

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM430696

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	ASSIGNMENT OF THE ENTIRE INTEREST AND THE GOODWILL		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
US Endodontics, LLC		04/19/2017	Limited Liability Company: NEW MEXICO
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	HS TM, LLC		
<b>Street Address:</b>	220 Continental Drive		
<b>Internal Address:</b>	Suite 115		
<b>City:</b>	Newark		
<b>State/Country:</b>	DELAWARE		
<b>Postal Code:</b>	19713		
<b>Entity Type:</b>	Limited Liability Company: DELAWARE		
<b>PROPERTY NUMBERS Total: 1</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	4502281	GUTTAFILL	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	2125750671		
<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>	2127909200		
<b>Email:</b>	trademark@cll.com		
<b>Correspondent Name:</b>	Mary A. Donovan		
<b>Address Line 1:</b>	114 West 47th Street		
<b>Address Line 4:</b>	New York, NEW YORK 10036		
<b>ATTORNEY DOCKET NUMBER:</b>	31183-001		
<b>NAME OF SUBMITTER:</b>	Mary A. Donovan		
<b>SIGNATURE:</b>	/madonovan/		
<b>DATE SIGNED:</b>	06/09/2017		
<b>Total Attachments: 3</b>			
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OP \$40.00 4502281

## BILL OF SALE AND GENERAL ASSIGNMENT

This BILL OF SALE AND GENERAL ASSIGNMENT (the "Bill of Sale"), dated April 19, 2017 (the "Execution Date"), is executed and delivered by US Endodontics, LLC a limited liability company organized under the laws of the state of New Mexico (the "Seller"), to HS TM, LLC, limited liability company organized under the laws of the state of Delaware (the "Buyer").

WHEREAS, pursuant to an agreement between the Seller and the Buyer, the Seller has agreed to sell and the Buyer has agreed to purchase certain assets of the Seller, identified as follows:

- A. U.S. Registration No. 4,502,281 for the trademark GUTTAFILL in Classes 5 and 10;
- B. All common law, ancillary rights, and goodwill associated with the trademark GUTTAFILL in the U.S.; and
- C. To the extent such rights may be owned by the Seller, any and all rights to register and use the trademark GUTTAFILL throughout the world.

The above assets are hereinafter collectively referred to as "the Purchased Assets."

NOW, THEREFORE, for consideration in the amount of 7,500.00 USD and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the undersigned hereby agrees as follows:

1. Trademark Rights. Seller hereby represents that the GUTTAFILL trademark is in use on the goods specified in U.S. Trademark Reg. No. 4,502,281, namely, "dental compounds for endodontic procedures," in International Class 5 and "endodontic instruments for applying dental compounds," in International Class 10, and that there are no outstanding claims against the Purchased Assets.

2. Sale and Assignment of the Purchased Assets. The Seller hereby sells, assigns, transfers, conveys and delivers to the Buyer, and the Buyer hereby purchases, acquires and accepts from the Seller, free and clear of all Liens, all of the Seller's right, title and interest in, to and under the Purchased Assets.

3. Liabilities Not Assumed. Nothing expressed or implied in this Bill of Sale shall be deemed to be an assumption by the Buyer of any Liabilities of the Seller incurred prior to the Execution Date.

4. No Third-Party Beneficiaries. No provision of this Bill of Sale is intended to confer upon any Person other than the Buyer and the Seller any rights or remedies hereunder.

5. Successors and Assigns. This Bill of Sale may not be assigned by the Seller without the prior written consent of the Buyer. Subject to the foregoing, all of the terms and provisions of this Bill of Sale shall inure to the benefit of and be binding upon the parties hereto and their respective executors, heirs, personal representatives, successors and assigns.

6. Electronic Signatures. The parties agree that the delivery of this Bill of Sale may be effected by means of an exchange of electronic signatures.

IN WITNESS WHEREOF, the undersigned has caused this Bill of Sale to be duly executed by an authorized officer as of the Effective Date.

SELLER:

US Endodontics, LLC

By:   
\_\_\_\_\_

Title: Manager

Name: Charles J. Goodis

TRADEMARK ASSIGNMENT

WHEREAS, US Endodontics, LLC is a limited liability company organized under the laws of the state of New Mexico (the "Assignor"), located at 7520 Montgomery Blvd N.E. Suite E1, Albuquerque, New Mexico 87109, USA;

WHEREAS, HS TM, LLC, is a limited liability company organized under the laws of Delaware ("Assignee"), located at 220 Continental Drive, Suite 115, Newark, Delaware, 19713, USA; and

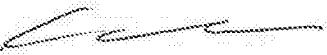
WHEREAS, Assignor, identified as U.S. Endodontics, LLC, is the owner of the trademark GUTTAFILL and all common law, ancillary rights, and goodwill associated therewith and the United States trademark registration listed below (collectively "the Trademark"):

U.S. Reg. No. 4502281, issued March 25, 2014, for the mark GUTTAFILL for goods identified as "dental compounds for endodontic procedures," in International Class 5 and "endodontic instruments for applying dental compounds," in International Class 10.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor does hereby assign and transfer to Assignee all right, title and interest in the Trademark, and the registration therefor, and the goodwill of the business symbolized by the Trademark in the United States, its Territories, and all other countries and territories in the world. This agreement is effective as of the latest date below.

In testimony whereof, said Assignor has caused its name to be signed by its duly authorized officer.

US Endodontics, LLC

By:   
\_\_\_\_\_

Title: Manager

Name: Charles J. Goodis

Date: April 19, 2017