

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM534256

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	Transfer Statement		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
CLOUD B, INC.		02/11/2019	Corporation: CALIFORNIA
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	CBAV1, LLC		
<b>Street Address:</b>	909 New Brunswick Avenue		
<b>City:</b>	Alpha		
<b>State/Country:</b>	NEW JERSEY		
<b>Postal Code:</b>	08865		
<b>Entity Type:</b>	Limited Liability Company: NEVADA		
<b>PROPERTY NUMBERS Total: 20</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Serial Number:</b>	86200750	GROOVY GLOBES	
<b>Serial Number:</b>	86200726	OCTO SOFTEEZ	
<b>Serial Number:</b>	86200716	TWILIGHT NOAH'S ARK	
<b>Serial Number:</b>	86077085	COSMIC UFO	
<b>Serial Number:</b>	86166628	CLOUD BABIES	
<b>Serial Number:</b>	86166624	CLOUD B	
<b>Serial Number:</b>	86145100	CHARLEY THE CHAMELEON	
<b>Serial Number:</b>	86143501	JUST DESSERTS	
<b>Serial Number:</b>	86143488	SILLY SPORTS	
<b>Serial Number:</b>	85930683	MARVIN THE MONKEY	
<b>Serial Number:</b>	85879410	SPORTZ STARLITES	
<b>Serial Number:</b>	85879406	DREAMZ TO GO GROOVY GLOBE	
<b>Serial Number:</b>	85792127	LULLABY TO GO	
<b>Serial Number:</b>	85792065	GLOW CUDDLES	
<b>Serial Number:</b>	85743094	CLOUD B	
<b>Serial Number:</b>	85721412	SLEEP SHEEP SMART SENSOR	
<b>Serial Number:</b>	85888325	CLOUD B MOMMY'S DREAM TIME GIFT SET	
<b>Serial Number:</b>	85879390	TWINKLING FIREFLY FROG	
<b>Serial Number:</b>	85806956	TWILIGHT TURTLE TUNES	

OP \$515.00 86200750

Property Type	Number	Word Mark
Serial Number:	85796842	TWINKLES TO GO OCTOPUS

**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.*

**Phone:** 916 917 5809  
**Email:** ktyler931@gmail.com  
**Correspondent Name:** Kathryn A. Tyler  
**Address Line 1:** 2062 Roaring Camp Drive  
**Address Line 4:** Rancho Cordova, CALIFORNIA 95670

<b>NAME OF SUBMITTER:</b>	Kathryn A. Tyler
<b>SIGNATURE:</b>	/Kathryn A. Tyler/
<b>DATE SIGNED:</b>	07/30/2019

**Total Attachments: 8**

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**TRANSFER STATEMENT**

(UCC § 9619)

This Transfer Statement, dated as of February 11, 2019, is hereby issued pursuant to Section 9619 of the California Commercial Code by CBAV1, LLC ("Secured Party"), in favor of Transferee (defined below) as transferee in connection with the transfer of certain assets of Cloud B, Inc. ("Debtor") described in Exhibit A hereto ("Collateral").

A. This Transfer Statement constitutes a record authenticated by the Secured Party as follows:

- (1) Debtor has defaulted in connection with an obligation secured by specified Collateral.
- (2) Secured Party has exercised its postdefault remedies with respect to the Collateral.
- (3) By reason of the exercise of Secured Party's postdefault remedies with respect to the Collateral, Transferee has acquired the rights of the Debtor in the Collateral.
- (4) The name and mailing address of the Secured Party, Debtor and Transferee are as follows:

Secured Party:

CBAV1, LLC  
c/o Buchalter, A Professional Corporation  
1000 Wilshire Boulevard, Fifteenth Floor  
Los Angeles, CA 90017  
Attention: Jeffrey S. Wruble

Debtor:

Cloud B, Inc.  
150 W. Walnut St.  
Suite 100  
Gardena, CA 90248

and

2255 Jefferson Street  
Torrance, CA 90501

Transferee:

CBAV1, LLC  
c/o Buchalter, A Professional Corporation  
1000 Wilshire Boulevard, Fifteenth Floor  
Los Angeles, CA 90017  
Attention: Jeffrey S. Wruble

B. This Transfer Statement entitles Transferee to the transfer and assignment of record of all rights of the Debtor in the Collateral specified in this Transfer Statement in any official filing, recording, registration, or certificate of title system covering the Collateral. If this Transfer Statement is presented with the applicable fee and request form to the official or office responsible for maintaining the system, the official or office shall do all of the following:

- (1) Accept this Transfer Statement.
- (2) Promptly amend its records to reflect the transfer.
- (3) If applicable, issue a new appropriate certificate of title in the name of the Transferee.

IN WITNESS WHEREOF, this Transfer Statement is executed and delivered as of the day and year first above written.

SECURED PARTY

CBAV1, LLC

By: Jeffrey S. Wruble  
Name: Jeffrey S. Wruble  
Its: Attorney

TRANSFeree

CBAV1, LLC

By: Jeffrey S. Wruble  
Name: Jeffrey S. Wruble  
Its: Attorney

EXHIBIT A  
Description of Collateral

a. All Inventory, Chattel Paper, Accounts, Deposit Accounts, Equipment and General Intangibles; whether any of the foregoing is owned now or acquired later; all accessions, additions, replacements, and substitutions relating to any of the foregoing; all records of any kind relating to any of the foregoing; all proceeds relating to any of the foregoing (including insurance, general intangibles and other accounts proceeds), wherever located;

b. All of Borrower's Trademarks and the goodwill associated therewith, including but not limited to the following:

- (1) United States Serial #77833238 with a filing date of 9/23/2009 and Registration #3920716 with a filing of 02/15/2011;
- (2) United States Serial #77841321 with a filing date of 10/5/2009;
- (3) United States Serial #77841328 with a filing date of 10/5/2009;
- (4) United States Serial #77841357 with a filing date of 10/5/2009;
- (5) United States Serial #77841462 with a filing date of 10/5/2009;
- (6) United States Serial #77841476 with a filing date of 10/5/2009 and Registration #3902658 with a filing date of 01/11/2011;
- (7) United States Serial #77845496 with a filing date of 10/9/2009 and Registration #3920777 with a filing date of 02/15/2011;
- (8) United States Serial #77846495 with a filing date of 10/12/2009;
- (9) United States Serial #77857280 with a filing date of 10/26/2009;
- (10) United States Serial #77913956 with a filing date of 01/18/2010;
- (11) United States Serial #85119252 with a filing date of 08/30/2010;
- (12) United States Serial #85158497 with a filing date of 10/21/2010;
- (13) United States Serial #78171324 with a filing date of 10/04/2002 and Registration #3389651 with a filing date of 2/26/2008;
- (14) United States Serial #78262391 with a filing date of 06/13/2003 and Registration #2973422 with a filing date of 07/19/2005;
- (15) United States Serial #78548555 with a filing date of 01/17/2005 and Registration #3038071 with a filing date of 01/03/2006;
- (16) United States Serial #78548748 with a filing date of 01/17/2005 and Registration #3096834 with a filing date of 05/23/2006; and
- (17) United States Serial #78379674 with a filing date of 03/05/2005 and Registration #3014242 with a filing date of 11/08/2005.

c. All Patents including but not limited to the following:

- (1) United States Patent Number D526464 issued 08/15/2006, Application #29228105 Filed 04/20/2005 - Sleeper Bag Garment;

Exhibit "A"

- (2) United States Patent Number D580997 issued 11/18/08, Application #29288317 Filed 6/7/07 -Turtle;
  - (3) United States Patent Number D609283 issued 2/2/10, Application #29310020 Filed 7/22/08 - Turtle; and
  - (4) United States Publication Number 20060194508 Publication date 8/31/06, Application #11132035 Filed 5/19/05 - Twilight device.
- d. All Patents including but not limited to the following:
- (1) Patent No. D683,888, Application No. D/433,885 for Car nightlight.
  - (2) Patent No. D680,677, Application No. D/438,213 for Twilight device.
  - (3) Patent No. D674,447, Application No. D/430,675 for Twilight device.
  - (4) Patent No. D671,671, Application No. D/412,191 for Turtle shell nightlight
- e. All Copyrights including but not limited to:
- (1) Copyright Registration Number: VA0001836811; Date: August 15, 2012; Title: 61C05 - Copy of booklet - 2 sided; Description: Electronic file (eService).
  - (2) Copyright Registration Number: TX0007296785; Date: July 29, 2010; Title: BEDTIME ON SAFARI - Don't be Afraid of the Dark. A Twilight Turtle & Friends Story; Description: Electronic file (eService).
  - (3) Copyright Registration Number: VA0001837362; Date: October 1, 2012; Title: CLOUD B WEBSITE 1; Description: Electronic file (eService).
  - (4) Copyright Registration Number: VA0001890390; Date: October 30, 2013; Title: CLOUD B where good sleep begins; Description: Electronic file (eService).
  - (5) Copyright Registration Number: VA0001836815; Date: August 10, 2012; Title: Front side of Star Guide booklet et al.; Description: Electronic file (eService).
  - (6) Copyright Registration Number: VA0001837361; Date: August 15, 2012; Title: GENTLE GIRAFFE STORYBOOK; Description: Electronic file (eService).
  - (7) Copyright Registration Number: VA0001836812; Date: September 17, 2012; Title: photograph of toy top side view showing artwork et al; Description: Electronic file (eService).
  - (8) Copyright Registration Number: VA0001836814; Date: September 17, 2012; Title: photograph of toy with amber lights on et al; Description: Electronic file (eService).
  - (9) Copyright Registration Number: VA0001837363; Date: September 17, 2012; Title: photograph of toy with blue lights on et al; Description: Electronic file (eService).
  - (10) Copyright Registration Number: VA0001836813; Date: August 15, 2012; Title: SLEEP SHEEP STORYBOOK; Description: Electronic file (eService).

- (11) Copyright Registration Number: VA0001847979; Date: November 19, 2012; Title: TRANQUIL TURTLE STORYBOOK; Description: Electronic file (eService).
- (12) Copyright Registration Number: VA0001846459; Date: November 16, 2012; Title: [TRANQUIL TURTLE toy design]; Description: Electronic file (eService).
- (13) Copyright Registration Number: VA0001881111; Dale: July 3, 2013; Title: TWILIGHT CARZ STORYBOOK; Description: Electronic file (eService).
- (14) Copyright Registration Number: VA0001836810; Date: August 15, 2012; Title: TWILIGHT SEA TURTLE STORYBOOK; Description: Electronic file (eService).
- (15) Copyright Registration Number: VA0001836809; Date: August 15, 2012; Title: TWILIGHT TURTLE STORYBOOK; Description: Electronic file (eService).

f. All Trademarks including but not limited to Trademarks listed on Schedule "A" hereto, which is hereby incorporated as if set forth in full.

All of the Collateral described above also includes and is subject to the following: whether any of the foregoing is owned now or acquired later; all accessions, additions, replacements, and substitutions relating to any of the foregoing; all records of any kind relating to any of the foregoing; all proceeds relating to any of the foregoing (including insurance, general intangibles and accounts proceeds).

## SCHEDULE "1"

All Trademarks including but not limited to the followings:

1. United States Serial #86298060 with a filing date of June 2, 2014.
2. United States Serial #86077079 with a filing date of September 27, 2013.
3. United States Serial #86064582 with a filing date of September 13, 2013.
4. United States Serial #86290962 with a filing date of May 23, 2014.
5. United States Serial #86202425 with a filing date of February 24, 2014.
6. United States Serial #86138854 with a filing date of December 9, 2013.
7. United States Serial # 86274747 with a filing date of May 7, 2014.
8. United States Serial # 86274726 with a filing date of May 7, 2014.
9. United States Serial #86244762 with a filing date of April 7, 2014.
10. United States Serial #86242624 with a filing date of April 4, 2014.
11. United States Serial #86006966 with a filing date of July 10, 2013.
12. United States Serial # 86228880 with a filing date of March 21, 2014.
13. United States Serial #86228703 with a filing date of March 21, 2014.
14. United States Serial #86228663 with a filing date of March 21, 2014.
15. United States Serial #86221725 with a filing date of March 14, 2014.
16. United States Serial #86202405 with a filing date of February 24, 2014.
17. United States Serial #86202388 with a filing date of February 24, 2014.
18. United States Serial #86202338 with a filing date of February 24, 2014.
19. United States Serial #86202273 with a filing date of February 24, 2014.
20. United States Serial #86200781 with a filing date of February 21, 2014.
21. United States Serial #86200750 with a filing date of February 21, 2014.
22. United States Serial #86200726 with a filing date of February 21, 2014.
23. United States Serial #86200716 with a filing date of February 21, 2014.
24. United States Serial #86077085 with a filing date of September 27, 2013.
25. United States Serial #86166628 with a filing date of January 15, 2014.
26. United States Serial #86166624 with a filing date of January 15, 2014.
27. United States Serial #86145100 with a filing date of December 16, 2013.
28. United States Serial #86143501 with a filing date of December 13, 2013.
29. United States Serial #86143488 with a filing date of December 13, 2013.
30. United States Serial #85930683 with a filing date of May 13, 2013.
31. United States Serial #85879410 with a filing date of March 18, 2013.
32. United, States Serial #85879406 with a filing date of March 18, 2013.
33. United States Serial #85792127 with a filing date of November 30, 2012 and Registration #4548525 with a filing date of June 10, 2014.
34. United States Serial #85792065 with a filing date of November 30, 2012 and Registration #4548524 with a filing date of June 10, 2014.
35. United States Serial #85743094 with a filing date of October 1, 2012 and Registration #4548409 with a filing date of June 10, 2014.
36. United States Serial #85721412 with a filing date of September 5, 2012 and Registration #4548363 with a filing date of June 10, 2014.



37. United States Serial #85888325 with a filing date of March 27, 2013.
38. United States Serial #85879390 with a filing date of March 18, 2013.
39. United States Serial #85806956 with a filing date of December 19, 2012.
40. United States Serial #85796842 with a filing date of December 6, 2012.
41. United States Serial #85792121 with a filing date of November 30, 2012.
42. United States Serial #85792118 with a filing date of November 30, 2012.
43. United States Serial #85792109 with a filing date of November 30, 2012.
44. United States Serial #85792102 with a filing date of November 30, 2012.
45. United States Serial #85792092 with a filing date of November 30, 2012.
46. United States Serial #85792075 with a filing date of November 30, 2012.
47. United States Serial #85881383 with a filing date of March 20, 2013.
48. United States Serial #85879399 with a filing date of March 18, 2013.
49. United States Serial #85829512 with a filing date of January 22, 2013.
50. United States Serial #85829510 with a filing date of January 22, 2013.
51. United States Serial #85789695 with a filing date of November 28, 2012.
52. United States Serial #85789510 with a filing date of November 28, 2012.
53. United States Serial #85756855 with a filing date of October 17, 2012.
54. United States Serial #85829504 with a filing date of January 22, 2013.
55. United States Serial #85512247 with a filing date of January 9, 2012.
56. United States Serial #85756847 with a filing date of October 17, 2012.
57. United States Serial #85756838 with a filing date of October 17, 2012.
58. United States Serial #85512281 with a filing date of January 9, 2012.
59. United States Serial #85512273 with a filing date of January 9, 2012.
60. United States Serial #85600572 with a filing date of April 17, 2012.
61. United States Serial #85951935 with a filing date of June 5, 2013.
62. United States Serial #85913764 with a filing date of April 24, 2013.
63. United States Serial #85563465 with a filing date of March 7, 2012.
64. United States Serial #85473262 with a filing date of November 15, 2011.
65. United States Serial #85656085 with a filing date of June 19, 2012.
66. United States Serial #85656076 with a filing date of June 19, 2012.
67. United States Serial #85548962 with a filing date of February 21, 2012.
68. United States Serial #85913603 with a filing date of April 24, 2013.
69. United States Serial #85913697 with a filing date of April 24, 2013.
70. United States Serial #85512259 with a filing date of January 9, 2012.
71. United States Serial #85894554 with a filing date of April 3, 2013.
72. United States Serial #85888363 with a filing date of March 27, 2013.
73. United States Serial #85698758 with a filing date of August 8, 2012.
74. United States Serial #85656064 with a filing date of June 19, 2012.
75. United States Serial #85806975 with a filing date of December 19, 2012.
76. United States Serial #85829517 with a filing date of January 22, 2013.
77. United States Serial #85667500 with a filing date of July 2, 2012 and Registration #4463516 with a filing date of January 7, 2014.
78. United States Serial #85879392 with a filing date of March 18, 2013.
79. United States Serial #85845348 with a filing date of February 8, 2013 and Registration #4403221 with a filing date of September 17, 2013.

80. United States Serial #85770779 with a filing date of November 2, 2012 and Registration #4346867 with a filing date of June 4, 2013.
81. United States Serial #85743151 with a filing date of October 1, 2012 and Registration #4346341 with a filing date of June 4, 2013.
82. United States Serial #85743072 with a filing date of October 1, 2012 and Registration #4346338 with a filing date of June 4, 2013.
83. United States Serial #85743172 with a filing date of October 1, 2012 and Registration #4342236 with a filing date of May 28, 2013.
84. United States Serial #85456090 with a filing date of October 25, 2011 and Registration #4273190 with a filing date of January 8, 2013.
85. United States Serial #85456104 with a filing date of October 25, 2011 and Registration #4265559 with a filing date of December 25, 2012.
86. United States Serial #85456142 with a filing date of October 25, 2011 and Registration #4243346 with a filing date of November 13, 2012.
87. United States Serial #85551491 with a filing date of February 23, 2012 and Registration #4221512 with a filing date of October 9, 2012.
88. United States Serial #85381605 with a filing date of July 26, 2011 and Registration #4227117 with a filing date of October 16, 2012.
89. United States Serial #85555944 with a filing date of February 29, 2012 and Registration #4213986 with a filing date of September 25, 2012.
90. United States Serial #85512201 with a filing date of January 9, 2012 and Registration #4161432 with a filing date of June 19, 2012.
91. United States Serial #85447255 with a filing date of October 13, 2011 and Registration #4108952 with a filing date of March 6, 2012.
92. United States Serial #78171295 with a filing date of October 4, 2002 and Registration #3165846 with a filing date of October 31, 2006.
93. United States Serial #77841484 with a filing date of October 5, 2009 and Registration #4444047 with a filing date of December 3, 2013.

Owner: Cloud B, Inc.; whether any of the foregoing is owned now or acquired later; all accessions, additions, replacements, and substitutions relating to any of the foregoing; all records of any kind relating to any of the foregoing; all proceeds relating to any of the foregoing (including insurance, general intangibles and accounts proceeds).