

## TRADEMARK ASSIGNMENT COVER SHEET

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Stylesheet Version v1.2

ETAS ID: TM430957

<b>SUBMISSION TYPE:</b>	RESUBMISSION		
<b>NATURE OF CONVEYANCE:</b>	ASSIGNMENT OF THE ENTIRE INTEREST AND THE GOODWILL		
<b>RESUBMIT DOCUMENT ID:</b>	900407134		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Marissa J Shipman		06/08/2017	INDIVIDUAL:
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Shipman Associates, LLC		
<b>Doing Business As:</b>	DBA theBalm		
<b>Street Address:</b>	1000 Atlantic Ave, Suite 100		
<b>City:</b>	Alameda		
<b>State/Country:</b>	CALIFORNIA		
<b>Postal Code:</b>	94501		
<b>Entity Type:</b>	Limited Liability Company: DELAWARE		
<b>PROPERTY NUMBERS Total: 3</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Serial Number:</b>	77756868	INSTAIN	
<b>Serial Number:</b>	77825269	MAD LASH	
<b>Serial Number:</b>	77756872	HOT TICKET	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	4132153802		
<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>	4155928860		
<b>Email:</b>	marissa@thebalm.com		
<b>Correspondent Name:</b>	Shipman Associates, LLC		
<b>Address Line 1:</b>	1000 Atlantic Ave Suite 100		
<b>Address Line 4:</b>	Alameda, CALIFORNIA 94501		
<b>NAME OF SUBMITTER:</b>	Adam Kummins		
<b>SIGNATURE:</b>	/Adam Kummins/		
<b>DATE SIGNED:</b>	06/12/2017		
<b>Total Attachments: 8</b>			
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## **TRADEMARK ASSIGNMENT AND CONVEYANCE AGREEMENT**

This Trademark Assignment Agreement (the "Agreement") is effective as of June  
8<sup>th</sup>, 2017 by and between Marissa J. Shipman, an individual with United States citizenship, ("Assignor") and Shipman Associates, LLC, a Delaware limited liability company dba theBalm ("Assignee"), with a principal address of 1000 Atlantic Ave, Suite 100, Alameda, CA 94501, USA.

WHEREAS, Assignor has adopted, and is, to the best of its knowledge and belief, the owner of the trademarks identified in Schedule A, attached hereto and incorporated herein by this reference, and all other rights appurtenant thereto, including, but not limited to, all common law rights, trade name rights, domain name rights, causes of action, and the right to recover for past infringement (the "Trademarks");

WHEREAS, Assignor has acquired goodwill in the business associated with and symbolized by the Trademarks and has not abandoned same;

WHEREAS, Assignee is desirous of acquiring all rights, title, and interest in and to the Trademarks owned by Assignor worldwide; and

WHEREAS, Assignor is willing to assign to Assignee all rights, title, and interest as Assignor may possess in and to the Trademarks worldwide;


NOW, THEREFORE, for good and adequate consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor hereby assigns and sells to Assignee all rights, title, and interest as Assignor may possess in and to the Trademarks worldwide; together with the business and goodwill symbolized by said Trademarks.

Assignor covenants and agrees to execute and deliver, at the request of Assignee, such further instruments of transfer and assignment and to take such other actions as reasonably requested by Assignee to more effectively consummate the assignments contemplated by this Assignment. Assignor authorizes the recordation of this Trademark Assignment with the trademark office and/or any other applicable registry or government office necessary to effect the sale, conveyance, transfer, assignment and delivery of the Trademarks.

**IN WITNESS WHEREOF**, the parties have duly executed and delivered this Assignment as of the date first written above.

**ASSIGNOR**

Marissa J. Shipman

By: 

Name: Marissa J. Shipman

Date: 6/8/2017

**ASSIGNEE**

Shipman Associates, LLC, dba theBalm

By: 

Name: Marissa J. Shipman

Date: 6/8/2017

## Schedule A

Country	Trademark	Application No.	Registration No.
US	INSTAIN	77/756868	4214284
US	HOT TICKET	77/756872	4016352
US	MAD LASH	77/825269	4218165
US	TIME BALM	78/078623	2652777
US	LABALMBA	78/041953	2512861
Canada	CHEATER	1545136	TMA844299
Canada	HOT TICKET	1545334	TMA835493
Canada	WHAT'S YOUR TYPE	1572995	TMA852202
Canada	SCHWING	1572996	TMA852200
Canada	EN ROOT	1572997	TMA854238
Canada	BALM DESERT	1674120	TMA902680
Canada	IN THEBALM OF YOUR HAND	1686455	TMA927755
Canada	LAISSEZ LES BALM TEMPS ROULER	1687353	
Canada	NUDE DUDE	1689503	TMA901270
Canada	LA BALMBA	1690236	
Canada	CAST YOUR SHADOW	1702118	
Canada	THEBALM APPETIT	1715987	TMA954888
Canada	THEBALMFIRE	1721030	
Canada	MAD LASH	1743373	TMA948358
Canada	THEBALMJOUR	1744723	
Canada	THEBALM VOYAGE	1753049	TMA964399
Canada	NUDE BEACH	1786503	
Canada	DEPARTMENT OF CORRECTIONS	1788082	
Canada	PICKUP LINERS	1790021	
Canada	MEET MATT(E) ADOR.	1791306	
Canada	THEBALMASTE	1797881	
Canada	EVEN STEVEN	1812025	
Canada	THEBALMBINA	1813134	
Canada	SCUBA	1814071	
Canada	ANNE T. DOTES	1817552	

Country	Trademark	Application No.	Registration No.
Canada	THEBALM DIA	1820733	
Canada	THEBALM NUIT	1820734	
Canada	THEBALMSOIR	1820735	
Canada	THEBALMGIORNO	1820736	
Canada	HIGHLITE 'N CON TOUR (FIGURATIVE)	1820741	
Canada	THEBALM TO THE RESCUE	1828032	
Canada	FURROWCIOUS!	1837032	
Canada	BO-WING 24/7	1837294	
Canada	BALMJOUR	1672326	
Canada	JOHNNY FOUNDATION	1786510	
Canada	HIGHLITE 'N CON TOUR	1788080	
Canada	THEBALM COSMETICS	1482465	TMA806031
Canada	TIME BALM	1482591	TMA804950
Canada	BALM SHELTER	1482592	TMA804953
Canada	STAINIAC	1482595	TMA806038
Canada	MARY-LOU MANIZER	1482598	TMA807755
Canada	SHADY LADY	1482599	TMA806030
Canada	TWO TIMER	1482600	TMA806027
Canada	PLUMP YOUR PUCKER	1482732	TMA811279
Canada	BALMS AWAY	1482734	TMA807028
Canada	DOWN BOY	1482736	TMA807029
Canada	HOT MAMA	1482737	TMA807023
Canada	READ MY LIPS	1482880	TMA808111
Canada	CABANA BOY	1482881	TMA808110
Canada	BETTY-LOU MANIZER	1544292	TMA844295
Canada	OVERSHADOW	1544482	TMA845,170
Canada	MEET MATTE	1544490	TMA835492
Canada	FRAT BOY	1544735	TMA845,169
Canada	BAHAMA MAMA	1544736	TMA835491
Canada	BATTER UP	1560145	TMA846,106
Canada	BALMBINI	1560146	TMA846,110
Canada	NUDE TUDE	1562159	TMA851619

Country	Trademark	Application No.	Registration No.
Canada	TIMEBALM SKINCARE	1563882	TMA846514
Canada	THEBALM GIRLS	1563883	TMA846513
Canada	PUT A LID ON IT	1580277	TMA856088
Canada	DOUBLE CROSSER	1589867	
Canada	INSTAIN	1589868	TMA856096
Canada	BROW POW	1590056	TMA868805
Canada	POWDER TO THE PEOPLE	1604250	TMA867849
Canada	WOMEN EMPOWDERMENT	1604251	TMA867850
Canada	BLEND A HAND	1607627	TMA871297
Canada	CREASE, LOVE & HAPINESS	1607628	TMA872293
Canada	GIVE CREASE A CHANCE	1607629	TMA872295
Canada	MEET MATT(E) NUDE.	1625550	TMA891770
Canada	CINDY-LOU MANIZER	1633234	TMA886405
Canada	BALM VOYAGE	1641933	TMA891769
Canada	MR. WRITE	1655380	
Canada	MR. WRITE (NOW)	1655381	TMA897071
Canada	HOW 'BOUT THEM APPLES	1662338	TMA897658
Canada	BALMSAI	1662339	TMA907588
Canada	SMOKE BALM	1664924	TMA900372
Canada	BALMSPRINGS	1666720	1666720
Canada	THEBALM COSMETICS W/ LIPS	1668092	TMA908301
Canada	THEBALM COSMETICS W/ LIPS AND BUBBLE LOGO	1668093	TMA908311
Canada	PHOTOBALM	1670360	TMA960506
Canada	BALMBEACH	1671269	TMA948361
Canada	MEET MATT(E) TRIMONY	1735336	TMA964602
Canada	BALMGIORNO	1669256	
Canada	THEBALMBINI	1778676	
EU	THEBALM COSMETICS		9126021
EU	STAINIAC		9127762
EU	TIME BALM CONCEALER		9127771
EU	DOWN BOY		9127788

Country	Trademark	Application No.	Registration No.
EU	BALM SHELTER		9127796
EU	BIG MAMA		9127804
EU	TWO TIMER		9146671
EU	SEXY MAMA		10046415
EU	BALMS AWAY		10046423
EU	FRAT BOY		10100386
EU	TIMEBALM SKINCARE		10111664
EU	CABANA BOY		10279271
EU	OVERSHADOW		10279289
EU	PLUMP YOUR PUCKER		10282961
EU	BETTY- LOU MANIZER		10286409
EU	MEET MATTE		10286417
EU	CHEATER		10292589
EU	THEBALM GIRLS		10292597
EU	HOT TICKET		10386944
EU	NUDE TUDE		10386977
EU	MARY-LOU MANIZER		10494631
EU	BAHAMA MAMA		10543941
EU	BATTER UP		10565174
EU	PICKUP LINERS		10565182
EU	EN ROOT		10605806
EU	WHAT'S YOUR TYPE		10627784
EU	PUT A LID ON IT		10627792
EU	SCHWING		10804227
EU	BALM JOVI		10934404
EU	DOUBLE CROSSER		10934412
EU	BROW POW		11125036
EU	INSTAIN		11125044
EU	POWDER TO THE PEOPLE		11383239
EU	EYE BELIEVE		11383247
EU	BLEND A HAND		11447133
EU	CREASE, LOVE & HAPPINESS		11447141

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Country	Trademark	Application No.	Registration No.
EU	WOMEN EMPOWDERMENT		11793023
EU	MEET MATT(E) NUDE.		11793049
EU	GIVE CREASE A CHANCE		11818762
EU	AUTOBALM		11845559
EU	CINDY-LOU MANIZER		11954138
EU	MR. WRITE		12433272
EU	MR. WRITE (NOW)		12433281
EU	HOW 'BOUT THEM APPLES		12559746
EU	BALMSAI		12559779
EU	BALMSPRINGS		12670485
EU	BALMGIORNO		12741815
EU	PHOTOBALM		12741864
EU	BALMBEACH		12760831
EU	BALM DESERT	12819041	12819041
EU	DON'T SWEAT IT	13109079	13109079
EU	MEET MATT(E) HUGHES	13109111	13109111
EU	NUDE DUDE		13171939
EU	LA BALMBA		13185376
EU	BALMASTE	13714746	13714746
EU	MEET MATT(E) TRIMONY		14322119
EU	THEBALM APPETIT		14422695
EU	MAD LASH	14505184	14505184
EU	THEBALM VOYAGE		14756654
EU	THEBALMJOUR		14756662
EU	THEBALMBINA		15373616
EU	NUDE BEACH		15536592
EU	JOHNNY FOUNDATION		15536626
EU	DEPARTMENT OF CORRETIONS		15563307
EU	MEET MATT(E) ADOR.		15658263
EU	HIGHLITE 'N CON TOUR (FIGURATIVE)		15976756
EU	EVEN STEVEN		16121329
EU	SCUBA		16164782

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Country	Trademark	Application No.	Registration No.
EU	THEBALM DIA		16308496
EU	THEBALM NUIT		16308504
EU	THEBALMSOIR		16308512
EU	THEBALMGIORNO		16308521
EU	THEBALM TO THE RESCUE		16484263
EU	FURROWCIOUS!		16700081
EU	BO-WING 24/7		16706863
EU	PRETTY SMART		12823068
EU	LAISSEZ LES BALM TEMPS ROULER	13124474	
EU	IN THEBALM OF YOU HAND	13105713	
EU	CAST YOUR SHADOW	13447099	
WIPO	INSTAIN		1277884
WIPO	MAD LASH		1278855
WIPO	TIMEBALM		1296748
WIPO	HOT MAMA		1296605
Ireland	HOT MAMA	253392	253392