

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM542099

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	ASSIGNMENT OF THE ENTIRE INTEREST AND THE GOODWILL
SEQUENCE:	1

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Naked Labs, Inc.		04/02/2019	Corporation: DELAWARE

RECEIVING PARTY DATA

Name:	Nakedlabs (assignment for the benefit of creditors), LLC
Street Address:	1800 Broadway St., Suite #1
City:	Redwood City
State/Country:	CALIFORNIA
Postal Code:	94063
Entity Type:	Limited Liability Company: CALIFORNIA

PROPERTY NUMBERS Total: 18

Property Type	Number	Word Mark
Serial Number:	87924557	NAKED
Serial Number:	87924546	NAKED
Serial Number:	87924516	NAKED
Serial Number:	87924493	NAKED
Serial Number:	87924571	NAKED
Serial Number:	86878578	NAKED
Serial Number:	86878551	NAKED
Serial Number:	86953826	NAKED LABS
Serial Number:	86954432	NAKED LABS
Serial Number:	86954250	NAKED LABS
Serial Number:	86879808	NAKED
Serial Number:	86878436	NAKED
Serial Number:	86954248	NAKED LABS
Serial Number:	86984272	NAKED LABS
Serial Number:	86954441	NAKED
Serial Number:	86954456	NAKED
Serial Number:	86954452	NAKED
Serial Number:	86954449	NAKED

CH \$465.00 87924557

CORRESPONDENCE DATA**Fax Number:** 2134432892*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:** (213) 620-1780**Email:** shwang@sheppardmullin.com**Correspondent Name:** Susan Hwang**Address Line 1:** 333 South Hope Street, 43rd Fl**Address Line 4:** Los Angeles, CALIFORNIA 90071**ATTORNEY DOCKET NUMBER:** 69LJ-303020**NAME OF SUBMITTER:** Susan Hwang**SIGNATURE:** /Susan Hwang/**DATE SIGNED:** 09/23/2019**Total Attachments: 7**

source=Assignment #1#page1.tif

source=Assignment #1#page2.tif

source=Assignment #1#page3.tif

source=Assignment #1#page4.tif

source=Assignment #1#page5.tif

source=Assignment #1#page6.tif

source=Assignment #1#page7.tif

TRADEMARK ASSIGNMENT AGREEMENT

WHEREAS, by resolution of the board of directors of Naked Labs, Inc., a Delaware corporation ("*Naked Labs*" or "**Assignor**"), and with the consent of the requisite number of shareholders of Assignor, on April 2, 2019, Naked Labs, in accordance with the assignment for benefit of creditor laws of the State of California, transferred ownership of all of its right, title and interest in and to all of its assets to Nakedlabs (assignment for the benefit of creditors), LLC, a California limited liability company ("*Assignee*"), and in so doing has also designated Assignee to act as the assignee for the benefit of creditors of Assignor (the "*General Assignment*");

WHEREAS, Assignor and Assignee desire to memorialize the transfer of Assignor's trademarks and related rights to Assignee.

NOW, THEREFORE, BE IT KNOWN, pursuant to the General Assignment, Assignor has conveyed, assigned, transferred, delivered and set over to Assignee, its successors and assigns, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, all right, title and interest in and to any and all trademark rights and copyrights throughout the world, including any and all applications, registrations, and common law marks, together with the goodwill of the business associated with and symbolized by same, held by Assignor immediately prior to the consummation of the General Assignment, including those set forth in **Schedule A** hereto, together with all common law rights therein and the right to sue for past infringement of any and all of said trademarks.

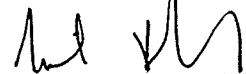
IN WITNESS WHEREOF, Assignor has caused this Trademark Assignment to be signed by its duly authorized officer as of the date first written above.

By:  _____

Name: Farhad Farahbakhshian

Title: CEO

Nakedlabs (assignment for the benefit of creditors), LLC,
in its sole and limited capacity as the assignee for the
benefit of creditors of Naked Labs, Inc.

By:  _____

Name: Michael A. Maidy

Title: Manager

SCHEDULE A

Trademarks

Mark	Application Number	Registration Number / Registration Date	Class and Description of Goods or Services	Status	Next action
NAKED	8678438	U.S. Reg. No.: 5879671 February 12, 2019	Class 9: Downloadable computer software for monitoring, measuring and analyzing changes in body composition and fitness, and for managing information related to tracking, compliance and motivation with a health and fitness program. Class 10: Electronic devices and related computer software, namely, 3D body scanning sensors and downloadable software, sold as a unit, for scanning the human body to determine body weight, body dimensions and body fat percentage and for creating a three-dimensional body avatar.	Registered	Sixth year Anniversary of Commencing Use due: February 12, 2019.
ⓈNAKED	9993441		Classes 9 & 10: (same as Classes 9 & 10 word mark above)	Application abandoned as old logo is not in use.	N/A
NAKED LABS	18833828		Class 18: (same as Class 18 word mark above)	Notice of Abandonment issued November 8, 2018. Third Extension Request filed November 2, 2018.	Statement of Use or Use in commerce Extension Request due: May 8, 2019.
NAKED LABS	80984205	U.S. Reg. No.: 5808347 December 25, 2018	Class 9: (same as Class 9 word mark above)	Registered	Sixth year Anniversary of Commencing Use due: December 25, 2018.
NAKED	8792483		Class 9: (same as Class 9 word mark above)	Notice of Abandonment issued January 1, 2015.	Statement of Use or Use in commerce Extension Request due: July 1, 2015.

Mark	Application Number	Registration Number / Registration Date	Class and Description of Goods or Services	Status	Next action
NAKED	8855516		Class 9: Non-downloadable 3D sensors and related computer software sold as a unit, namely, 3D body scanning sensors and downloadable computer software for scanning the human body to determine body weight, body dimensions and body fat percentage and for creating a three-dimensional body avatar.	Notice of Abandonment issued January 1, 2019.	Statement of Use or Use in commerce Extension Request due: July 1, 2019.
NAKED	86878231		Class 38: Providing an online forum for the exchange of information among consumers and enable secure sales concerning body composition, fitness, nutrition, diet, health and wellness, personal services, direct communication and social networking.	Notice of Abandonment issued August 1, 2018. Fifth Extension Request filed February 2, 2019.	Statement of Use due: August 1, 2019.
ⓈNAKED	10024407		Class 18: (same as Class 18 word mark above)	Application abandoned as old logo is not in use.	N/A
NAKED LABS	88191248	U.S. Reg. No.: 5884123 January 13, 2019	Class 18: (same as Class 18 word mark above)	Registered	Sixth year Anniversary of Commencing Use due: January 13, 2019.
NAKED	87524366		Class 9: (same as Class 9 word mark above)	Notice of Abandonment issued January 1, 2015.	Statement of Use or Use in commerce Extension Request due: July 1, 2015.
NAKED	88878572		Class 42: providing temporary use of non-downloadable computer software in the field of health and physical fitness for monitoring, measuring, monitoring and analyzing changes in body composition and fitness, and for managing information related to tracking, compliance and motivation with a health and fitness program.	Notice of Abandonment issued August 1, 2015. Fifth Extension Request filed February 2, 2019.	Statement of Use due: August 1, 2015.
ⓈNAKED	8894461		Class 42: (same as Class 42 word mark above)	Application abandoned as old logo is not in use.	N/A

Mark	Application Number	Registration Number/Registration Date	Class and Description of Goods or Services	Status	Next action
NAKED LABS	89954326		Class 41: (same as Class 42 word mark above)	Notice of Allowance issued October 4, 2018. Fourth Extension Request filed October 4, 2018.	Statement of Use or Proof of Use on which Extension Request due: April 4, 2019.
NAKED	87924337		Class 41: Providing temporary use of non-downloadable computer software in the field of health and physical fitness for monitoring, assessing and analyzing changes in body composition and fitness, and for managing information related to training, performance and operation with health and fitness program, providing temporary use of non-downloadable computer software in the fields of health and wellness for creating a three-dimensional scan of the user's body with its specific weight, dimensions, and body fat percentage for the purpose of recommending specific consumer goods and services.	Notice of Allowance issued January 1, 2019.	Statement of Use or Proof of Use on which Extension Request due: July 1, 2019.
NERED	88879808		Class 44: Providing online advice in the field of medical testing services, namely, physical fitness evaluation services, providing a website featuring information related to nutrition, diet, health and wellness.	Notice of Allowance issued September 26, 2018. Fourth Extension Request filed September 18, 2018.	Statement of Use or Proof of Use on which Extension Request due: March 18, 2019. Naked Labs filed initial description of services in compliance with Conditions Agreement with Naked Why.
SP NAKED	89954428		Class 44: (same as Class 44 word mark above)	Application abandoned as old logo is not in use.	N/A
NAKED LABS	88874402		Class 44: (same as Class 44 word mark above)	Notice of Allowance issued October 4, 2018. Fourth Extension Request filed October 8, 2018.	Statement of Use or Proof of Use on which Extension Request due: April 4, 2019.

Mark	Application Number	Registration Number/Registration Date	Class and Description of Goods or Services	Status	Next action
NAKED	87824103		Class 44: (same as Class 44 word mark above)	Application published November 6, 2018.	Request for Extension of Time to Oppose filed by Naked Why. Opposer Opposition Deadline: March 6, 2019. Naked Why has signed Settlement and Conditions Agreement, or opposition will not be filed. Naked Labs must amend description of services in compliance with Agreement.

ACKNOWLEDGMENT

A notary public or other officer completing this certificate verifies only the identity of the individual who signed the document to which this certificate is attached, and not the truthfulness, accuracy, or validity of that document.

State of California

County of Santa Clara

On April 2, 2019

before me, Susan Lund

(insert name and title of the officer)

personally appeared Farhad Farahbakhshian

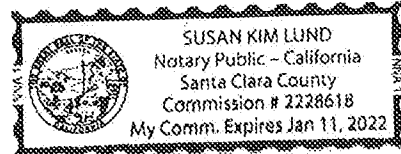
who proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

I certify under PENALTY OF PERJURY under the laws of the State of California that the foregoing paragraph is true and correct.

WITNESS my hand and official seal.

Signature Susan Lund

(Seal)



ACKNOWLEDGMENT

A notary public or other officer completing this certificate verifies only the identity of the individual who signed the document to which this certificate is attached, and not the truthfulness, accuracy, or validity of that document.

State of California

County of Santa Clara

On April 2, 2009

before me, Susan Lund

(insert name and title of the officer)

personally appeared Michael & Mandy

who proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

I certify under PENALTY OF PERJURY under the laws of the State of California that the foregoing paragraph is true and correct.

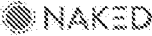


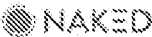
WITNESS my hand and official seal.


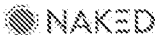
Signature Susan Lund

(Seal)



SCHEDULE A

Mark:	Application Number:	Registration Number/ Registration Date:	Class and Description of Goods or Services:
NAKED	86878436	U.S. Reg. No.: 5675611 February 12, 2019	Class 9: Downloadable computer software for monitoring, measuring and analyzing changes in body composition and fitness, and for managing information related to tracking, compliance and motivation with a health and fitness program Class 10: Electronic devices and related computer software, namely, 3D body scanning mirrors and downloadable software, sold as a unit, for scanning the human body to determine body weight, body dimension and body fat percentage and for creating a three-dimensional body avatar
	86954441		Classes 9 & 10: (same as Classes 9 & 10 word mark above)
NAKED LABS	86953826		Class 10: (same as Class 10 word mark above)
NAKED LABS	86984272	5,638,347 December 25, 2018	Class 9 (same as Class 9 word mark above)
	87924493		Class 9: (same as Class 9 word mark above)
	87924516		Class 9: Non-medical 3D scanners and related computer software sold as a unit, namely, 3D body scanning mirrors and downloadable computer software for scanning the human body to determine body weight, body dimension and body fat percentage and for creating a three-dimensional body avatar
NAKED	86878551		Class 38: Providing an online forum for the exchange of information among computer and mobile device users concerning body composition, fitness, nutrition, diet, health and wellness, personal activities, virtual community and social networking
	86954449		Class 38: (same as Class 38 word mark above)
NAKED LABS	86954248	U.S. Reg. No.: 5656132	Class 38: (same as Class 38 word mark above)

Mark:	Application Number:	Registration Number/ Registration Date:	Class and Description of Goods or Services:
		January 15, 2019	
NAKED	87924546		Class 38: (same as Class 38 word mark above)
NAKED	86878578		Class 42: providing temporary use of non-downloadable computer software in the field of health and physical fitness for monitoring, measuring, monitoring and analyzing changes in body composition and fitness, and for managing information related to tracking, compliance and motivation with a health and fitness program
 NAKED	86954452		Class 42: (same as Class 42 word mark above)
NAKED LABS	86954250		Class 42: (same as Class 42 word mark above)
NAKED	87924557		Class 42: Providing temporary use of non-downloadable computer software in the field of health and physical fitness for measuring, monitoring and analyzing changes in body composition and fitness, and for managing information related to tracking, compliance and motivation with a health and fitness program; providing temporary use of non- downloadable computer software in the fields of health and wellness for creating a three-dimensional scan of the user's body with its specific weight, dimensions, and body-fat percentage for the purpose of recommending specific consumer goods and services.
NAKED	86879808		Class 44: Providing online advice in the field of medical testing services, namely, physical fitness evaluation services; providing a website featuring information related to nutrition, diet, health and wellness
 NAKED	86954456		Class 44: (same as Class 44 word mark above)
NAKED LABS	86954432		Class 44: (same as Class 44 word mark above)
NAKED	87924571		Class 44: (same as Class 44 word mark above)