the day and year first above written.

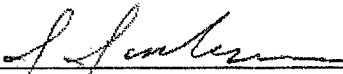
My Yoga:

My Yoga Online ULC,
a British Columbia unlimited liability company

By: 
Name: John Jackson
Title: Vice President

Company:

Gaiam TV Canada, Inc.,
a Colorado corporation

By: 
Name: John Jackson
Title: Vice President