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TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM515222

SUBMISSION TYPE:	RESUBMISSION		
NATURE OF CONVEYANCE:	ASSIGNMENT OF THE ENTIRE INTEREST AND THE GOODWILL		
RESUBMIT DOCUMENT ID:	900467384		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Schwinn Acquisition LLC		09/24/2018	Limited Liability Company: DELAWARE
RECEIVING PARTY DATA			
Name:	Terra Sol Mar		
Doing Business As:	DBA Powerlite Industries		
Street Address:	PO Box 2716		
City:	Rancho Santa Fe		
State/Country:	CALIFORNIA		
Postal Code:	92067		
Entity Type:	Limited Liability Company: UNITED STATES <i>Arizona</i>		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	4490373	POWERLITE	
CORRESPONDENCE DATA			
Fax Number:			
<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:	8582294442		
Email:	info@powerliteindustries.com		
Correspondent Name:	J. David Franklin		
Address Line 1:	PO Box 2716		
Address Line 4:	Rancho Santa Fe, CALIFORNIA 92067		
NAME OF SUBMITTER:	John Franklin		
SIGNATURE:	/John Franklin/		
DATE SIGNED:	03/20/2019		
Total Attachments: 3			
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TRADEMARK
REEL: 006603 FRAME: 0315

PACIFICCYCLE

4902 Hammersley Road
Madison, WI 53711

P. 608.268.2468
www.pacific-cycle.com

TRADEMARK ASSIGNMENT

This TRADEMARK ASSIGNMENT ("Assignment") is made effective as of the last date indicated in the signature blocks below, by and between, on the one hand, Schwinn Acquisition, LLC and Pacific Cycle, LLC both Delaware limited liability companies having a business address at 4902 Hammersley Road, Madison, WI 53711 USA ("Assignors"), and, on the other hand, Johnny David Franklin, d/b/a Terra Sol Mar, a limited liability company having a business address at 2127 Camino Circulo Norte La Jolla, California 92037 ("Assignee").

WHEREAS, Assignors own all right, title, and interest in the trademarks listed on the attached Schedule A and any related common law rights including the goodwill associated with the foregoing (collectively the "Trademarks"); and, Assignors assert the absence of any agreements, pending warranty claims, unfulfilled commitments, or other encumbrances that may affect the rights transferred by this Trademark Assignment; and,

WHEREAS, Assignee desires to acquire all of Assignors' right, title, and interest in the Trademarks and Assignors desire to transfer to Assignee all of their right, title, and interest in the Trademarks.

NOW, THEREFORE, for the sum of twenty-two thousand five-hundred dollars (\$22,500.00) and other good and valuable consideration, the sufficiency of which is hereby acknowledged, Assignors transfer, convey, and assign unto Assignee all right, title, and interest in and to the Trademarks and any applications or registrations therefor, including the registrations and applications listed on Schedule A, together with all common law rights therein, the goodwill of the business in connection with which the Trademarks are used and which is symbolized by the

Trademarks, throughout the world, all renewals thereof, and all rights of action, powers, and benefits accrued thereto, including the right to sue for and collect damages and profits for past and future infringements thereof. Assignors agree to execute and deliver such further documents as may be necessary to effectuate and record such assignments.

IN WITNESS WHEREOF, the parties have caused their duly authorized officers to execute this Assignment effective as of the date last written below.

ASSIGNORS:

SCHWINN ACQUISITION, LLC

By: [Signature]
Name: ROBERT KNOCH
Title: MANAGER
Date: 9-24-18

ASSIGNEE:

TERRA SOL MAR LLC

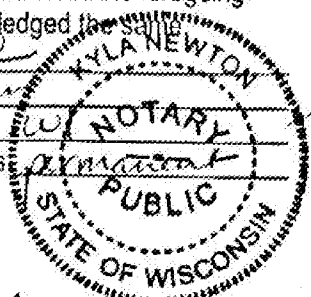
By: [Signature]
Name: JOHN DAVID FRANKLIN
Title: MEMBER
Date: 9-12-2018

Personally came before me this 24th day of September, 2018, the above-named Robert Knoch, who executed the foregoing instrument and acknowledged the same.

Personally came before me this 12th day of September, 2018, the above-named John David Franklin, who executed the foregoing instrument and acknowledged the same.

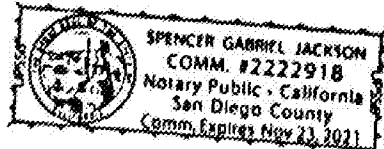
Name: Kyla Newton
Notary Public, State of WI
My Commission Expires: permanent

Name: Spencer Gabriel Jackson
Notary Public, State of California
My Commission Expires: 11-23-21



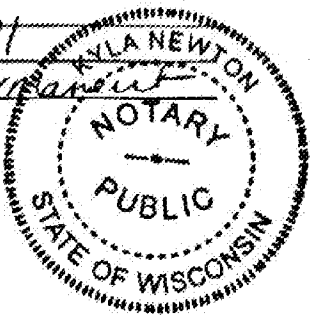
PACIFIC CYCLE, LLC

By: [Signature]
Name: ROBERT KNOCH
Title: MANAGER
Date: 9-24-18




Personally came before me this 24th day of September, 2018, the above-named Robert Knoch, who executed the foregoing instrument and acknowledged the same.

Name: Kyla Newton
Notary Public, State of WI
My Commission Expires: permanent



SCHEDULE A - TRADEMARKS

Mark	Country	Registration No.
POWERLITE	CA	TMA643,130
POWERLITE	EM	4594719
POWERLITE	US	1,852,340
POWERLITE	JP	5152739
POWERLITE	US	4,490,373
	AU	710169

Domain Names:

1. powerlitebikes.com
2. powerlite.com.cn

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