

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM480905

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNMENT OF THE ENTIRE INTEREST AND THE GOODWILL		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Merz Pharma GmbH & Co. KGaA		06/30/2018	limited partnership with a limited company by shares: GERMANY
RECEIVING PARTY DATA			
Name:	Ulthera, Inc.		
Street Address:	1840 South Stapley Drive, Suite 200		
City:	Mesa		
State/Country:	ARIZONA		
Postal Code:	85204		
Entity Type:	Corporation: DELAWARE		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Serial Number:	87784843	OCTAVE	
CORRESPONDENCE DATA			
Fax Number:	9497609502		
<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:	949-760-0404		
Email:	efiling@knobbe.com		
Correspondent Name:	Jeffrey L. Van Hoosear		
Address Line 1:	2040 Main Street, 14th Floor		
Address Line 4:	Irvine, CALIFORNIA 92614		
ATTORNEY DOCKET NUMBER:	MRZ.024TFC		
NAME OF SUBMITTER:	Jeffrey L. Van Hoosear		
SIGNATURE:	/Jeffrey L. Van Hoosear/		
DATE SIGNED:	07/06/2018		
Total Attachments: 3			
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U.S. TRADEMARK ASSIGNMENT

This assignment of the identified U.S. trademarks and related intellectual property rights (hereinafter referred to as "Assignment") is effective as of the 30th day of June 2018, by and between Merz Pharma GmbH & Co. KGaA, a German limited partnership with a limited company by shares, having a place of business at Eckenheimer Landstr. 100, 60318 Frankfurt amMain Germany (hereinafter referred to as "ASSIGNOR"), and Ulthera, Inc., a Delaware corporation having a place of business at 1840 South Stapley Drive, Suite 200, Mesa, Arizona 85204 (hereinafter referred to as "ASSIGNEE").

WHEREAS, ASSIGNOR and ASSIGNEE have an existing and ongoing business relationship since at least as early as 2014 and are affiliated entities;

WHEREAS, ASSIGNOR has adopted, used, is using, and is, to the best of its knowledge and belief, the owner in the U.S. of the trademarks as listed in Schedule A, attached hereto and incorporated herein by this reference, and all other related intellectual property rights thereto, including, but not limited to, all common law trademark rights, all associated trade name rights, all causes of action for trademark infringement, and the right to recover for past trademark infringement (hereinafter collectively referred to as "Trademarks") in the U.S.;

WHEREAS, ASSIGNOR has acquired goodwill associated with and symbolized by said Trademarks in the U.S. and has not abandoned the same;

WHEREAS, ASSIGNOR has acquired goodwill in the U.S. in that portion of the business that is associated with and symbolized by said Trademarks and has not abandoned the same;

WHEREAS, ASSIGNOR is the owner of a U.S. trademark registration and a U.S. application relating to the Trademarks as listed in Schedule B, attached hereto and incorporated herein by reference (hereinafter respectively referred to as "Registration" and "Application");

WHEREAS, ASSIGNEE is desirous of acquiring all rights, title, and interest in and to the Trademarks, the Registration and the Application in the U.S. as a successor to the portion of business to which the Trademarks pertain; and

WHEREAS, ASSIGNEE is in the business of providing goods and services the same as, or similar to, those goods and services recited in the Registration and the Application; and

WHEREAS, ASSIGNOR is willing to assign to ASSIGNEE all rights, title, and interest as ASSIGNOR may possess in and to the Trademarks, the Registration and the Application in the U.S. along with that portion of the business in the U.S. which pertains to the Trademarks.

NOW, THEREFORE, for good and adequate consideration, the receipt and sufficiency of which is hereby acknowledged, ASSIGNOR hereby assigns to ASSIGNEE all rights, title, and interest as ASSIGNOR may possess in and to the following:

- (1) the Trademarks as set forth in Schedule A; and
- (2) the Registration and the Application as set forth in Schedule B;

together with the goodwill symbolized by said Trademarks, the Registration and the Application, and that portion of the business in the U.S. that is associated with the Trademarks, the Registration and the Application concurrent with the transfer of any tangible assets as indicia of said goodwill of the business that ASSIGNOR possess.

Merz Pharma GmbH & Co. KGaA

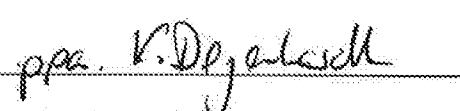
Ulthera, Inc.

By: 
Name: Dr. Anke Frankenberger

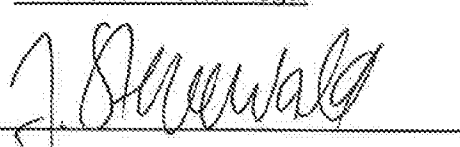
Title: Chief Legal Officer

By: 
Name: Matthias Eitelmann

Title: Director Legal

By: 
Name: Dr. Kerstin Degenhardt

Title: Executive Director Legal

By: 
Name: Julia Steuerwald

Title: Director Legal

SCHEDULES TO U.S. TRADEMARK ASSIGNMENT


SCHEDULE A

Marks: OCTAVE

The logo for 'Octave' features a stylized infinity symbol (∞) on the left, followed by the word 'Octave' in a clean, sans-serif font.

SCHEDULE B

Federal Trademark Registration:

<u>MARK</u>	<u>REG. NO.</u>	<u>REG DATE</u>	<u>CLASSES</u>
	5173665	April 4, 2017	10, 44

Federal Trademark Application:

<u>MARK</u>	<u>APPL. NO.</u>	<u>FILING DATE</u>	<u>CLASSES</u>
OCTAVE	87784843	Feb. 05, 2018	10, 44