

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM514697

| | |
|------------------------------|--------------------------|
| SUBMISSION TYPE: | NEW ASSIGNMENT |
| NATURE OF CONVEYANCE: | NUNC PRO TUNC ASSIGNMENT |
| EFFECTIVE DATE: | 09/01/2018 |

CONVEYING PARTY DATA

| Name | Formerly | Execution Date | Entity Type |
|-----------------------|----------|----------------|-----------------------|
| Wal-Mart Stores, Inc. | | 01/22/2019 | Corporation: DELAWARE |

RECEIVING PARTY DATA

| | |
|------------------------|-------------------------------------|
| Name: | Walmart Apollo, LLC |
| Street Address: | 702 SW 8th Street, MS 0215 |
| City: | Bentonville |
| State/Country: | ARKANSAS |
| Postal Code: | 72716 |
| Entity Type: | Limited Liability Company: DELAWARE |

PROPERTY NUMBERS Total: 42

| Property Type | Number | Word Mark |
|----------------|----------|------------------|
| Serial Number: | 86787516 | ONN |
| Serial Number: | 86753838 | WAY TO CELEBRATE |
| Serial Number: | 86473033 | BLACKWEB |
| Serial Number: | 86568109 | BLACKWEB |
| Serial Number: | 86842585 | MAINSTAYS |
| Serial Number: | 86842559 | MAINSTAYS |
| Serial Number: | 87268647 | DRIWORKS |
| Serial Number: | 87253225 | VIBRANT LIFE |
| Serial Number: | 87253233 | VIBRANT LIFE |
| Serial Number: | 87253237 | VIBRANT LIFE |
| Serial Number: | 87253244 | VIBRANT LIFE |
| Serial Number: | 87253247 | VIBRANT LIFE |
| Serial Number: | 87293420 | EXPERT GRILL |
| Serial Number: | 87293425 | EXPERT GRILL |
| Serial Number: | 87343465 | GRIT STICK |
| Serial Number: | 87402531 | PARENT'S CHOICE |
| Serial Number: | 87402538 | PARENT'S CHOICE |
| Serial Number: | 87402541 | PARENT'S CHOICE |

CH \$1065.00 86787516

| Property Type | Number | Word Mark |
|----------------|----------|------------------------------------------|
| Serial Number: | 87219592 | PEN+GEAR |
| Serial Number: | 87219602 | PEN+GEAR |
| Serial Number: | 87219606 | PEN+GEAR |
| Serial Number: | 87219636 | PEN+GEAR |
| Serial Number: | 86928375 | PARENT'S CHOICE |
| Serial Number: | 87599294 | AUTO DRIVE |
| Serial Number: | 87568975 | FLAVORFUL, AUTHENTIC. GUARANTEED DELICIO |
| Serial Number: | 87600875 | HYPER TOUGH |
| Serial Number: | 87456966 | NO BOUNDARIES |
| Serial Number: | 87456952 | NOBO |
| Serial Number: | 87416499 | ADVENTURE FORCE |
| Serial Number: | 87402569 | PARENT'S CHOICE |
| Serial Number: | 87405522 | PARENT'S CHOICE |
| Serial Number: | 87405527 | PARENT'S CHOICE |
| Serial Number: | 87383158 | HYPER TOUGH |
| Serial Number: | 87467169 | THE ORANGE TREE |
| Serial Number: | 87405494 | PARENT'S CHOICE |
| Serial Number: | 87405500 | PARENT'S CHOICE |
| Serial Number: | 87344223 | |
| Serial Number: | 87343522 | |
| Serial Number: | 87402568 | PARENT'S CHOICE |
| Serial Number: | 87402578 | PARENT'S CHOICE |
| Serial Number: | 87402582 | PARENT'S CHOICE |
| Serial Number: | 87730722 | PEN+GEAR |

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: shanti.peruman@walmartlegal.com, ustm@walmartlegal.com, dsdocketuswmt@dinsmore.com

Correspondent Name: Walmart Apollo, LLC

Address Line 1: 702 SW 8th Street, MS 0215

Address Line 4: Bentonville, ARKANSAS 72716

NAME OF SUBMITTER: Sandra M. Buja

SIGNATURE: /Sandra M. Buja/

DATE SIGNED: 03/18/2019

Total Attachments: 8

source=WMSI to WMApollo Assignment - 1.22.19#page1.tif

source=WMSI to WMApollo Assignment - 1.22.19#page2.tif
source=WMSI to WMApollo Assignment - 1.22.19#page3.tif
source=WMSI to WMApollo Assignment - 1.22.19#page4.tif
source=WMSI to WMApollo Assignment - 1.22.19#page5.tif
source=WMSI to WMApollo Assignment - 1.22.19#page6.tif
source=WMSI to WMApollo Assignment - 1.22.19#page7.tif
source=WMSI to WMApollo Assignment - 1.22.19#page8.tif

Trademark Assignment

THIS TRADEMARK ASSIGNMENT ("Assignment") is effective the 1st day of September, 2018 ("Effective Date"), and is by and between WAL-MART STORES, INC., a corporation organized under the laws of Delaware with a principal place of business at 702 SW 8th Street, Bentonville, Arkansas 72716 (the "Assignor") and WALMART APOLLO, LLC, a limited liability company organized under the laws of Delaware with a principal place of business at 702 SW 8th Street, Bentonville, Arkansas 72716 (the "Assignee").

WHEREAS, the Assignor is the owner and proprietor of all right, title and interest in and to the trademarks listed in Schedule A attached hereto (the "Trademarks");

WHEREAS, this Assignment includes the assignment from Assignor to Assignee of all goodwill and reputation associated with the Trademarks identified on Schedule A;

WHEREAS, this Assignment also includes the right granted to Assignee to record this Assignment with the intellectual property offices responsible for registering the Trademarks identified in Schedule A, to fully effectuate the assignment of the Trademarks from Assignor to Assignee;

WHEREAS, this Assignment also includes the rights granted to Assignee to, with Assignor, take any action necessary, reasonable or appropriate to protect and defend the Trademarks, and if necessary, pursue any infringements of the Trademarks; and

WHEREAS, pursuant to the terms of this Assignment, the Assignor has agreed to assign the Trademarks to the Assignee, and the Assignee hereby accepts said assignment;

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

1. **Assignment.** Assignor hereby assigns to Assignee, and Assignee hereby accepts, the assignment and ownership of the full right and title to and in the Trademarks, together with the goodwill of the business concerned in the goods and services for which the Trademarks are used, registered and/or identified in any pending applications assigned herewith.
2. **Further Actions.** Assignor and Assignee each agree to take any further steps necessary and appropriate to confirm and fully effectuate the assignment of the Trademarks from Assignor to Assignee.
3. **Right to Record.** Assignee and Assignor each agree that this Assignment may be recorded with the appropriate intellectual property office and/or governmental entities or

agencies as may be necessary and appropriate to fully effectuate Assignor's assignment of the Trademarks to Assignee.

4. **Right to Defend and Enforce.** This Assignment includes the rights to Assignee, together with Assignor, as may be necessary and/or appropriate, to take any and all actions necessary to defend, protect and enforce Assignee's rights and ownership in and to the Trademarks.

IN WITNESS WHEREOF, the parties hereto have caused this instrument to be duly executed in duplicate counterparts as of the day and year first written above.

ASSIGNOR:

WAL-MART STORES, INC.

By: Gordon Y. Allison
Gordon Y. Allison
Vice President and General Counsel, Corporate

ASSIGNEE:

WALMART APOLLO, LLC

By: Craig T. Sharky
Craig T. Sharky
President

STATE OF ARKANSAS

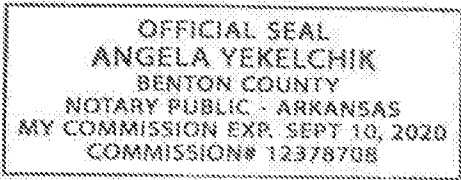
COUNTY OF Benton SS.

On January 22, ²⁰¹⁹ 2018, before me, personally appeared Craig T. Sharkey, who proved to me on the basis of satisfactory evidence to be the person(s) whose name is subscribed to the within instrument and acknowledged to me that he executed the same in his authorized capacity, and that by his signature on the instrument the person, or the entity upon behalf of which the person acted, executed the instrument.

I certify under PENALTY OF PERJURY under the laws of the State of Arkansas that the foregoing paragraph is true and correct.

WITNESS my hand and official seal.

Signature Angela D. Yekelchik (Seal)



STATE OF ARKANSAS

COUNTY OF Benton SS.

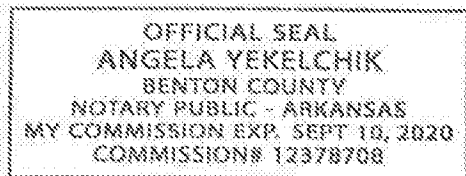
On January 22, 2019, 2018, before me, personally appeared Gordon Y. Allison, who proved to me on the basis of satisfactory evidence to be the person(s) whose name is subscribed to the within instrument and acknowledged to me that he executed the same in his authorized capacity, and that by his signature on the instrument the person, or the entity upon behalf of which the person acted, executed the instrument.

I certify under PENALTY OF PERJURY under the laws of the State of Arkansas that the foregoing paragraph is true and correct.

WITNESS my hand and official seal.

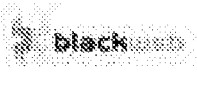




Signature Angela D. Yekelchik (Seal)

12275399v6





SCHEDULE A

Schedule A - U.S. Trademarks

| Mark Name | Mark Image | Filed Date | Application Number | Registration Number | International Classes |
|---------------------------------------------|-------------------------------------------------------------------------------------|------------|--------------------|---------------------|-----------------------|
| ONN | | 2015-10-14 | 86787516 | 5607418 | 9 |
| WAY TO CELEBRATE | | 2015-09-11 | 86753838 | 5607408 | 16,21 |
| BLACKWEB | | 2014-12-05 | 86473033 | 5622964 | 9 |
| BLACKWEB and Spider Design (Black and Grey) |  | 2015-03-18 | 86568109 | | 9,28 |
| MAINSTAYS | | 2015-12-08 | 86842585 | 5638288 | 23 |
| MAINSTAYS | | 2015-12-08 | 86842559 | 5623087 | 11 |
| DRIWORKS | | 2016-12-14 | 87268647 | 5618054 | 25 |
| VIBRANT LIFE | | 2016-12-01 | 87253225 | 5623264 | 3 |
| VIBRANT LIFE | | 2016-12-01 | 87253233 | 5623265 | 18 |
| VIBRANT LIFE | | 2016-12-01 | 87253237 | 5623266 | 20 |
| VIBRANT LIFE | | 2016-12-01 | 87253244 | 5623267 | 21 |
| VIBRANT LIFE | | 2016-12-01 | 87253247 | 5623268 | 28 |
| EXPERT GRILL | | 2017-01-09 | 87293420 | 5504041 | 4,9,11,21 |
| EXPERT GRILL and Design |  | 2017-01-09 | 87293425 | 5566483 | 11,21 |
| GRIT STICK | | 2017-02-21 | 87343465 | 5638583 | 28 |
| PARENT'S CHOICE and Heart Design |  | 2017-04-07 | 87402531 | 5566632 | 3 |
| PARENT'S CHOICE and Heart Design |  | 2017-04-07 | 87402538 | 5566633 | 5,30 |
| PARENT'S CHOICE and Heart Design |  | 2017-04-07 | 87402541 | 5566634 | 8 |
| PEN+GEAR | | 2016-10-28 | 87219592 | 5556359 | 6 |

TRADEMARK





Schedule A - U.S. Trademarks

| Mark Name | Mark Image | Filed Date | Application Number | Registration Number | International Classes |
|------------------------------------------------|-------------------------------------------------------------------------------------|------------|--------------------|---------------------|-----------------------|
| PEN+GEAR | | 2016-10-28 | 87219602 | 5566380 | 9 |
| PEN+GEAR | | 2016-10-28 | 87219606 | 5566381 | 16 |
| PEN+GEAR | | 2016-10-28 | 87219636 | 5566382 | 22 |
| PARENT'S CHOICE | | 2016-03-03 | 86928375 | 5514210 | 21 |
| AUTO DRIVE | | 2017-09-07 | 87599294 | 5521093 | 14 |
| FLAVORFUL, AUTHENTIC. GUARANTEED DELICIOUS. | | 2017-08-15 | 87568975 | 5671128 | 30,32 |
| HYPER TOUGH | | 2017-09-08 | 87600875 | 5587723 | 7 |
| NO BOUNDARIES | | 2017-05-19 | 87456966 | 5633732 | 14 |
| NOBO | | 2017-05-19 | 87456952 | 5633731 | 14 |
| ADVENTURE FORCE | | 2017-04-19 | 87416499 | 5536713 | 28 |
| PARENT'S CHOICE and Heart Design |  | 2017-04-07 | 87402569 | | 25 |
| PARENT'S CHOICE | | 2017-04-10 | 87405522 | 5566638 | 20 |
| PARENT'S CHOICE | | 2017-04-10 | 87405527 | 5566639 | 24 |
| HYPER TOUGH | | 2017-03-23 | 87383158 | 5596545 | 3 |
| THE ORANGE TREE | | 2017-05-29 | 87467169 | 5536869 | 3,21 |
| PARENT'S CHOICE | | 2017-04-10 | 87405494 | 5566637 | 3 |
| PARENT'S CHOICE | | 2017-04-10 | 87405500 | 5638680 | 5,30 |
| ANGEL CART Design |  | 2017-02-21 | 87344223 | 5587064 | 35 |

TRADEMARK

REEL: 006593 FRAME: 0307

Schedule A - U.S. Trademarks

| Mark Name | Mark Image | Filed Date | Application Number | Registration Number | International Classes |
|----------------------------------|-------------------------------------------------------------------------------------|------------|--------------------|---------------------|-----------------------|
| ANGEL CART Design |  | 2017-02-21 | 87343522 | 5587059 | 39 |
| PARENT'S CHOICE and Heart Design |  | 2017-04-07 | 87402568 | 5566635 | 24 |
| PARENT'S CHOICE and Heart Design |  | 2017-04-07 | 87402578 | 5566636 | 29 |
| PARENT'S CHOICE and Heart Design |  | 2017-04-07 | 87402582 | 5649999 | 30 |
| PEN+GEAR | | 2017-12-21 | 87730722 | 5597410 | 22 |