

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM535284

SUBMISSION TYPE:	RESUBMISSION
NATURE OF CONVEYANCE:	ASSIGNMENT OF THE ENTIRE INTEREST AND THE GOODWILL
RESUBMIT DOCUMENT ID:	900505457

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Alvarez & Marsal Canada Inc., in its capacity as Court-appointed receiver and manager of Erwin Hymer Group North America, Inc.		07/03/2019	Corporation: CANADA

RECEIVING PARTY DATA

Name:	RT Acquisition Corp.
Street Address:	2100 Scotia Plaza
Internal Address:	40 King Street West
City:	Toronto
State/Country:	CANADA
Postal Code:	M5H 3C2
Entity Type:	Corporation: CANADA

PROPERTY NUMBERS Total: 6

Property Type	Number	Word Mark
Serial Number:	86377451	COACH CONNECT
Serial Number:	73603978	ROADTREK
Serial Number:	86251087	ROADTREK
Serial Number:	77019893	THE FUEL EFFICIENT MOTORHOME YOU'LL LOVE
Serial Number:	88177976	ECOTREK
Serial Number:	73603979	HOME & PARK

CORRESPONDENCE DATA

Fax Number: 7168526100
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: 7168478400
Email: blillis@phillipslytle.com
Correspondent Name: Brendan Lillis
Address Line 1: 125 Main Street
Address Line 4: Buffalo, NEW YORK 14203

DOMESTIC REPRESENTATIVE

Name: Phillips Lytle LLP
Address Line 1: 125 Main Street
Address Line 4: Buffalo, NEW YORK 14203

NAME OF SUBMITTER: Brendan Lillis

SIGNATURE: /Brendan Lillis/

DATE SIGNED: 08/05/2019

Total Attachments: 6

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Trademark Assignment

THIS TRADEMARK ASSIGNMENT (this "Agreement") is made as of the 3rd day of July, 2019

BETWEEN:

ALVAREZ & MARSAL CANADA INC., in its capacity as Court-appointed receiver and manager over the assets, undertakings and properties of Erwin Hymer Group North America, Inc. (the "**Company**"), and not in its personal or corporate capacity (the "**Assignor**")

- and -

RT ACQUISITION CORP., a corporation governed by the laws of Ontario (the "**Assignee**")

RECITALS:

- A. The Company carried on the business of manufacturing, distributing and advertising caravan and motorhome models in Canada and the United States and is the owner of all right, title and interest in and to the trademark applications and registrations identified in Schedule "A" hereto (the "**Marks**").
- B. The Assignor was appointed as a receiver and manager over the assets, undertakings and properties of the Company, including the Marks, pursuant to and in accordance with the terms of the Appointment Order issued by the Ontario Superior Court of Justice (Commercial List) (the "**Court**") dated February 15, 2019 (Court File No: CV-19-614593-00CL), which included the power to sell, transfer and assign all of the Company's right, title and interest in and to all assets, undertakings and properties, including the Marks, owned, used or held for use by the Company (collectively, the "**Property**").
- C. On March 27, 2019, the Court granted an order which among other things, approved *nunc pro tunc* a sale process to identify one or more purchasers of the Property, or any portion thereof, as a going concern or otherwise (the "**Sale Process**").
- D. Pursuant to the Sale Process, the Assignor sold, transferred and assigned the Marks to the Assignee pursuant to an Asset Purchase Agreement dated May 31, 2019 (as amended, restated, supplemented or modified from time to time, the "**APA**"), which APA and the transactions contemplated thereby were approved by the Court pursuant to the Order (Roadtrek Approval and Vesting) dated June 17, 2019 (the "**Vesting Order**").
- E. The Assignor and Assignee now wish to confirm such sale, transfer and assignment in accordance with the terms and conditions of this Agreement.

NOW THEREFORE, in consideration of the above premises and for other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the parties agree as follows:

1. **Assignment.** The Assignor confirms that pursuant to the APA and the Vesting Order, and for good and valuable consideration specified in the APA, the receipt and sufficiency of which is hereby acknowledged, the Assignor did sell, assign and transfer and does hereby sell, assign and transfer to the Assignee, the Company's entire right, title and interest in and to the Marks, together with the common law rights and goodwill of the Acquired Business (as defined in the APA) associated therewith, and all causes of action, either in law or in equity, for past, present or future infringement based upon or relating to the

Marks, the same to be held and enjoyed by the Assignee, its successors and assigns, as fully and completely as by the Company had the assignment not been made.

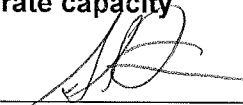
2. **Further Assurances.** The Assignor agrees to execute and deliver to the Assignee all further documents as may be necessary to give effect to the assignment of rights reflected herein.
3. **Representative for Service.** The Assignee appoints Cassels Brock & Blackwell LLP, whose full postal address in Canada is 40 King Street West, Suite 2100, Toronto, Ontario, M5H 3C2, as the firm to whom any notice in respect of the Canadian applications and registrations for the Marks may be sent, and upon whom service of any proceedings in respect of the Canadian applications and registrations for the Marks may be given or served with the same effect as if they had been given or served upon it.
4. **Counterparts.** This Agreement may be signed in any number of counterparts, each of which is an original, and all of which taken together constitute one single document. Counterparts may be transmitted by fax or in electronically scanned form. Parties transmitting by fax or electronically shall also deliver the original counterpart to each other party, but failure to do so does not invalidate this Agreement.

[SIGNATURE PAGE FOLLOWS]

IN WITNESS WHEREOF the parties have executed this Trademark Assignment as of the ___ day of July, 2019.

ALVAREZ & MARSAL CANADA INC., in its capacity as Court-appointed receiver and manager of Erwin Hymer Group North America, Inc., and not in its personal or corporate capacity

By:



Name: *Stephen Ferguson*

Title: *Senior Vice President*

RT ACQUISITION CORP.

By:

Name: Marc Mercier


Title: Director

IN WITNESS WHEREOF the parties have executed this Trademark Assignment as of the ____ day of July, 2019.

ALVAREZ & MARSAL CANADA INC., in its capacity as Court-appointed receiver and manager of Erwin Hymer Group North America, Inc., and not in its personal or corporate capacity

By: _____
Name:
Title:


RT ACQUISITION CORP.

By:  _____
Name: Marc Mercier
Title: Director



SCHEDULE "A"

Marks

A. Registrations - Canada

No.	Trade-mark	Application No.	Registration No.	Owner
	BADGE Design	1307472 (Filed June 29, 2006)	TMA690985 (Registered, June 27, 2007)	Erwin Hymer Group North America, Inc., 100 Shirley Avenue, Kitchener, Ontario, N2B 2E1
	COACH CONNECT	1690074 (Filed, August 18, 2014)	TMA935828 (Registered, April 22, 2016)	Erwin Hymer Group North America, Inc., 100 Shirley Avenue, Kitchener, Ontario, N2B 2E1
	HOME & PARK	0559424 (Filed, March 20, 1987)	TMA328685 (Registered, June 12, 1987)	Erwin Hymer Group North America, Inc., 100 Shirley Avenue, Kitchener, Ontario, N2B 2E1
	ROADTREK	0454429 (Filed, June 2, 1980)	TMA257083 (Registered, March 20, 1981)	Erwin Hymer Group North America, Inc., 100 Shirley Avenue, Kitchener, Ontario, N2B 2E1
	ROADTREK 	1663493 (Filed, February 11, 2014)	TMA904986 (Registered, June 1, 2015)	Erwin Hymer Group North America, Inc., 100 Shirley Avenue, Kitchener, Ontario, N2B 2E1
	THE FUEL EFFICIENT MOTORHOME YOU'LL LOVE TO DRIVE!	1318412 (Filed, September 29, 2006)	TMA723531 (Registered, September 12, 2008)	Erwin Hymer Group North America, Inc., 100 Shirley Avenue, Kitchener, Ontario, N2B 2E1
	THE MOTOR HOME THAT DRIVES LIKE AN SUV.	1178704 (Filed, May 21, 2003)	TMA626028 (Registered, November 19, 2004)	Erwin Hymer Group North America, Inc., 100 Shirley Avenue, Kitchener, Ontario, N2B 2E1

B. Applications and Registrations – United States

No.	Trade-mark	Serial No.	Registration No.	Registered Owner
1.	COACH CONNECT	86377451 (Filed, August 26, 2014)	5121701 (Registered, January 17, 2017)	Erwin Hymer Group North America, Inc., 100 Shirley Avenue, Kitchener, Ontario, N2B 2E1
2.	ROADTREK	73603978 (Filed, June 13, 1986)	1443030 (Registered, June 16, 1987)	Erwin Hymer Group North America, Inc., 100 Shirley Avenue, Kitchener, Ontario, N2B 2E1
3.	ROADTREK 	86251087 (Filed, April 14, 2014)	4887569 (Registered, January 19, 2016)	Erwin Hymer Group North America, Inc., 100 Shirley Avenue, Kitchener, Ontario, N2B 2E1
4.	THE FUEL EFFICIENT MOTORHOME YOU'LL LOVE TO DRIVE!	77019893 (Filed, October 12, 2006)	3618009 (Registered, May 12, 2009)	Erwin Hymer Group North America, Inc., 100 Shirley Avenue, Kitchener, Ontario, N2B 2E1
5.	ECOTREK TECHNOLOGY BY ROADTREK 	88177976 (Filed, November 1, 2018)	N/A	Erwin Hymer Group North America, Inc., 100 Shirley Avenue, Kitchener, Ontario, N2B 2E1
6.	HOME & PARK	73603979 (Filed, June 13, 1986)	1444035 (Registered, June 23, 1987)	Erwin Hymer Group North America, Inc., 100 Shirley Avenue, Kitchener, Ontario, N2B 2E1