

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM448591

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	NUNC PRO TUNC ASSIGNMENT
EFFECTIVE DATE:	06/30/2017

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
JUUL Labs, Inc.		10/24/2017	Corporation: DELAWARE

RECEIVING PARTY DATA

Name:	PAX Labs, Inc.
Street Address:	660 Alabama Street, 2nd Floor
City:	San Francisco
State/Country:	CALIFORNIA
Postal Code:	94110
Entity Type:	Corporation: DELAWARE

PROPERTY NUMBERS Total: 15

Property Type	Number	Word Mark
Serial Number:	85615996	PAX
Serial Number:	85616035	PAX
Serial Number:	86049092	X
Serial Number:	86377625	PAX2
Serial Number:	86377639	PAX2
Serial Number:	86542944	PAX LABS
Serial Number:	86966302	ERA
Serial Number:	87119522	PAX 3
Serial Number:	87119540	PAX3
Serial Number:	87134043	ERA
Serial Number:	87178892	SIMPLECLICK
Serial Number:	87179108	SIMPLECLICK PODS
Serial Number:	87195584	PAX
Serial Number:	87195621	
Serial Number:	87284439	DYNAMIC MODES

CORRESPONDENCE DATA

Fax Number: 6504936811

*Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent***TRADEMARK**

using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.

Phone: 650-493-9300
Email: trademarks@wsgr.com, ckahn@wsgr.com
Correspondent Name: WILSON SONSINI GOODRICH & ROSATI
Address Line 1: 650 Page Mill Road
Address Line 4: Palo Alto, CALIFORNIA 94304

ATTORNEY DOCKET NUMBER:	52860-900/ck9
NAME OF SUBMITTER:	Alyssa M. Worsham
SIGNATURE:	/Alyssa M. Worsham/
DATE SIGNED:	10/25/2017

Total Attachments: 8

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TRADEMARK ASSIGNMENT AGREEMENT

THIS TRADEMARK ASSIGNMENT AGREEMENT (this “Assignment”) is made and entered into as of June 30, 2017 (“Effective Date”) by and between **Juul Labs, Inc.**, a Delaware corporation (“Assignor”), and **Pax Labs, Inc.**, a Delaware corporation (“Assignee”, each of Assignor and Assignee a “Party”, and collectively, the “Parties”).

WHEREAS, Assignor wishes to hereby assign to Assignee, and Assignee wishes to acquire from Assignor, any and all right, title and interest that Assignor owns in the trademarks and applications to register trademarks listed on **Schedule A** attached hereto (trademarks collectively the “**Marks**” and applications collectively the “**Applications**”), and all common-law rights associated therewith and all goodwill of the business associated therewith and symbolized thereby;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Parties agree as follows:

1. Assignor hereby irrevocably and unconditionally assigns to Assignee, all of Assignor’s worldwide right, title, and interest in and to the Marks and Applications, together with the goodwill of the business symbolized by the Marks and Applications, as successor of the business to which the Marks and Applications relate. Assignor further irrevocably and unconditionally assigns to Assignee the right to bring all claims in Assignee’s own name for past, present, and future infringement, misappropriation, or other violation of the Marks and marks issuing from the Applications, on a world-wide basis, including all rights to sue for and to receive and recover all profits and damages accruing from an infringement, misappropriation, dilution, or other injury or violation as well as the right to grant releases for past, present and future infringements, dilution, or other injury to the goodwill thereof. The Applications are being assigned as part of the entire business or portion thereof to which the trademarks and service marks pertain, as required by Section 10 of the Trademark Act, 15 U.S.C. § 1060.

2. Assignor hereby requests the United States Patent and Trademark Office, and any corresponding entities or agencies in any applicable foreign jurisdictions, to record Assignee as the assignee and owner of the Marks and Applications.

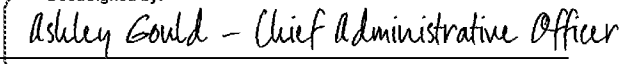
3. Assignor hereby agrees to execute all such documents as may be required to transfer and, when applicable, to record the transfer of the Marks and Applications, any registrations for the Marks, and any trademarks issuing from Applications.

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IN WITNESS WHEREOF, Assignor and Assignee have caused this Assignment Agreement to be executed by their duly authorized representatives as of the Effective Date.

ASSIGNOR:

JUUL LABS, INC.,
a Delaware corporation

By:  DocuSigned by:
Name: 7G5BD0A1BE88468 Ashley Gould - Chief Administrative Officer
Title:

10/24/2017

[SIGNATURE PAGES CONTINUE ON FOLLOWING PAGE]

ASSIGNEE:

PAX LABS, INC.
a Delaware corporation

By: _____
Name: Sally Brammell
Title: secretary and sr. corporate counsel

DocuSigned by:
7806BA66F1994E3...

Schedule A

TRADEMARK	JURISDICTION	STATUS	CLASSES	APPLIC. NO.	APPLIC. DATE	REG. NO.	REG. DATE
DYNAMIC MODES	United States of America	Pending	9, 34	87284439	29-Dec-16		
ERA	Australia	Pending	34	1814386	30-Sep-16		
ERA	Canada	Pending	34	1803092	3-Oct-16		
ERA	China	Pending	34	21484304	8-Oct-16		
ERA	Colombia	Pending	34	1322733	30-Sep-16		
ERA	European Union	Registered	34	15894041	5-Oct-16		20-Jan-17
ERA	Israel	Pending	34	1322733	30-Sep-16		
ERA	Mexico	Pending	34	1322733	30-Sep-16		
ERA	Russian Federation	Pending	34	1322733	30-Sep-16		
ERA	United States of America	Pending	34	86966302	6-Apr-16		
ERA	WIPO	Registered	34	1322733	30-Sep-16	1322733	30-Sep-16
ERA (Stylized)	United States of America	Pending	34	87134043	10-Aug-16		
PAX	Argentina	Registered	11	3203939	2-Nov-12	2625474	27-Jan-14
PAX	Argentina	Registered	34	3203940	2-Nov-12	2625475	27-Jan-14
PAX	Australia	Registered	11	1532400	2-Nov-12	1139728	2-May-13
PAX	Australia	Registered	34	1532425	2-Nov-12	1139859	2-May-13
PAX	Brazil	Registered	34	840321708	5-Nov-12	840321708	2-Feb-16
PAX	Canada	Registered		1600899	2-Nov-12	TMA918633	28-Oct-15
PAX	Chile	Pending	11, 34	1217738	18-Aug-16		
PAX	China	Registered	11	12348767	29-Mar-13	12348767	21-Feb-15
PAX	China	Registered	34	12348712	29-Mar-13	12348712	7-Sep-14
PAX	China	Registered	1	13609060	26-Nov-13	13609060	28-Nov-16
PAX	China	Registered	34	13609059	26-Nov-13	13609059	21-Feb-15
PAX	China	Pending	11	1139728	2-Nov-12		
PAX	China	Registered	34	1139859	2-Nov-12	1139859	2-Dec-13
PAX	Colombia	Pending	34	1139859	30-Sep-16		
PAX	Croatia	Registered	11	1139728	2-Nov-12	1139728	18-Dec-13
PAX	Croatia	Registered	34	1139859	2-Nov-12	1139859	18-Dec-13
PAX	Egypt	Registered	11	1139728	2-Nov-12	1139728	2-Nov-12
PAX	Egypt	Registered	34	1139859	2-Nov-12	1139859	2-Nov-12
PAX	European Union	Registered	9, 11, 34,	11317261	3-Nov-12	11317261	1-Apr-13
PAX	Hong Kong	Registered	11, 34	302424203	2-Nov-12	302424203	8-May-13
PAX	Iceland	Registered	11	1139728	2-Nov-12	1139728	14-Jun-13
PAX	Iceland	Registered	34	1139859	2-Nov-12	1139859	14-Jun-13
PAX	Indonesia	Registered	11, 34	D002012052875	2-Nov-12	IDM000468974	2-Nov-12
PAX	Iran	Registered	11	1139728	2-Nov-12	1139728	2-Nov-12
PAX	Iran	Registered	34	1139859	2-Nov-12	1139859	2-Nov-12
PAX	Israel	Registered	11	1139728	2-Nov-12	1139728	7-May-14
PAX	Israel	Registered	34	1139859	2-Nov-12	1139859	7-May-14
PAX	Japan	Registered	11	1139728	2-Nov-12	1139728	31-Oct-13

TRADEMARK	JURISDICTION	STATUS	CLASSES	APPLIC. NO.	APPLIC. DATE	REG. NO.	REG. DATE
PAX	Japan	Registered	34	1139859	2-Nov-12	1139859	10-Jan-14
PAX	Kazakhstan	Registered	11	1139728	2-Nov-12	1139728	12-Dec-13
PAX	Kazakhstan	Registered	34	1139859	2-Nov-12	1139859	12-Dec-13
PAX	Lebanon	Registered	11, 34	146240	3-Nov-12	146240	3-Nov-12
PAX	Malaysia	Registered	11	2012018557	2-Nov-12	2012018557	3-May-12
PAX	Malaysia	Registered	34	2012018556	2-Nov-12	2012018556	3-May-12
PAX	Mexico	Registered	11	1323359	5-Nov-12	1432947	11-Feb-14
PAX	Mexico	Registered	34	1323360	5-Nov-12	1413338	26-Nov-13
PAX	Morocco	Registered	11	1139728	2-Nov-12	1139728	17-Jun-14
PAX	Morocco	Registered	34	1139859	2-Nov-12	1139859	17-Jun-14
PAX	New Zealand	Registered	11, 34	968237	2-Nov-12	968237	1-Oct-13
PAX	Norway	Registered	11	1139728	2-Nov-12	1139728	26-Jul-13
PAX	Norway	Registered	34	1139859	2-Nov-12	1139859	19-Jul-13
PAX	Paraguay	Pending					
PAX	Republic of Korea (South)	Registered	11	1139728	2-Nov-12	1139728	26-Nov-13
PAX	Republic of Korea (South)	Registered	34	1139859	2-Nov-12	1139859	26-Nov-13
PAX	Russian Federation	Registered	34	1139859	2-Nov-12	1139859	14-Oct-13
PAX	Saudi Arabia	Registered	11	187568	3-Nov-12	153945	26-Nov-13
PAX	Saudi Arabia	Registered	34	187569	3-Nov-12	143313343	11-Sep-14
PAX	Serbia	Registered	11	1139728	2-Nov-12	1139728	5-Feb-14
PAX	Serbia	Registered	34	1139859	2-Nov-12	1139859	5-Feb-14
PAX	Singapore	Registered	11	T1219522A	2-Nov-12	1139728	11-Jul-14
PAX	Singapore	Registered	34	T1219535C	2-Nov-12	1139859	17-Jun-14
PAX	South Africa	Registered	11	201229702	2-Nov-12	201229702	29-Aug-14
PAX	South Africa	Registered	34	201229703	2-Nov-12	201229703	29-Aug-14
PAX	Switzerland	Registered	11, 34	630432012	2-Nov-12	643397	14-May-13
PAX	Taiwan	Registered	11, 34	101062762	5-Nov-12	1590193	16-Jul-13
PAX	Tunisia	Registered	11, 34	TNE201201930	2-Nov-12	TNE201201930	1-Oct-13
PAX	Turkey	Registered	34	1139859	2-Nov-12	1139859	10-Mar-14
PAX	Ukraine	Registered	34	1139859	2-Nov-12	1139859	24-Dec-13
PAX	United Arab Emirates	Registered	11	181426	4-Nov-12	181426	30-Jun-15
PAX	United Arab Emirates	Registered	34	181427	4-Nov-12	181427	30-Jun-15
PAX	United States of America	Registered	34	85616035	3-May-12	4437218	19-Nov-13
PAX	United States of America	Registered	11	85615996	3-May-12	4437217	19-Nov-13
PAX	United States of America	Pending	9	87195584	6-Oct-16		
PAX	Uruguay	Pending	11, 34	477990	7-Oct-16		
PAX	WIPO	Registered	11	1139728	2-Nov-12	1139728	2-Nov-12
PAX	WIPO	Registered	34	1139859	2-Nov-12	1139859	2-Nov-12
PAX (STYLIZED)	China	Registered	11	12348480	29-Mar-13	12348480	7-Sep-14
PAX (STYLIZED)	China	Registered	34	12348688	29-Mar-13	12348688	7-Sep-14
PAX 3	Australia	Pending	11, 34	A0064393	20-Jan-17		
PAX 3	Canada	Pending		1819665	25-Jan-17		

TRADEMARK	JURISDICTION	STATUS	CLASSES	APPLIC. NO.	APPLIC. DATE	REG. NO.	REG. DATE
PAX 3	China	Pending	11	22763505	7-Feb-17		
PAX 3	China	Pending	34	22763506	7-Feb-17		
PAX 3	European Union	Pending	11, 34	16270399	22-Jan-17	16270399	16-May-17
PAX 3	United States of America	Pending	11, 34	87119522	28-Jul-16		
PAX 3	WIPO	Pending	11, 34	A0064393	20-Jan-17		
PAX ERA	China	Pending	34		8-Oct-16		
PAX LABS	Canada	Pending		1740644	6-Aug-15		
PAX LABS	China	Pending	11	17668575	14-Aug-15		
PAX LABS	China	Pending	34	17668574	14-Aug-15		
PAX LABS	European Union	Registered	11, 34, 35	14401558	22-Jul-15	14401558	24-Nov-15
PAX LABS	United States of America	Pending	11, 34	86542944	23-Feb-15		
PAX2	Australia	Registered	11, 34	1675418	18-Feb-15	1675418	18-Feb-15
PAX2	Canada	Pending		1715577	17-Feb-15		
PAX2	China	Registered	11	15358974	17-Sep-14	15358974	7-Jan-16
PAX2	China	Registered	34	15358973	17-Sep-14	15358973	28-Oct-15
PAX2	European Union	Registered	11, 34, 35	13243969	10-Sep-14	13243969	2-Feb-15
PAX2	New Zealand	Registered	11, 34,	1031925	18-Nov-15	1031925	19-May-16
PAX2	Norway	Registered	34	201514411	18-Nov-15	287411	9-Jun-16
PAX2	Switzerland	Registered	11, 34	644202015	17-Nov-15	683372	28-Jan-16
PAX2	United States of America	Registered	11, 34	86377625	26-Aug-14	4819499	22-Sep-15
PAX2 (Stylized)	Australia	Registered	11, 34	1675423	18-Feb-15	1675423	18-Feb-15
PAX2 (Stylized)	Canada	Pending		1715578	17-Feb-15		
PAX2 (Stylized)	China	Registered	11	15358976	17-Sep-14	15358976	7-Jan-16
PAX2 (Stylized)	China	Registered	34	15358975	17-Sep-14	15358975	28-Oct-15
PAX2 (Stylized)	European Union	Registered	11, 34, 35	13243928	10-Sep-14	13243928	2-Feb-15
PAX2 (Stylized)	United States of America	Registered	11, 34	86377639	26-Aug-14	4819500	22-Sep-15
PAX3 (Stylized)	Australia	Pending	11, 34	A0064392	20-Jan-17		
PAX3 (Stylized)	Canada	Pending		1819666	25-Jan-17		
PAX3 (Stylized)	China	Pending	11	22763507	7-Feb-17		
PAX3 (Stylized)	China	Pending	34	22763508	7-Feb-17		
PAX3 (Stylized)	European Union	Registered	11, 34	16270407	22-Jan-17	16270407	16-May-17
PAX3 (Stylized)	United States of America	Pending	11, 34	87119540	28-Jul-16		
PAX3 (Stylized)	WIPO	Pending	11, 34	A0064392	20-Jan-17		
SESSION REHASH	United States of America	Abandoned	34				
SIMPLECLICK	United States of America	Pending	34	87178892	21-Sep-16		
SIMPLECLICK PODS	United States of America	Pending	34	87179108	21-Sep-16		
X (Stylized & Design)	Argentina	Registered	34	3311654	27-Feb-14	2727892	26-May-15
X (Stylized & Design)	Australia	Registered	34	1642357	26-Feb-14	1213498	20-Nov-14
X (Stylized & Design)	Canada	Registered		1665389	26-Feb-14	TMA964003	24-Feb-17

TRADEMARK	JURISDICTION	STATUS	CLASSES	APPLIC. NO.	APPLIC. DATE	REG. NO.	REG. DATE
X (Stylized & Design)	China	Registered	11	13547070	15-Nov-13	13547070	7-May-15
X (Stylized & Design)	China	Registered	34	13547069	15-Nov-13	13547069	21-Apr-15
X (Stylized & Design)	China	Pending	34	1213498	26-Feb-14	1213498	26-Feb-14
X (Stylized & Design)	Egypt	Pending	34	1213498	26-Feb-14	1213498	26-Feb-14
X (Stylized & Design)	European Union	Registered	34	1213498	26-Feb-14	1213498	26-Feb-14
X (Stylized & Design)	Hong Kong	Registered	34	302907360	26-Feb-14	302907360	26-Feb-14
X (Stylized & Design)	Iceland	Registered	34	1213498	26-Feb-14	1213498	17-Feb-15
X (Stylized & Design)	Indonesia	Pending	34	D002014008445	27-Feb-14		
X (Stylized & Design)	Iran	Pending	34	1213498	26-Feb-14	1213498	26-Feb-14
X (Stylized & Design)	Israel	Pending	34	1213498	26-Feb-14	1213498	26-Feb-14
X (Stylized & Design)	Japan	Registered	34	1213498	26-Feb-14	1213498	22-Jan-15
X (Stylized & Design)	Kazakhstan	Registered	34	1213498	26-Feb-14	1213498	26-Feb-14
X (Stylized & Design)	Malaysia	Registered	34	2014052783	27-Aug-13	2014052783	26-Feb-14
X (Stylized & Design)	Mexico	Registered	34	1213498	26-Feb-14	1213498	26-Feb-14
X (Stylized & Design)	Morocco	Registered	34	1213498	26-Feb-14	1213498	26-Feb-14
X (Stylized & Design)	New Zealand	Registered	34	1003765	26-Feb-14	1213498	27-Aug-13
X (Stylized & Design)	Norway	Registered	34	1213498	26-Feb-14	1213498	6-Mar-15
X (Stylized & Design)	Republic of Korea (South)	Registered	34	1213498	26-Feb-14	1213498	26-Feb-14
X (Stylized & Design)	Russian Federation	Registered	34	1213498	26-Feb-14	1213498	26-Feb-14
X (Stylized & Design)	Saudi Arabia	Registered	34	1435010146	27-Mar-14	1435010146	24-Oct-14
X (Stylized & Design)	Serbia	Registered	34	1213498	26-Feb-14	1213498	26-Feb-14
X (Stylized & Design)	Singapore	Registered	34	T1413490D	26-Feb-14	1213498	16-Feb-15
X (Stylized & Design)	South Africa	Registered	34	201405044	26-Feb-14	201405044	28-Sep-15
X (Stylized & Design)	Switzerland	Registered	11, 34	644212015	17-Nov-15	683337	28-Jan-16
X (Stylized & Design)	Taiwan	Registered	34	103010300	26-Feb-14	1663529	1-Sep-14
X (Stylized & Design)	Tunisia	Pending	34	1213498	26-Feb-14	1213498	26-Feb-14

TRADEMARK	JURISDICTION	STATUS	CLASSES	APPLIC. NO.	APPLIC. DATE	REG. NO.	REG. DATE
Design)							
X (Stylized & Design)	Turkey	Registered	34	1213498	26-Feb-14	1213498	26-Feb-14
X (Stylized & Design)	Ukraine	Registered	34	1213498	26-Feb-14	1213498	26-Feb-14
X (Stylized & Design)	United Arab Emirates	Registered	34	206860	26-Feb-14	206860	3-Jul-14
X (Stylized & Design)	United States of America	Registered	11, 34	86049092	27-Aug-13	4510446	8-Apr-14
X (Stylized & Design)	United States of America	Registered	9	87195621	6-Oct-16	5208646	23-May-17
X (Stylized & Design)	WIPO	Registered	34	1213498	26-Feb-14	1213498	26-Feb-14

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