

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM533486

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNMENT OF THE ENTIRE INTEREST AND THE GOODWILL		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Bookenda Limited		04/30/2019	Private Limited Company: CANADA
RECEIVING PARTY DATA			
Name:	TouchBistro Inc.		
Street Address:	477 Richmond Street West		
Internal Address:	10th Floor		
City:	Toronto, ON		
State/Country:	CANADA		
Postal Code:	M5V 3E7		
Entity Type:	Corporation: CANADA		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	4378509	BOOKENDA	
CORRESPONDENCE DATA			
Fax Number:	6169755505		
<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:	616-975-5500		
Email:	clark@gardner-linn.com		
Correspondent Name:	Gardner, Linn, Burkhart & Ondersma LLP		
Address Line 1:	2900 Charlevoix Dr., SE, Suite 300		
Address Line 4:	Grand Rapids, MICHIGAN 49546		
DOMESTIC REPRESENTATIVE			
Name:	Gardner, Linn, Burkhart & Onderma LLP		
Address Line 1:	2900 Charlevoix Dr. SE, Suite 300		
Address Line 4:	Grand Rapids, MICHIGAN 49546		
NAME OF SUBMITTER:	Matthew D. Kendall		
SIGNATURE:	/mdk/		
DATE SIGNED:	07/25/2019		

OP \$40.00 4378509

Total Attachments: 5

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ASSIGNMENT OF TRADE MARKS

Assignment of trade marks dated April 30, 2019, between YP Dine Solutions Limited, Bookenda Limited and Yellow Pages Digital & Media Solutions Limited (collectively the "**Assignor**"), and TouchBistro Inc. (the "**Assignee**").

RECITALS:

- (a) Pursuant to the Asset and Share Purchase Agreement dated April 30, 2019 (the "**Purchase Agreement**") among YP Dine Solutions Limited, Bookenda Canada Limited, 9118195 Canada Inc., Patrick Poirier, Yellow Pages Digital & Media Solutions Limited, Yellow Pages Limited and TouchBistro Inc., the Asset Vendors have agreed to sell, transfer and assign to the Purchaser, and the Purchaser has agreed to purchase from the Vendors, the Purchased Assets for the consideration and upon and subject to the terms and conditions set forth therein;
- (b) As a condition to completing the transactions contemplated by the Purchase Agreement, the Assignor agreed to assign to the Assignee all of its right, title and interest in and to the Trade Marks (as hereinafter defined); and
- (c) All capitalized terms not otherwise defined herein shall have the meanings ascribed thereto in the Purchase Agreement.

In consideration of the foregoing and the mutual agreements contained herein (the receipt and adequacy of which are acknowledged), the parties agree as follows:

Section 1 Assignment.

The Assignor sells, assigns, transfers and sets over to the Assignee all of the Assignor's right, title and interest in and to the trade marks, which are registered or for which registration is applied for in the Trade Marks Office of Canada or the United States Patent and Trademark Office, as set forth in Schedule "A" (collectively, the "**Trade Marks**"), together with all benefits of the registrations or applications for registration and all right, title and interest in and to any renewals and extensions that may be granted, and together also with all goodwill of the business in association with which the Trade Marks have been used before and after

registration and any other benefit to be derived therefrom, and including all right, interest, choses in action and rights of recovery and damages for past infringement.

Section 2 Registration.

The Assignor consents to applications to the necessary governmental or other authorities for recognition of these assignments.

Section 3 Further Assurances.

The Assignor covenants with the Assignee that it will from, time to time, make, do and execute or cause to be made, done and executed all such further acts, deeds, assurances or things as may reasonably be required by the Assignee for more effectually and completely implementing or carrying out this assignment or for the purpose of registration or otherwise.

Section 4 Successors and Assigns.

This assignment shall enure to the benefit of the Assignee and its successors and assigns and shall be binding upon the Assignor and its successors and assigns.

Section 5 Governing Law.

This assignment shall be governed by and interpreted and enforced in accordance with the laws of the Province of Ontario and the federal laws of Canada applicable therein.

Section 6 Counterparts.

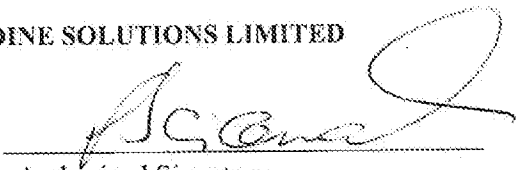
This assignment may be executed in any number of counterparts (including counterparts by facsimile) and all such counterparts taken together shall be deemed to constitute one and the same instrument.

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IN WITNESS WHEREOF the parties have executed this Agreement.

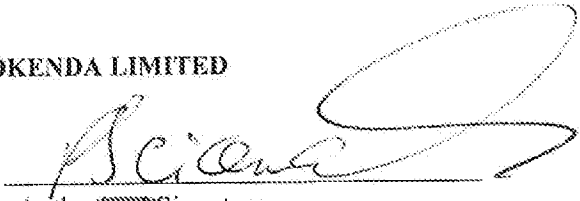
ASSIGNOR:

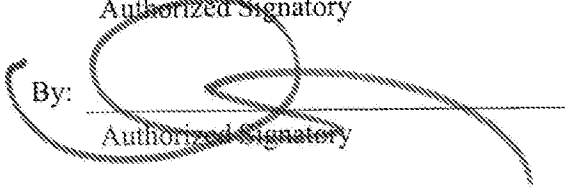
YP DINE SOLUTIONS LIMITED

By: 
Authorized Signatory

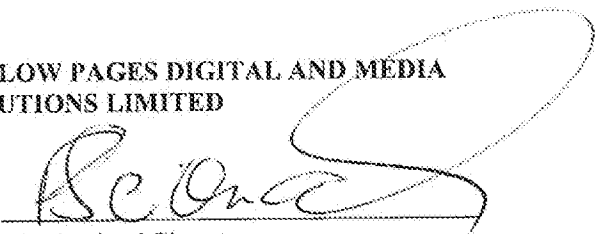
By: 
Authorized Signatory

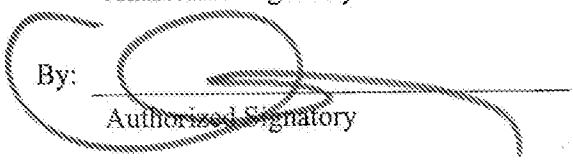
BOOKENDA LIMITED

By: 
Authorized Signatory

By: 
Authorized Signatory

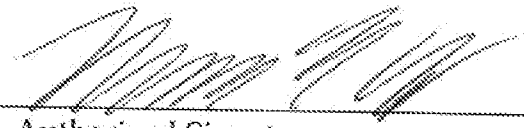
YELLOW PAGES DIGITAL AND MEDIA SOLUTIONS LIMITED

By: 
Authorized Signatory

By: 
Authorized Signatory

ASSIGNEE:

TOUCHBISTRO INC.

By: 
Authorized Signatory

By: _____
Authorized Signatory

SCHEDULE "A"

Trademarks

Trademark	Registered Owner	Application / Registration No.	Renewal Date	Country
BOOKENDA	Bookenda Limited	1557784 / TMA847841	April 8, 2028	Canada
BOOKENDA	Bookenda Limited	85608495 / 4,378,509	August 6, 2023	USA
TASTE MY CITY	Yellow Pages Digital & Media Solutions Limited	1394431 / TMA757511	January 21, 2025	Canada
DEALICIOUS	Yellow Pages Digital & Media Solutions Limited	1500939 / TMA822131	April 13, 2027	Canada
DROME	Yellow Pages Digital & Media Solutions Limited	1450519 / TMA775567	August 25, 2025	Canada
DROME	Yellow Pages Digital & Media Solutions Limited	77942071 / 3,899,096	January 4, 2021	USA
WINE, DINE AND UNWIND	Yellow Pages Digital & Media Solutions Limited	1394439 / TMA759043	February 9, 2025	Canada