

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM549104

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	ASSIGNMENT OF THE ENTIRE INTEREST AND THE GOODWILL		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Gilbert Milam		07/06/2018	INDIVIDUAL: UNITED STATES
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Vibes Holdings LLC		
<b>Street Address:</b>	1095 Broken Sound Parkway NW		
<b>Internal Address:</b>	Suite 300		
<b>City:</b>	Boca Raton		
<b>State/Country:</b>	FLORIDA		
<b>Postal Code:</b>	33487		
<b>Entity Type:</b>	Limited Liability Company: DELAWARE		
<b>PROPERTY NUMBERS Total: 1</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Serial Number:</b>	87303807	VIBES	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	2127986915		
<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>			
<b>Phone:</b>	212 326 0831		
<b>Email:</b>	tlee@pryorcashman.com, jalbrink@pryorcashman.com		
<b>Correspondent Name:</b>	Teresa Lee		
<b>Address Line 1:</b>	c/o Pryor Cashman LLP, 7 Times Square		
<b>Address Line 4:</b>	New York, NEW YORK 10036		
<b>ATTORNEY DOCKET NUMBER:</b>	17969.00003		
<b>NAME OF SUBMITTER:</b>	Teresa Lee		
<b>SIGNATURE:</b>	/tlee/		
<b>DATE SIGNED:</b>	11/12/2019		
<b>Total Attachments: 4</b>			
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**Trademark Assignment**

This trademark assignment (“**Assignment**”) is entered into as of July 6, 2018 (the “**Effective Date**”) by and between Gilbert A. Milam, an individual professionally known as Berner (“**Transferor**”), and Vibes Holdings LLC, a Delaware limited liability company (“**Company**”).

For ten dollars (\$10.00) and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Transferor hereby:

(A) irrevocably assigns to Company:

(1) the entire right, title, and interest, everywhere in the world, to

(a) the trademarks, trademark applications and trademark registrations (including foreign counterparts therefor made under any existing or future international, bi-lateral or multi-lateral trademark conventions, agreements or treaties) set forth in Exhibit 1 attached hereto, and

(b) all of the goodwill of the business symbolized by, or otherwise associated with, the trademarks and registrations set forth in subsection (A)(1)(a) above

(all of the foregoing in this subsection (A)(1), collectively, the “**Assigned Marks**”);

(2) the right to sue third parties for infringement (including but not limited to past, present and future infringement, damages and injunctive relief) of any of the Assigned Marks based on activities occurring prior to the Effective Date hereof or hereafter; and

(3) any current or future right to receive royalties based on any of the foregoing; and


(B) agrees upon the request (and at the expense) of Company (or its successors, assigns or legal representatives) to, and if Transferor is unable or unwilling to do so authorizes Company to act in Transferor’s name to: (i) execute all oaths, assignments, powers and other documents, (ii) testify in any proceedings and otherwise take any action, and (iii) otherwise fully cooperate with Company, in each case to the extent reasonably necessary to perform Transferor’s obligations hereunder in connection with securing, perfecting, enforcing and defending the Assigned Marks and Company’s rights related to this Assignment, and in furtherance of the foregoing Transferor hereby appoints Company as Transferor’s agent and attorney in fact for, and grants to Company a power-of-attorney with full power of substitution, to execute, deliver and file any documents, and perform any acts, Company would otherwise lawfully be obligated to execute, deliver, file or perform pursuant to this sub-section (B), with the same legal force and effect as if executed, delivered, filed or performed by Transferor, and such power of attorney shall be deemed coupled with an interest for the purposes of effecting the foregoing assignments.

[Remainder of Page Intentionally Left Blank; Signature Page Follows]

IN WITNESS WHEREOF, Transferor and Company have signed this Trademark Assignment as of the Effective Date.

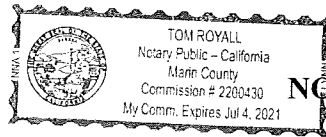
**TRANSFEROR**

**NOTARY SEAL:**

  
\_\_\_\_\_  
Gilbert A. Milam, Jr.

**COMPANY**

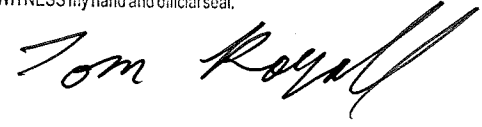
Vibes Holdings LLC,  
a Delaware limited liability company



**NOTARY SEAL:**

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 marin )ss.  
On 6-12-18 before me, Tom Royall, Notary Public,  
personally appeared Gilbert Anthony Milam Jr  
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.



By: \_\_\_\_\_  
Name: \_\_\_\_\_  
Title: \_\_\_\_\_

IN WITNESS WHEREOF, Transferor and Company have signed this Trademark Assignment as of the Effective Date.

**TRANSFEROR**

**NOTARY SEAL:**

\_\_\_\_\_  
Gilbert A. Milam, Jr.

**COMPANY**

**NOTARY SEAL:**

Vibes Holdings LLC,  
a Delaware limited liability company

By: \_\_\_\_\_  
Name: Aaron La Cascia  
Title: CEO

\_\_\_\_\_  
*Tessa Weaver*



*[Signature Page to Berner Trademark Assignment]*

**TRADEMARK**  
**REEL: 006794 FRAME: 0324**

**EXHIBIT 1**

**TRADEMARK APPLICATIONS AND REGISTRATIONS**

1. The common law Trademark: "Vibes."
2. The following Trademark applications:

<b><u>TITLE</u></b>	<b><u>CLASS(ES)</u></b>	<b><u>COUNTRY</u></b>	<b><u>SERIAL NO</u></b>	<b><u>FILING DATE</u></b>	<b><u>IMAGE</u></b>	<b><u>STATUS</u></b>
VIBES	34	United States of America	87/303807	1/17/2017	Standard Character Mark	1B filing basis
VIBES PACKS	34	United States of America	87/303800	1/17/2017	Standard Character Mark	1B Filing basis