

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM465696

| | | | |
|---|--|--|--|
| SUBMISSION TYPE: | NEW ASSIGNMENT | | |
| NATURE OF CONVEYANCE: | ASSIGNMENT OF THE ENTIRE INTEREST AND THE GOODWILL | | |
| CONVEYING PARTY DATA | | | |
| Name | Formerly | Execution Date | Entity Type |
| R&D ACQUISITION | | 12/07/2017 | Limited Liability Company: DELAWARE |
| RECEIVING PARTY DATA | | | |
| Name: | QUALITY ARCHITECTURAL ELEMENTS, INC. | | |
| Street Address: | 5673 MEADOWS | | |
| City: | DEL MAR | | |
| State/Country: | CALIFORNIA | | |
| Postal Code: | 92130 | | |
| Entity Type: | Corporation: CALIFORNIA | | |
| PROPERTY NUMBERS Total: 4 | | | |
| Property Type | Number | Word Mark | |
| Registration Number: | 4314512 | PROJECT PIE | |
| Registration Number: | 4551254 | DESIGN BUILD EAT | |
| Registration Number: | 4559508 | EVERYDAY ARTISAN PIZZA CUSTOM BUILT BY Y | |
| Registration Number: | 4559509 | PIZZA IN PROGRESS PROGRESS IN PIZZA | |
| CORRESPONDENCE DATA | | | |
| Fax Number: | 8585877658 | | |
| <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: | 858-587-7659 | | |
| Email: | lmaxham@maxhamfirm.com | | |
| Correspondent Name: | THE MAXHAM FIRM | | |
| Address Line 1: | 11682 EL CAMINO REAL, SUITE 100 | | |
| Address Line 4: | SAN DIEGO, CALIFORNIA 92130 | | |
| NAME OF SUBMITTER: | Lawrence a. maxham | | |
| SIGNATURE: | /Lawrence A. Maxham/ | | |
| DATE SIGNED: | 03/14/2018 | | |
| Total Attachments: 3 | | | |
| source=Assignment3#page1.tif | | | |
| source=Assignment3#page2.tif | | | |

OP \$115.00 4314512

TRADEMARK ASSIGNMENT

This TRADEMARK ASSIGNMENT (this "Assignment") is made and entered into as of December 7, 2017, (the "Effective Date") by and between R & D Acquisition, a Delaware limited liability company, ("R&D") and Quality Architectural Elements, Inc., a California corporation ("QAE"), with regard to the following:

Whereas, R&D wishes to assign to QAE, and QAE wishes to acquire from R&D, the trademarks set forth on Exhibit A, attached hereto (the "Assigned Trademarks").

Now, therefore, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, R&D hereby sells, assigns, transfers, and sets over to QAE its entire right, title, and interest in and to the Assigned Trademarks, together with the goodwill of the business symbolized in the Assigned Trademarks, and all other corresponding rights that are or may be secured under the laws of the United States and any foreign country, now or hereafter in effect, for QAE's own use and enjoyment, and for the use and enjoyment of its successors, assigns, or other legal representatives, as fully and entirely as the same would have been held and enjoyed by R&D if this Assignment had not been made, together with all income, royalties, damages, or payments due or payable as of the Effective Date or thereafter, including, without limitation, all claims for damages by reason of past, present, or future infringement or other unauthorized use of the Assigned Trademarks, with the right to sue for and collect the same for its own use and enjoyment, and for the use and enjoyment of its successors, assigns, or other legal representatives. This Assignment of the Assigned Trademarks is on an "as-is where-is" basis with no representations or warranties, either express or implied, of any type or kind whatsoever.

R&D hereby authorizes and requests the Commissioner for Trademarks, and the corresponding entities or agencies in any applicable foreign countries, to record QAE as the assignee and owner of the Assigned Trademarks.

(SIGNATURES ON FOLLOWING PAGE)

ASSIGNOR: R&D

R & D Acquisition

By: 

Name: Carl Chang

Title: Executive Officer

ASSIGNEE: QAE

Quality Architectural Elements, Inc.

By: 

Name: Tim Paradise

Title: Chief Executive Officer

12/7/2017

Exhibit "A"

PROJECT PIE, LLC
Trademark Status Chart

Procopio Cory Hargreaves & Savitch
 12203-00001

SEQUENCE: U.S., WIPO, AMERICAS, EUROPE, MID-EAST, ASIA

| 1. Country | 2. Mark | 3. App. No. / Filing Date | 4. Reg. No. / Reg. Date | 5. Next Renewal Deadline | 6. Class/ Goods |
|-----------------------|--|------------------------------|----------------------------|-----------------------------|---|
| U.S. 122203-01US01 | PROJECT PIE | 85563369 3/7/2012 | 4314512 4/2/2013 | 4/2/2023 | 43 -- Restaurant and catering services |
| U.S. 122203-02US01 | DESIGN BUILD EAT | 86104939 10/29/2013 | 4551254 6/17/2014 | 6/17/2024 | 43 -- Restaurant and catering services |
| U.S. 122203-03US01 | EVERY DAY ARTISAN PIZZA CUSTOM BUILT BY YOU | 86104945 10/29/2013 | 4559508 7/1/2014 | 7/1/2024 | 43 -- Restaurant and catering services |
| U.S. 122203-04US01 | PIZZA IN PROGRESS PROGRESS IN PIZZA | 86104951 10/29/2013 | 4559509 7/1/2014 | 7/1/2024 | 43 -- Restaurant and catering services |