

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM478540

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	ASSIGNMENT OF THE ENTIRE INTEREST AND THE GOODWILL
SEQUENCE:	2

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Colony HoldCo, Inc.		05/31/2018	Corporation: DELAWARE

RECEIVING PARTY DATA

Name:	SMS OpCo, LLC
Street Address:	6270 Morning Star Drive, Suite 120
City:	The Colony
State/Country:	TEXAS
Postal Code:	75056
Entity Type:	Limited Liability Company: DELAWARE

PROPERTY NUMBERS Total: 9

Property Type	Number	Word Mark
Registration Number:	3670066	SIX MONTH SMILES
Registration Number:	4112697	
Registration Number:	4161856	LUCID LOK
Registration Number:	4194173	FREQUENT SMILER PROGRAM
Registration Number:	4194172	ORTHOFLOW
Registration Number:	4194170	ORTHOMAX
Registration Number:	4581431	FREQUENT SMILER REWARDS PROGRAM
Registration Number:	5224714	CONFIDEX PREDICTABLE DIGITAL TREATMENT P
Registration Number:	5224713	CONFIDEX

CORRESPONDENCE DATA

Fax Number:

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.

Phone: 734-418-4288

Email: jreitz@honigman.com

Correspondent Name: Julie E. Reitz

Address Line 1: Honigman Miller Schwartz and Cohn LLP

Address Line 2: 39400 Woodward Ave, Suite 101

Address Line 4: Bloomfield Hills, MICHIGAN 48304

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NAME OF SUBMITTER:	Julie E. Reitz
SIGNATURE:	/Julie E. Reitz/
DATE SIGNED:	06/19/2018
Total Attachments: 5 source=6MS - Trademark Assignment (Colony HoldCo to SMS OpCo)#page1.tif source=6MS - Trademark Assignment (Colony HoldCo to SMS OpCo)#page2.tif source=6MS - Trademark Assignment (Colony HoldCo to SMS OpCo)#page3.tif source=6MS - Trademark Assignment (Colony HoldCo to SMS OpCo)#page4.tif source=6MS - Trademark Assignment (Colony HoldCo to SMS OpCo)#page5.tif	

TRADEMARK ASSIGNMENT

This TRADEMARK ASSIGNMENT ("**Assignment**"), is effective as of May 31, 2018, between Colony HoldCo, Inc., a Delaware corporation ("**Assignor**"), and SMS OpCo, LLC, a Delaware limited liability company ("**Assignee**"). Assignor and Assignee are referred to herein individually as a "**Party**" and collectively, as the "**Parties**".

RECITALS:

WHEREAS, Assignor is the owner of the trademarks and service marks set forth in the attached Schedule A ("**Trademarks**").

WHEREAS, in connection with that certain Asset Transfer and Contribution Agreement, dated as of May 31, 2018, by and between the Parties, Assignor desires to convey, transfer, assign and deliver to Assignee, and Assignee desires to accept from Assignor, the Trademarks of Assignor as set forth below.

NOW, THEREFORE, for valuable consideration the receipt of which is hereby acknowledged, Assignor and Assignee hereby agree as follows:

1. **Trademarks.** Assignor hereby irrevocably assigns, conveys, grants and transfers to Assignee all of Assignor's right, title and interest to the Trademarks, the goodwill associated with and symbolized by the Trademarks, and the portion of Assignor's business associated with the Trademarks, including any applications or registrations of the marks and any other rights at common law or otherwise.

2. **Rights.** The foregoing assignment includes rights to collect royalties or proceeds in connection with any of the foregoing and all rights to sue for and otherwise object to past, present or future infringement, misappropriation or other violation of the foregoing, and all rights to recover damages or lost profits in connection therewith.

3. **Further Assurances.** Assignor will promptly take such actions, including, without limitation, the prompt execution and delivery of documents in recordable form, as may be reasonably requested by Assignee to vest, secure, and perfect, the rights and interests of Assignee in and to the Trademarks assigned herein.

4. **Binding Effect.** This Assignment inures to the benefit of and is binding upon Assignor and Assignee and their respective heirs, successors and permitted assigns.

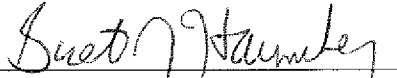
5. **Governing Law.** This Assignment shall be governed by and construed in accordance with the laws of the State of New York (regardless of the laws that might otherwise govern under applicable principles of conflicts of laws thereof).

6. **Amendment.** This Assignment may not be amended, modified, waived, or terminated except in a writing signed by Assignor, on the one hand, and Assignee, on the other hand.

IN WITNESS WHEREOF, each of the Parties has caused this Trademark Assignment to be duly executed and delivered by its duly authorized representative as of the date first written above.

ASSIGNOR:
COLONY HOLDCO, INC.

ASSIGNEE:
SMS OPCO, LLC

By: 
Name: Scott Haugcher
Title: President

By: _____
Name: Perry Lowe
Title: Chief Executive Officer

IN WITNESS WHEREOF, each of the Parties has caused this Trademark Assignment to be duly executed and delivered by its duly authorized representative as of the date first written above.

ASSIGNOR:
COLONY HOLDCO, INC.

ASSIGNEE:
SMS OPCO, LLC

By: _____
Name: Scott Hauncher
Title: President

By: PERRY S LOWE
Name: Perry Lowe
Title: Chief Executive Officer

EXHIBIT A

Trademarks

Mark	Jurisdiction	Status	Registration Number	Registration Date
SIX MONTH SMILES	European Community	Registered	7514789	July 29, 2009
SIX MONTH SMILES	USA	Registered	3670066	August 18, 2009
SIX MONTH SMILES	Australia	Registered	1280570	August 31, 2009
6 & DESIGN	European Community	Registered	8376841	January 12, 2010
6 & DESIGN	Australia	Registered	1305162	February 1, 2010
6 & DESIGN	Canada	Published	TMA784114	June 12, 2010
Miscellaneous Design Logo (3 Overlapping Smiles)	European Community	Registered	9950882	October 13, 2011
Miscellaneous Design Logo (3 Overlapping Smiles)	Australia	Registered	1424004	October 24, 2011
SIX MONTH SMILES	Canada	Registered	TMA816725	February 1, 2012
Miscellaneous Design Logo (3 Overlapping Smiles)	USA	Registered	4112697	March 13, 2012
LUCID LOK	USA	Registered	4161856	June 19, 2012
FREQUENT SMILER PROGRAM	USA	Registered	4194173	August 21, 2012
ORTHOFLOW	USA	Registered	4194172	August 21, 2012
ORTHOMAX	USA	Registered	4194170	August 21, 2012
FREQUENT SMILE REWARDS PROGRAM	USA	Registered	4581431	August 5, 2014
CONFIDEX PREDICTABLE DIGITAL	USA	Registered	5224714	June 13, 2017

TREATMENT PLANNING				
CONFIDEX (stylized)	USA	Registered	5224713	June 13, 2017