

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM532265

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNMENT OF THE ENTIRE INTEREST AND THE GOODWILL		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
J. & P. Coats, Limited		04/26/2018	Company: SCOTLAND
RECEIVING PARTY DATA			
Name:	Vivid Holdings, Inc.		
Street Address:	c/o JafTex Corp. 49 W 37th Street		
Internal Address:	14th Floor		
City:	New York		
State/Country:	NEW YORK		
Postal Code:	10018		
Entity Type:	Corporation: NEW YORK		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	2586267	FREESPIRIT	
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:	212-541-6222		
Email:	Trademark@kanekessler.com		
Correspondent Name:	Linda M. Dougherty - Kane Kessler, P.C.		
Address Line 1:	666 3rd Avenue		
Address Line 2:	23rd Floor		
Address Line 4:	New York, NEW YORK 10017		
ATTORNEY DOCKET NUMBER:	3988-1		
NAME OF SUBMITTER:	Linda M. Dougherty		
SIGNATURE:	/Linda M. Dougherty/		
DATE SIGNED:	07/17/2019		
Total Attachments: 3			
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TRADEMARK ASSIGNMENT AGREEMENT

This Trademark Assignment Agreement ("Trademark Assignment") is entered into and made effective as of the 26th day of April, 2018 (the "Effective Date") by and between J.&P. Coats, Limited, (Company No; SC002042) a company formed under the laws of Scotland ("Assignor"), and Vivid Holdings, Inc., a New York corporation ("Assignee") (each a "Party," and collectively the "Parties").

RECITALS

WHEREAS, Assignor and Assignee have executed an Asset Purchase Agreement dated as of February 26, 2018 (the "Asset Purchase Agreement"); and

WHEREAS, pursuant to the Asset Purchase Agreement, Assignor is the owner of all right, title and interest in and to the trademarks set forth on Schedule A below and the common law rights related thereto (collectively, the "Trademarks"), the goodwill appurtenant to the Trademarks, and the registrations and applications for registration of the Trademarks filed at the United States Patent and Trademark Office (and all other national offices) as set forth in more detail on Schedule A; and

WHEREAS, Assignor desires to assign, and Assignee desires to acquire, all right, title and interest owned by Assignor in and to the Trademarks, the registrations thereof, applications therefor and goodwill associated therewith.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor hereby distributes, sells, transfers, assigns and otherwise conveys unto Assignee, its successors and assigns, all of its right, title and interest in and to the Trademarks, including priority filing rights, together with the goodwill connected with the use of and symbolized by the Trademarks and all applications and registrations related thereto, and all rights to proceeds of the foregoing, including without limitation any rights of action by Assignor, and the right to take proceedings and to seek and recover damages and all other available remedies against third parties for past, present or future infringement of the Trademarks. Assignor also transfers and assigns to Assignee the ongoing and existing businesses associated with the Trademarks and the goods and services related thereto.


This Assignment is subject to all the terms and conditions of the Asset Purchase Agreement.

IN WITNESS WHEREOF, the parties have executed this Trademark Assignment as of the 26th day of April, 2018.

VIVID HOLDINGS, INC

J. & P. COATS, LIMITED

By: 
Name: Scott Fortunoff
Title: Co-President

By: 
Name: RICHARD NEALE
Title: DIRECTOR, COATS PATONS LIMITED
AS CORPORATE DIRECTOR OF J. & P.
COATS, LIMITED.

Schedule A

The Trademarks

Country	Mark	Registration No.	Registration Date	Renewal	TM Class	I.P. Holder	Goods / Services
Canada	FRESPIRIT	TMAS14413	21-12-2011	21-12-2026	(24)	J. & P. Coats, Limited	Class 24 fabrics, linens and textiles for the further manufacture of housewares, for bedding, bathware, home furnishings, household goods, window treatments and clothing.
China	FRESPIRIT	1036214	06-11-2011		24	J. & P. Coats, Limited	Class 24 textiles and textile goods; bed and table covers; travellers' rugs, textiles for making articles of clothing; duvets; covers for pillows, cushions or duvets
							Class 23 yarns and threads for textile use
							Class 24 textiles and textile goods, not included in other classes; bed and table covers
European Union	FRESPIRIT	010383636	13-03-2012	01-11-2021	23 24 26	J. & P. Coats, Limited	Class 26 lace and embroidery, ribbons and braid; buttons, hooks and eyes, pins and needles; artificial flowers
France	FRESPIRIT	1036214	06-05-2011		24	J. & P. Coats, Limited	Class 24 textiles and textile goods; bed and table covers; travellers' rugs, textiles for making articles of clothing; duvets; covers for pillows, cushions or duvets
Germany	FRESPIRIT	1036214	06-05-2011		24	J. & P. Coats, Limited	Class 24 textiles and textile goods; bed and table covers; travellers' rugs, textiles for making articles of clothing; duvets; covers for pillows, cushions or duvets
International	FRESPIRIT	1036214	06-05-2010	09-03-2020	24	J. & P. Coats, Limited	Class 24 textiles and textile goods; bed and table covers; travellers' rugs, textiles for making articles of clothing; duvets; covers for pillows, cushions or duvets
Italy	FRESPIRIT	1036214	06-11-2011		24	J. & P. Coats, Limited	Class 24 textiles and textile goods; bed and table covers; travellers' rugs, textiles for making articles of clothing; duvets; covers for pillows, cushions or duvets
Japan	FRESPIRIT	1036214	09-09-2011		24	J. & P. Coats, Limited	Class 24 fabrics; face towels of textiles, sheets (textiles), table napkins of textile, table linen (textile) and tapestry (wall hangings) of textile

South Korea	FREESPIRIT	1036214	23-09-2011	24	J. & P. Coats, Limited	Class 24 Textiles: upholstery fabrics, traced cloth for embroidery, ribbon fabrics, precut fabrics in fat quarter bundles, rolls, charm packs and packages [textiles]; fabrics for covering journals and notebooks; fabrics for the manufacture of handbags and totes; bed and table covers; travellers' rugs; textiles for making articles of clothing; duvets; covers for pillows, cushions or duvets
United Kingdom	FREESPIRIT	2536711	18-06-2010	24	J & P Coats, Limited	Class 24 Textiles and textile goods; bed and table covers; travellers' rugs, textiles for making articles of clothing; duvets; covers for pillows, cushions or duvets.
United States	FREESPIRIT	2586267	25-06-2002	24	J. & P. Coats, Limited	Class 24 fabrics used in the making of handmade quilts, dolls and other craft projects