

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM505875

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNMENT OF THE ENTIRE INTEREST AND THE GOODWILL		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Vendome Medquest, LLC		12/31/2018	Limited Liability Company: DELAWARE
RECEIVING PARTY DATA			
Name:	The Carole Group, Ltd.		
Street Address:	150 West 30th Street		
City:	New York		
State/Country:	NEW YORK		
Postal Code:	10001		
Entity Type:	Corporation: NEW YORK		
PROPERTY NUMBERS Total: 16			
Property Type	Number	Word Mark	
Registration Number:	4287947	COMMERCIAL TENANT'S LEASE INSIDER	
Registration Number:	4285085	COMMUNITY ASSOCIATION MANAGEMENT INSIDER	
Registration Number:	4285086	TAX CREDIT HOUSING MANAGEMENT INSIDER	
Registration Number:	4285087	FAIR HOUSING COACH	
Registration Number:	4285088	ASSISTED HOUSING MANAGEMENT INSIDER	
Registration Number:	4373816	NEW YORK LANDLORD V. TENANT	
Registration Number:	4285089	NEW YORK APARTMENT LAW INSIDER	
Registration Number:	4285090	COMMERCIAL LEASE LAW INSIDER	
Registration Number:	2457628	FAIR HOUSING COACH	
Registration Number:	1577720	LANDLORD VS. TENANT/NYC	
Registration Number:	1170168	APARTMENT LAW INSIDER	
Registration Number:	1269834	COMMERCIAL LEASE LAW INSIDER	
Registration Number:	1879207	ASSISTED HOUSING MANAGEMENT INSIDER	
Registration Number:	2318585	ASSISTED HOUSING FINANCIAL MANAGEMENT IN	
Registration Number:	2394170	TAX CREDIT HOUSING MANAGEMENT INSIDER	
Registration Number:	2841823	COMMERCIAL TENANT'S LEASE INSIDER	
CORRESPONDENCE DATA			
Fax Number:			

OP \$415.00 4287947

TRADEMARK

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: 617-482-1776
Email: trademark@goulstonstorrs.com
Correspondent Name: Andrew T. O'Connor
Address Line 1: 400 Atlantic Avenue
Address Line 4: Boston, MASSACHUSETTS 02110

NAME OF SUBMITTER:	Andrew T. O'Conner
SIGNATURE:	/s/ Andrew T. O'Connor
DATE SIGNED:	01/15/2019

Total Attachments: 4

source=Vendome Medquest Assignment#page1.tif
source=Vendome Medquest Assignment#page2.tif
source=Vendome Medquest Assignment#page3.tif
source=Vendome Medquest Assignment#page4.tif

TRADEMARK ASSIGNMENT

This TRADEMARK ASSIGNMENT, dated as of December 31, 2018 (this “Agreement”), is made by and between Vendome Medquest, LLC, a Delaware limited liability company (the “Assignor”), and The Carol Group, LTD., a New York corporation (the “Assignee”).

WHEREAS, Assignor is the owner of the trademarks set forth on Schedule I attached hereto and incorporated by reference herein (the “Assigned Marks”); and

WHEREAS, in connection with the transactions contemplated by that certain Asset Purchase Agreement, dated as of December 31, 2018, by and among Assignor, Assignee and the other parties thereto (the “Purchase Agreement”), Assignee desires to acquire all of Assignor’s right, title and interest in and to the Assigned Marks, together with the goodwill of Assignor’s business connected with the use of and symbolized by the Assigned Marks.

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

1. Assignment. Assignor does hereby assign, transfer, convey and deliver to Assignee all of Assignor’s right, title and interest in and to the Assigned Marks, together with the goodwill of the Assignor’s business connected with the use of and symbolized by the Assigned Marks, including without limitation all rights to sue for, and to collect all damages and payments for claims of, past, present and future infringement of the Assigned Marks.

2. Recordation. Assignor authorizes and requests the Commissioner of Patents and Trademarks of the United States to record ownership of U.S. Trademark Reg. Nos. (i) 4287947, (ii) 4285085, (iii) 4285086, (iv) 4285087, (v) 4285088, (vi) 4373816, (vii) 4285089, (viii) 4285090, (ix) 2457628, (x) 1577720, (xi) 1170168, (xii) 1269834, (xiii) 1879207, (xiv) 2318585, (xv) 2394170 and (xvi) 2841823 as the property of Assignee.

3. Further Action. From time to time after the date hereof, Assignor and Assignee shall execute, acknowledge and deliver such assignments, transfers, consents, assumptions and other documents and instruments and take such other actions as may be necessary to consummate the transactions contemplated hereby.

4. No Expansion of Representations and Warranties. The Assignor and the Assignee acknowledge and agree that the representations, warranties, covenants, agreements and indemnities contained in the Purchase Agreement shall not be superseded or deemed enlarged, modified or altered in any way hereby, but shall remain in full force and effect to the full extent provided therein. In the event that any provision of this Agreement may be construed to conflict or be inconsistent with a provision or term of the Purchase Agreement, the provision or term in the Purchase Agreement shall control.

5. Counterparts. This Agreement may be executed in counterparts, each of which shall be deemed an original, but all of which together shall be deemed to be one and the same

agreement. A signed copy of this Agreement delivered by facsimile, e-mail or other means of electronic transmission shall be deemed to have the same legal effect as delivery of an original signed copy of this Agreement.

6. Choice of Law. This Agreement shall be interpreted in accordance with the laws of the State of New York (without giving effect to any conflicts of laws principles).

[Signature Page Follows.]

IN WITNESS WHEREOF, the parties hereto have caused this Trademark Assignment to be executed as of the date first written above by their respective authorized representatives.

ASSIGNOR:

VENDOME MEDQUEST, LLC

By: Jane Butler

Name: Jane Butler

Title: Chief Executive Officer

ASSIGNEE:

THE CAROL GROUP, LTD.

By: _____

Name:

Title:

IN WITNESS WHEREOF, the parties hereto have caused this Trademark Assignment to be executed as of the date first written above by their respective authorized representatives.

ASSIGNOR:

VENDOME MEDQUEST, LLC

By: _____

Name: Jane Butler

Title: Chief Executive Officer

ASSIGNEE:

THE CAROL GROUP, LTD.

By: _____

Name:

Title:

Carol J. Olt
Carol J. Olt
President