

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM442292

SUBMISSION TYPE:	CORRECTIVE ASSIGNMENT		
NATURE OF CONVEYANCE:	Corrective Assignment to correct the Assignment Coversheet: Assignee is an LLC, not a corporation. previously recorded on Reel 006042 Frame 0195. Assignor(s) hereby confirms the assignment is between Down Girls Up, LLC and Starcycle Franchise, LLC an Oregon limited liability company..		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Down Girls Up, LLC		04/25/2017	Limited Liability Company: OREGON
RECEIVING PARTY DATA			
Name:	Starcycle Franchise, LLC		
Street Address:	459 Second Street		
City:	Lake Oswego		
State/Country:	OREGON		
Postal Code:	97034		
Entity Type:	Limited Liability Company: OREGON		
PROPERTY NUMBERS Total: 3			
Property Type	Number	Word Mark	
Serial Number:	87143646	ONE BEAT AT A TIME	
Registration Number:	4800798	TURN I WISH INTO I WILL	
Registration Number:	4472555	STARCYCLE	
CORRESPONDENCE DATA			
Fax Number:	4243020717		
<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:	4243020717		
Email:	uspto@keatsgatiens.com		
Correspondent Name:	Konrad Gatiens		
Address Line 1:	120 S. El Camino Dr., Suite 207		
Address Line 4:	Beverly Hills, CALIFORNIA 90212		
NAME OF SUBMITTER:	KONRAD GATIENS		
SIGNATURE:	/s/		
DATE SIGNED:	09/07/2017		
Total Attachments: 3			

OP \$90.00 87143646

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TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM424984

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNMENT OF THE ENTIRE INTEREST AND THE GOODWILL		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Down Girls Up, LLC		04/25/2017	Limited Liability Company: OREGON
RECEIVING PARTY DATA			
Name:	Starcycle Franchise, LLC		
Street Address:	459 SECOND STREET		
City:	LAKE OSWEGO		
State/Country:	OREGON		
Postal Code:	97034		
Entity Type:	Corporation: OREGON		
PROPERTY NUMBERS Total: 3			
Property Type	Number	Word Mark	
Serial Number:	87143646	ONE BEAT AT A TIME	
Registration Number:	4800798	TURN I WISH INTO I WILL	
Registration Number:	4472555	STARCYCLE	
CORRESPONDENCE DATA			
Fax Number:	4243020717		
<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:	4243020717		
Email:	kg@keatsgaten.com		
Correspondent Name:	Konrad Gatien		
Address Line 1:	120 S. El Camino Dr., Suite 207		
Address Line 4:	Beverly Hills, CALIFORNIA 90212		
NAME OF SUBMITTER:	Konrad Gatien		
SIGNATURE:	/s/		
DATE SIGNED:	04/25/2017		
Total Attachments: 1			
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OP \$90.00 87143646

AGREEMENT

This assignment agreement (“Agreement”) effective as of April 25, 2017 (the “Effective Date”), is entered into by and between, on the one hand, Down Girls Up, LLC (“Assignor”), an Oregon limited liability company, and, on the other hand, Starcycle Franchise, LLC (“Assignee”), an Oregon limited liability company.

RECITALS

WHEREAS, Assignor represents and warrants that Assignor is the owner of those certain trademark applications and registrations before the United States Patent and Trademark Office (“USPTO”) for the trademarks listed below (hereinafter, the “Marks”) and all trademarks, service marks, marks of origin, insignia, slogans, emblems, symbols and other identifying characteristics, whether or not registered in any jurisdiction, if any, bearing the Marks, which are owned or claimed to be owned by Assignor worldwide:

Serial Number	Reg. Number	Word Mark
87143646		ONE BEAT AT A TIME
86305281	4800798	TURN I WISH INTO I WILL
85888228	4472555	STARCYLE

WHEREAS, Assignor represents and warrants to Assignee that with respect to the pending trademark application for ONE BEAT AT A TIME, that Assignor has a *bona fide* intent to use the Mark in commerce in connection with all services recited in the application for said mark, and did so at the time Assignor filed the trademark application for said mark with the USPTO, and that Assignor’s rights in and to the Marks and all intellectual property associated therewith, have never been abandoned; and

WHEREAS, Assignee is desirous of acquiring the Marks and accompanying goodwill.

AGREEMENT

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor hereby irrevocably assigns to Assignee as the successor to the business of Assignor, or portion thereof, to which the Marks pertain, as required by Section 10 of the Trademark Act, 15 U.S.C. § 1060, all of Assignor’s rights, title and interest including without limitation all intellectual property rights and moral rights in and to the Marks and the goodwill therein and thereto. The foregoing assignment of rights shall include, specifically, the right to bring, make, oppose, defend, and appeal proceedings, claims or actions and to obtain legal or equitable relief for any cause of action arising from ownership of the Marks whether occurring before, on, or after the Effective Date of this Agreement.

DOWN GIRLS UP, LLC

STARCYLE FRANCHISE, LLC

By: Erin Moone

By: Erin Moone

Erin Moone

Erin Moone

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DOWN GIRLS UP, LLC

STARCYLE FRANCHISE, LLC

By: Erin Moone

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