

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
 Stylesheet Version v1.2

ETAS ID: TM495363

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

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Rocktape, Inc.		09/28/2018	Corporation: CALIFORNIA

RECEIVING PARTY DATA

Name:	Implus Footcare, LLC
Street Address:	2001 TW Alexander Drive, Box 13925
City:	Durham
State/Country:	NORTH CAROLINA
Postal Code:	27709
Entity Type:	Corporation: DELAWARE <i>Limited Liability Company of Delaware</i>

PROPERTY NUMBERS Total: 45

Property Type	Number	Word Mark
Registration Number:	5156225	ADVANCEDCARE
Registration Number:	5092941	ASSASSINS
Serial Number:	87885065	BUILD YOUR BOOTY
Registration Number:	4942206	FASCIAL FINGERS
Registration Number:	5174320	FMT BASIC
Registration Number:	5129954	FMT BLADES
Registration Number:	5172725	FMT CANINE
Registration Number:	5129953	FMT EQUINE
Registration Number:	5169407	FMT PERFORMANCE
Registration Number:	5296965	FMT SPECIAL POPULATIONS
Registration Number:	5146098	GO STRONGER, LONGER
Registration Number:	4803247	HOOKGRIP
Registration Number:	4721855	KNEECAPS
Registration Number:	5154429	MALLET
Registration Number:	5575919	MOHAWK
Registration Number:	5154428	MULLET
Registration Number:	4232836	PHAST LEGS
Serial Number:	87930236	POWERGLIDE
Registration Number:	4363896	POWER TAPING

OP \$1140.00 5156225

Property Type	Number	Word Mark
Registration Number:	5503560	PREPARE PERFORM RECOVER
Serial Number:	87516348	PREPARE PERFORM RECOVER
Registration Number:	4753189	ROCK BALLS
Registration Number:	4924168	ROCK BLADES
Registration Number:	4596263	ROCK GUARDS
Registration Number:	4856392	ROCK N ROLLER
Serial Number:	86791989	ROCK OIL
Registration Number:	4675445	ROCK RACK
Registration Number:	4674870	ROCK RUB
Registration Number:	4083149	ROCK SAUCE
Registration Number:	4375680	ROCK WRAP
Registration Number:	4792051	ROCK WRIST
Registration Number:	4856889	ROCKBAND
Registration Number:	4856890	ROCKBANDRX
Registration Number:	5454449	ROCKFLOSS
Serial Number:	87805927	ROCKPODS
Serial Number:	88068230	ROCKSCAN
Registration Number:	4076924	ROCKTAPE
Registration Number:	4895155	ROCKTAPE
Registration Number:	4504284	ROCKTAPE DOC
Registration Number:	4846081	ROCKTAPERX
Serial Number:	86792280	ROCKVAPE
Registration Number:	4860896	TALONS
Serial Number:	87651940	TAPETRODES
Registration Number:	4363897	TAPING MOVEMENT, NOT MUSCLES
Serial Number:	87556724	WIN YOUR WARMUP

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.

Email: bryce.maynard@bipc.com

Correspondent Name: Bryce J. Maynard

Address Line 1: 1737 King Street, Suite 500

Address Line 2: Buchanan Ingersoll & Rooney PC

Address Line 4: Alexandria, VIRGINIA 22314

NAME OF SUBMITTER: Bryce J. Maynard

SIGNATURE: /Bryce J. Maynard/

DATE SIGNED: 10/25/2018

Total Attachments: 16

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INTELLECTUAL PROPERTY ASSIGNMENT AGREEMENT

This INTELLECTUAL PROPERTY ASSIGNMENT AGREEMENT (this “**Assignment**”) is effective as of September 28, 2018 (the “**Effective Date**”), by and between Rocktape, Inc., a California corporation (the “**Seller**”), and Implus Footcare, LLC, a Delaware limited liability company (the “**Buyer**”). Capitalized terms used herein that are defined in the Asset Purchase Agreement (as defined below) shall have the meanings ascribed to them in the Asset Purchase Agreement unless otherwise defined herein.

WHEREAS, Buyer and Seller are parties to that certain Asset Purchase Agreement dated as of the date hereof (the “**Asset Purchase Agreement**”);

WHEREAS, Seller is the owner of the Intellectual Property, including without limitation the intellectual property set forth on Schedule A; and

WHEREAS, pursuant to the Asset Purchase Agreement, Seller has agreed to assign and transfer all of its rights, title and interests in and to all Intellectual Property to Buyer, and Buyer has agreed to accept such transfer and assignment as set forth in the Asset Purchase Agreement.

NOW, THEREFORE, pursuant to the Asset Purchase Agreement and in consideration of the above premises, and for other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the parties, intending to be legally bound, hereby agree as follows:

1. Assignment and Assumption. Seller hereby assigns and transfers to Buyer, and Buyer hereby accepts and assumes, all of Seller’s rights, title and interests in and to the Intellectual Property, free and clear of any Encumbrances. Seller further assigns and transfers to Buyer all of the goodwill associated with the Intellectual Property, as well as any and all common law rights associated therewith. With respect to applications filed in the United States Patent and Trademark Office on the basis of the applicant’s intent to use such marks in interstate commerce, such applications are being assigned to the successor to the ongoing and existing business of the applicant or portion thereof to which such marks pertain.
2. Recordation. Seller hereby requests the U.S. Patent and Trademark Office and the patent and trademark offices of any other jurisdictions covered by the Intellectual Property to record this Assignment and to issue all registrations and renewals for the Intellectual Property to Buyer in accordance with the terms of this Assignment.
3. Further Assurances. Seller shall, at Buyer’s reasonable request and without further consideration, except for reimbursement of reasonable out-of-pocket expenses incurred by Seller, execute such additional instruments of conveyance and transfer and provide to Buyer such additional documents as Buyer may require to more effectively convey and transfer the Intellectual Property to Buyer, including without limitation any materials necessary to effectuate assignment, registration, recordation or protection of the Intellectual Property.
4. Asset Purchase Agreement. This Assignment is intended to implement the provisions of the Asset Purchase Agreement and shall not be construed to enhance, extend or limit the rights or obligations of the parties thereunder. To the extent any provision of this Assignment is

inconsistent or conflicts with the Asset Purchase Agreement, the provisions of the Asset Purchase Agreement shall control.

5. Counterparts. This Assignment may be executed in counterparts, each of which when so executed shall be deemed to be an original, and all such counterparts shall together constitute but one and the same instrument.

6. Amendment. This Assignment may be amended, modified or supplemented only by a writing signed by each of the parties hereto.

7. Governing Law. This Assignment and any and all matters arising directly or indirectly herefrom shall be construed in accordance with the laws of the State of Delaware without giving effect to principles of conflict of laws.

[Signature page follows]

IN WITNESS WHEREOF, the parties have each caused this Agreement to be executed as of the day, month and year first above written.

BUYER:
Implus Footcare, LLC

By: 
Name: Seth Richards
Title: Chief Executive Officer

COMPANY:
Rocktape, Inc.

By: _____
Name: _____
Title: _____

SHAREHOLDERS:

Greg van den Dries


Steve Capobianco

IN WITNESS WHEREOF, the parties have each caused this Agreement to be executed as of the day, month and year first above written.

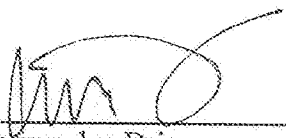
BUYER:
Implus Footcare, LLC

By: _____
Name: Seth Richards
Title: Chief Executive Officer

COMPANY:
Rocktape, Inc.

By: 
Name: GREG VAN DEN DRIES
Title: CEO

SHAREHOLDERS:



Greg van den Dries

Steve Capobianco

IN WITNESS WHEREOF, the parties have each caused this Agreement to be executed as of the day, month and year first above written.

BUYER:
Implus Footcare, LLC


By: _____
Name: Seth Richards
Title: Chief Executive Officer

COMPANY:
Rocktape, Inc.

By: _____
Name: _____
Title: _____

SHAREHOLDERS:

Greg van den Dries



Steve Capobianco

SCHEDULE A

INTELLECTUAL PROPERTY

(See attached.)

**Schedule A
Intellectual Property**

trademarks; logos

Serial/Registration No.	Filing/Registration Date	Class.	Applicant	Mark	Country
4083149	Jan. 10, 2012	Int. Cl. 5	Rocktape, Inc.	ROCK SAUCE	U.S.
4504284	April 1, 2014	Int. Cl. 41, 44	Rocktape, Inc.	ROCKTAPE DOC	U.S.
4076924	Dec. 27, 2011	Int. Cl. 5	Rocktape, Inc.	ROCKTAPE	U.S.
4232836	Oct. 30, 2012	Int. Cl. 5	Rocktape, Inc.	Phast Legs	U.S.
4363896	Jul. 09, 2013	Int. Cl. 41	Rocktape, Inc.	Power Taping	U.S.
4363897	Jul. 09, 2013	Int. Cl 41	Rocktape, Inc.	Taping Movement, Not Muscles	U.S.
4375680	July 30, 2013	Int. Cl. 5	Rocktape, Inc.	Rock Wrap	U.S.
4596263	Sept. 2, 2014	Int. Cl. 28	Rocktape, Inc.	Rock Guards	U.S.
4674870	Jan. 20, 2015	Int. Cl. 3	Rocktape, Inc.	Rock Rub	U.S.
4675445	Jan. 20, 2015	Int. Cl. 25	Rocktape, Inc.	Rock Rack	U.S.
4721855	Apr. 14, 2015	Int. Cl. 10	Rocktape, Inc.	Kneecaps	U.S.
4753189	June 9, 2015	Int. Cl. 10	Rocktape, Inc.	Rock Balls	U.S.
4792051	Aug. 11, 2015	Int. Cl. 28	Rocktape, Inc.	Rock Wrist	U.S.
4803247	Sep. 01, 2015	Int. Cl. 5, 28	Rocktape, Inc.	Hookgrip	U.S.

Serial/Registration No.	Filing/Registration Date	Class.	Applicant	Mark	Country
4846081	Nov. 3, 2015	Int. Cl. 5	Rocktape, Inc.	RockTapeRx	U.S.
4856392	Nov. 17, 2015	Int. Cl. 10	Rocktape, Inc.	Rock N Roller	U.S.
4856889	Nov. 17, 2015	Int. Cl. 10	Rocktape, Inc.	RockBand	U.S.
4856890	Nov. 17, 2015	Int. Cl. 10	Rocktape, Inc.	RockBandRx	U.S.
4860896	Nov. 24, 2015	Int. Cl. 28	Rocktape, Inc.	Talons	U.S.
4895155	Feb. 02, 2016	Int. Cl. 10, 25	Rocktape, Inc.	RockTape	U.S.
4924168	March 22, 2016	Int. Cl. 10	Rocktape, Inc.	RockBlades	U.S.
4942206	April 19, 2016	Int. Cl. 10	Rocktape, Inc.	Fascial Fingers	U.S.
5092941	Nov. 29, 2016	Int. Cl. 10	Rocktape, Inc.	Assassins	U.S.
5129953	Jan 24, 2017	Int. Cl. 41	Rocktape, Inc.	FMT EQUINE	U.S.
5129954	Jan 24, 2017	Int. Cl. 41	Rocktape, Inc.	FMT BLADES	U.S.
5156225	Mar. 07, 2017	Int. Cl. 41	Rocktape, Inc	ADVANCEDCARE	U.S.
5169407	Mar. 28, 2017	Int. Cl. 41	Rocktape, Inc.	FMT PERFORMANCE	U.S.
5172725	March 28, 2017	Int. Cl. 41	Rocktape, Inc.	FMT Canine	U.S.
5174320	April 4, 2017	Int. Cl.	Rocktape, Inc.	FMT Basic	U.S.

Serial/Registration No.	Filing/Registration Date	Class.	Applicant	Mark	Country
		41			
5296965	Sept. 26, 2017	Int. Cl. 41	Rocktape, Inc.	FMT SPECIAL POPULATIONS	U.S.
5503560	June 26, 2018	Int. Cl. 5, 10, 25	Rocktape, Inc.	Prepare Perform Recover	U.S.
5146098	Feb. 21, 2017	Int. Cl. 5	Rocktape, Inc.	Go stronger, longer	U.S.
5154428	March 7, 2017	Int. Cl. 10	Rocktape, Inc.	Mullet	U.S.
5154429	March 7, 2017	Int. Cl. 10	Rocktape, Inc.	Mallet	U.S.
5454449	April 24, 2018	Int. Cl. 10, 28	Rocktape, Inc.	RockFloss	U.S.
87651940		Int. Cl. 10	Rocktape, Inc.	Tapetrodes	U.S.
<u>87805927</u>		Int. Cl. 10	Rocktape, Inc.	RockPods	U.S.
87885065		Int. Cl. 9, 25, 28, 41	Rocktape, Inc.	Build Your Booty	U.S.
87930236		Int. Cl. 28	Rocktape, Inc.	Powerglide	U.S.
87855509		Int. Cl. 10	Rocktape, Inc.	Mohawk	U.S.
87516348		Int. Cl. 5, 10, 25	Rocktape, Inc.	Prepare Perform Recover (logo)	U.S.
87556724		Int. Cl. 10,	Rocktape, Inc.	Win your warmup	U.S.

Serial/Registration No.	Filing/Registration Date	Class.	Applicant	Mark	Country
		25, 28			
88068230		Int. Cl. 10	Rocktape, Inc.	Rockscan	U.S.
86792280	Oct. 19, 2015	Int. Cl. 5, 34	RockTape, Inc.	Rockvape	U.S.
86791989	Oct. 19, 2015	Int. Cl. 5, 34	RockTape, Inc.	Rock Oil	U.S.
556615	Nov. 5, 2015	Int. Cl. 5	Rocktape, Inc.	RockTape	Russia
56669	April, 4, 2015	Int. Cl. 5	Rocktape, Inc.	RockTape	Belarus
206906	Dec. 25, 2015	Int. Cl. 5	Rocktape, Inc.	RockTape	Ukraine
280416	Feb. 18, 2015	Int. Cl. 28	Rocktape, Inc.	Rock Guards	Norway
280415	Feb. 18, 2015	Int. Cl. 5	Rocktape, Inc.	RockSauce	Norway
14638092	Jan. 15, 2016	Int. Cl. 5	Rocktape, Inc.	RockTapeRx	EU
13741905	June 10, 2015	Int. Cl. 10	Rocktape, Inc.	RockBandRx	EU
14638134	Jan. 27, 2016	Int. Cl. 10	Rocktape, Inc.	RockNRoller	EU
13741996	June 9, 2015	Int. Cl. 28	Rocktape, Inc.	Rock Wrist	EU
13741781	June 10, 2015	Int. Cl. 10	Rocktape, Inc.	RockBand	EU
13506027	March 19, 2015	Int. Cl. 5	Rocktape, Inc.	RockSauce	EU
13102521	Dec. 3, 2014	Int. Cl. 5	Rocktape, Inc.	Rocktape	EU
623589	Dec. 9, 2011	Int. Cl. 5	Rocktape, Inc.	Rocktape	Switzerland
624971	Jan. 19, 2012	Int. Cl. 5	Rocktape, Inc.	RockSauce	Switzerland

Serial/Registration No.	Filing/Registration Date	Class.	Applicant	Mark	Country
22673	Feb. 11, 2015	Int. Cl. 5	Rocktape, Inc.	Rocktape	Armenia
2013/23606	Feb. 27, 2015	Int. Cl. 5	Rocktape, Inc.	Rocktape	South Africa
2013/23607	Aug. 27, 2013	Int. Cl. 5	Rocktape, Inc.	RockSauce	South Africa
1525214	Nov. 12, 2012	Int. Cl. 5	Rocktape, Inc.	Rock Sauce	Australia
1374872	Jul. 29, 2010	Int. Cl. 5	Rocktape, Inc.	Rocktape	Australia
1374874	Jul. 29, 2010	Int. Cl. 5	Rocktape, Inc.	Power Taping	Australia
26948	April 2, 2015	Int. Cl. 5	Rocktape, Inc.	Rocktape	Moldova
2015 0821	June 8, 2015	Int. Cl. 5	Rocktape, Inc.	Rocktape	Azerbaijan
TJ 11967	Jan. 4, 2016	Int. Cl. 5	Rocktape, Inc.	Rocktape	Tajikistan
13572	May 12, 2015	Int. Cl. 5	Rocktape, Inc.	Rocktape	Turkmenistan
48746	June 29, 2015	Int. Cl. 5	Rocktape, Inc.	Rocktape	Kazakhstan
13251	July 22, 2015	Int. Cl. 5	Rocktape, Inc.	Rocktape	Kyrgyzstan
266059	Feb. 7, 2012	Int. Cl. 5	Rocktape, Inc.	RockTape	Austria
TMA907997	Jul. 9, 2015		Rocktape, Inc.	RockTape	Canada
TMA907998	Jul.9, 2015		Rocktape, Inc.	Rock Sauce	Canada
13742011	Jun. 26, 2016	Int. Cl. 28	Rocktape, Inc.	TALON	EU
AM077907	Jul. 11, 2014	Int. Cl. 5	Rocktape, Inc.	Rocktape	Georgia
302011068974	Mar. 28, 2012	Int. Cl. 5	Rocktape, Inc.	Rocktape	Germany
980236	Jan. 7, 2014	Int. Cl. 5	Rocktape, Inc.	Rocktape	New Zealand

patents

Patent No.	Application No	Filing Date	Date of Issuance.	Applicant	Country	Type	Description
US D792,600 S	29/552,048	Jan. 20, 2016	July 18, 2017	Rocktape, Inc.	U.S	D	Massage tool
US 9,713,551 B2	14/659,048	March 17, 2015	July 25, 2017	Rocktape, Inc.	U.S.	U	Tape bandage
	PCT/US2017/060598	Nov.8, 2017		Rocktape, Inc.	U.S.		Massage tool with Sleeves
	WO 2015/175001	May 16, 2014	Pending	Rocktape, Inc.	PCT	U	Tape bandage
US D731,072 S	29/478,403	Jan. 4, 2014	Jun. 2, 2015	Rocktape, Inc.	U.S.	D	Massage tool
US D792,601 S	29/552,049	Jan. 20, 2016	July 18, 2017	Rocktape, Inc.	U.S.	D	Massage tool
US D825,069 S	29/610,202	July 10, 2017	Aug. 7, 2018	Rocktape, Inc.	U.S.	D	Massage tool sleeve
US D825,068 S	29/610,200	July 10, 2017	Aug. 7, 2018	Rocktape, Inc.	U.S.	D	Massage tool Sleeve
US D828,924 S	29/610,198	July 10, 2017	Sep. 18, 2018	Rocktape, Inc.	U.S.	D	Massage tool
	15/271,027	Jan. 20, 2016	Pending	Rocktape, Inc.	U.S	U	Massage Tool Case
CA2973527C	CA2973527A1	Nov. 11, 2015	Oct. 31, 2017	RockTape, Inc.	Canada	U	Tape Bandage
	CA2990608	Dec. 21, 2017		RockTape, Inc.	Canada	U	Multi-Layered Massage Tool
	CA3001272	Apr. 6, 2018		RockTape, Inc.	Canada	U	Heating Kinesiology Tape
	15/505,077	Feb. 24, 2016	Pending	Rocktape, Inc.	US & PCT	U	Multi-layered Massage tools

Patent No.	Application No	Filing Date	Date of Issuance.	Applicant	Country	Type	Description
201715675	N/A	Sept. 19, 2017	Oct. 30, 2017	Rocktape Inc.	Australia	D	Massage tool Sleeve
201715674	N/A	Sept. 19, 2017	Nov. 1, 2017	Rocktape Inc.	Australia	D	Massage tool Sleeve
201715676	N/A	Sept. 19, 2017	Nov. 1, 2017	Rocktape Inc.	Australia	D	Massage tool
AU367188			Feb. 16, 2016	Rocktape Inc.	Australia	D	Massage Tool
AU 367198			Feb. 17, 2016	Rocktape Inc.	Australia	D	Massage Tool
	2016322405	Feb. 24, 2016		Rocktape Inc.	Australia	U	Multi-Layered Massage Tool,
	15/766,269	April 10, 2018	Pending	Rocktape, Inc.	U.S.	U	Heating Kinesiology Tape
2594713	2594713	Dec. 10, 2014	Dec. 10, 2014	Rocktape, Inc.	EU	D	RockNRoller
	U.S. Pat. Pub. No. 2017/0304122	Jul. 10, 2017		Rocktape, Inc.	U.S.	U	Application of Kinesiology Tape Bandage
	U.S. Pat. Pub. No. 2017/0340509; App. No. 15/505,077	Feb. 27, 2017		Rocktape, Inc.	U.S.	U	Multi-Layered Massage Tool,
002979104-0002			Sep 2, 2016	Rocktape, Inc.	EU	D	Massage Devices
002979104-0001			Sep. 2, 2016	Rocktape, Inc.	EU	D	Massage Devices
002594713-0002			Oct 12, 2014	Rocktape, Inc.	EU	D	Massage Devices
002594713-0001			Oct 12, 2014	Rocktape, Inc.	EU	D	Massage Devices
004557486-0002			Dec 20, 2017	Rocktape, Inc.	EU	D	Massage Tools

Patent No.	Application No	Filing Date	Date of Issuance.	Applicant	Country	Type	Description
004557486-0001			Dec 20, 2017	Rocktape, Inc.	EU	D	Massage Tools
004557486-0003			Dec 20, 2017	Rocktape, Inc.	EU	D	Massage Tools
004557486-0004			Dec 20, 2017	Rocktape, Inc.	EU	D	Sleeves
004557486-0005			Dec 20, 2017	Rocktape, Inc.	EU	D	Sleeves
	EP3191065	Feb 24, 2016		Rocktape, Inc.	EU	U	Multi-Layered Massage Tool
	EP3349704	Apr 20, 2016		Rocktape, Inc.	EU	U	Heating Kinesiology Tape
201730459437.6	N/A		March 23, 2018	Rocktape, Inc.	China	D	Massage tool Sleeve
201730459418.3	N/A		March 20, 2018	Rocktape, Inc.	China	D	Massage tool sleeve
201730459210.1	N/A		March 20, 2018	Rocktape, Inc.	China	D	Massage tool
	Chinese Pat. App. No. 201680021561.7	Feb 24, 2017		Rocktape, Inc.	China	U	Multi-Layered Massage Tool
	MX2017014291	Dec 21, 2017		Rocktape, Inc.	Mexico	U	Multi-Layered Massage Tool
	2018120319	June 1, 2018		Rocktape, Inc.	Russia	U	Heated tape

Note: Utility Patents for a Massage Tool with Sleeves (RockTape Mohawk) and Multi-Layer massage tool (RockBlades) are with Russian Counsel for filing for patent protection in Russia, but have not yet been filed.

URLs

Internet addresses, domain names, web sites

www.rocktape.com
www.rocktape.ca
www.rocktape.mx
www.rocktape.eu (1)
www.rocktape.eu.com
www.rocktape.co.uk (1)
www.rocktape.sk
rocktape.com.tr
gostrongerlonger.com
rocktape.co.il
rocktape.lu
rocktape.li
rocktape.ba
rocktape.az
rocktape.pe
rocktape.br.com
rocktape.in
rocktape.ua
rocktape.me (1)
learnfmt.com
old_rocktape.com
burpeeshop.com
new.rocktape.com
restore.rocktape.com
rocktape.com.br
rocktape.fr
rocktape.us
fascialmovement.com
rocktape.co
rocktape.com.co
rocktape.co.in
rocktape.com.mx
rocktape.com.es
rock-sauce.com
rocktape.si
rocktape.rs
rocktape.ro
rocktape.md
rocktape.mk
rocktape.gr
rocktape.hr
rocktape.bg
rocktape.am
rocktape.ae (1)
rocktape.al
rocktape.com.ee
rocktape.ec
rocktape.ge
rocktape.kg
rocktape.tj
rocktape.uz

- (1) Domain transferred to such Rocktape distributor pursuant to applicable distribution agreement. Pursuant to the terms of each distribution agreement, the distributor must transfer the domain name back to the Company upon termination of such distribution agreement.