

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM554298

SUBMISSION TYPE:	RESUBMISSION		
NATURE OF CONVEYANCE:	ASSIGNMENT OF THE ENTIRE INTEREST AND THE GOODWILL		
RESUBMIT DOCUMENT ID:	900513542		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Triton Systems, Inc.		01/20/2018	Corporation: MASSACHUSETTS
RECEIVING PARTY DATA			
Name:	GDMC USA LLC		
Doing Business As:	DBA GDMC USA LLC		
Street Address:	2780D New Holt Road		
City:	Paducah		
State/Country:	KENTUCKY		
Postal Code:	42001		
Entity Type:	Limited Liability Company: KENTUCKY		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Serial Number:	74701732	VOMAX	
CORRESPONDENCE DATA			
Fax Number:	9782504533		
<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:	9782504200		
Email:	dwilson@tritonsystems.com		
Correspondent Name:	David Model		
Address Line 1:	200 Turnpike Road		
Address Line 4:	Chelmsford, MASSACHUSETTS 01824		
NAME OF SUBMITTER:	S. David Model		
SIGNATURE:	/David Model/		
DATE SIGNED:	12/20/2019		
Total Attachments: 12			
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BILL OF SALE

NOVEMBER 11, 2010

ATO J. O. H.

WHEREAS, by a Security Agreement dated July 31, 2007, ZMC Industries, LLC, a Massachusetts limited liability company, granted a first security interest in all tangible and intangible business assets, and the proceeds and products of the above-referenced collateral, to TD Bank, N.A. as the Secured Party under said Security Agreement and successor in interest to TD Banknorth, N.A.; and

WHEREAS, in and under said Security Agreement, TD Bank, N.A. was authorized and empowered, upon any default in the performance or observance of the conditions of said Security Agreement and the obligations secured thereby, to repossess and sell the said property at public auction or private sale; and

WHEREAS, there has been such a default.

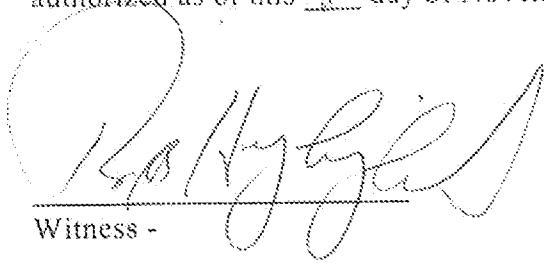
NOW, THEREFORE, KNOW ALL MEN that TD Bank, N.A., by virtue and in execution of the power contained in said Security Agreement as aforesaid, and pursuant to the Uniform Commercial Code as set forth in Chapter 106 of the Massachusetts General Laws, and every other power it hereto enabling, and in consideration of the sum of Three Hundred Twenty Thousand and 00/100 (\$320,000.00) Dollars and other valuable consideration to it paid by VOMax Acquisition LLC, the receipt whereof is hereby acknowledged, does hereby sell, assign, transfer and deliver to the said VOMax Acquisition LLC, the following:

All tangible and intangible business assets of ZMC Industries, LLC and the proceeds and products of such collateral to the full extent of Seller's right, title and interest therein.

TD Bank, N.A. hereby represents that it has the ability to execute and deliver and perform this Agreement and has taken all necessary action to authorize such execution, delivery and performance.

THE ASSETS REFERRED TO HEREIN ARE SOLD "AS IS" AND "WHERE IS" WITHOUT ANY REPRESENTATION OR WARRANTY, EXPRESS OR IMPLIED, OF ANY KIND OR NATURE, EXCEPT AS EXPRESSLY SET FORTH HEREIN, INCLUDING, WITHOUT LIMITATION, ANY REPRESENTATION OR WARRANTY AS TO MERCHANTABILITY OR FITNESS FOR A PARTICULAR PURPOSE.

IN WITNESS WHEREOF, TD Bank, N.A. has caused this Bill of Sale to be executed and delivered as an agreement under seal by Teall Gerrett, its Vice President hereunto duly authorized as of this 11th day of November, 2010.



Witness -

TD BANK, N.A.

By: 
Name: Teall Gerrett
Title: Vice President

The said VOMax Acquisition LLC hereby acknowledges receipt of the above property this 11 day of NOVEMBER, 2010.

VOMAX ACQUISITION LLC

By: 
Name: SD MODEL
Title: MANAGING MEMBER

November 1, 2010

AGREEMENT

WHEREAS, by a Security Agreement dated July 31, 2007, ZMC Industries, LLC, a Massachusetts limited liability company ("ZMC"), with its chief executive office located at 76 Industrial Drive, Northampton, Massachusetts 01060, granted a first security interest in all tangible and intangible business assets, and the proceeds and products of the above-referenced collateral, to TD Bank, N.A., as the secured party under said Security Agreement and successor in interest to TD Banknorth, N.A. ("Seller"); and

WHEREAS, in and under said Security Agreement, Seller is authorized and empowered, upon any default in the performance or observance of the conditions of said Security Agreement and the obligations secured thereby, to repossess and sell the said property by either public auction or private sale; and

WHEREAS, there has been such default; and

WHEREAS, Seller has agreed to sell at private sale and VOMax Acquisition LLC, or nominee, ("Buyer"), has agreed to buy at private sale the property set forth below in accordance with the terms set forth herein.

NOW, THEREFORE, Seller and Buyer, for good and valuable consideration, the receipt of which is hereby acknowledged, do hereby agree as follows:

1. Seller shall sell and transfer to Buyer all tangible and intangible business assets of ZMC (and the proceeds and products of such collateral), including, without limitation, (a) all proceeds, accounts receivable, inventory, work in progress, and (b) furniture, fixtures, equipment and inventory of ZMC and all products thereof, and (c) the items set forth on Schedule A hereto (collectively, the "Property"), in each case, to the full extent of Seller's rights therein. The parties acknowledge that Schedule A hereto has been prepared by ZMC and not independently confirmed by the Seller.
2. Buyer shall pay to Seller the sum of Three Hundred Twenty Thousand and 00/100 (\$320,000.00) Dollars for said property (the "Purchase Price"). A check for the purchase price shall be delivered to Seller, and the sale and conveyance of the Property contemplated herein shall be consummated (the "Closing") at 10:00 A.M. at the Offices of Buyer, 200 Turnpike Road, Chelmsford, Massachusetts or an alternative location elected by the Bank upon seven (7) days' prior notice to Buyer ("Closing Date").

TRADEMARK

REEL: 006820 FRAME: 0436

November 1, 2010

matters relevant to it in accepting this Agreement, and has reviewed all such matters with independent counsel of the Buyer's own selection.

7. The Buyer has the ability to execute and deliver and perform the covenants contained herein and has taken all necessary action to authorize such execution, delivery and performance. The Buyer's execution of this Agreement and its performance of its obligations hereunder are not subject to any further approval, vote or contingency from any person or committee.

8. The Seller hereby releases the Buyer, the Buyer's affiliates, officers, directors, employees, agents, and representatives, and all of the foregoing persons' respective successors and assigns from any claim against the Property or for successor liability related to the transactions contemplated by this Agreement, the purchase by the Buyer of the assets of ZMC, and the Loan Agreement, dated July 31, 2007, between ZMC and Seller (the "Loan Agreement"), and the above referenced Security Agreement. Notwithstanding the foregoing, the release described in this paragraph 8 shall not relieve Michael Restuccia from any guarantee or liability owed to the Seller with respect to the Loan Agreement.

9. The Buyer, without the prior written consent of the Seller, may assign this Agreement to any of its affiliates.

[Signature Page Follows]

November 1, 2010

**Schedule A
Property**

Tangible Assets

Item #	Description	Manfr	Model	Serial #	Year
Sewing Department					
1	Overlock w/elastic metering	Siruba	737-F-504m2-04	30013362	1996
2	Overlock w/elastic metering	Siruba	512m1-25	941220	1999
3	Single needle overlock	Siruba	504m305	36126200	1996
4	Single needle overlock	Pegasus	401-04	4205753	1996
5	2 needle overlock	Brother	V51	p531801	1998
6	2 needle overlock	Brother	EF4N21	37583585	1999
7	2 needle overlock	Brother	EF4N21	G9568618	1999
8	2 needle overlock	Brother	EF4N21	39569575	1998
9	2 needle overlock	Brother	e54v51226	56789967	1998
10	2-needle overlock	Yamato	a2851-05df	kym557212	2003
11	Lockstitch w/electronic control	Brother	DB2b791413a	h3kg3210	1995
12	Lockstitch w/electronic control	Brother	DB2b781431ae100	a4k04716	1995
13	lockstitch w/electronic control	Brother	Db2b781431a	n95mo9990	1996
14	coverstich	Pegasus	W664-35b2	ft540ut312	2000
15	3-needle coverstich	Kansai Special	Rx9803a	ks256395	1996
16	3-needle coverstich	Kansai Special	Rx9803a	ks730174	1997
17	3 step zigzag	Brother	L22b854903	60501837	1996
18	Flatlock stitch				2008
19	20 adj lights				
20	12 office chairs	misc			various
21	Several hand made 2X4 tables	self			various
Shipping Department					
22	Weight scale	Office Depot		HYt1765	2007
23	Hand made roll away table and storage				
Digital Printing					
24	Dell PC	Dell		4CPZFs1	2006
25	surge protector				
Art Department					
26	6 5 drawer 48" flat files	Stacor			various

Item #	Description	Manfr	Model	November 1, 2010	
				Serial #	Year
57	42"x62" Dual Station Heat Press Broken/unusable)	Practix Mfg			1994
58	7-1/2HP Air Compressor - 80 gal	Campbell Hausfield		TF51082XVA	1998
59	5 HP AIR COMPESSOR - 60 gal	Ingersoll Rand		206190052	2002
60	42" x 62" Dual Station Heat Press	Monti Antonio			2004
61	Misc. Tools and Supplies	various			various
Cutting Department					
62	5.25" Rotary Power Knife	Eastman Mfg	355	52H213	1996
63	Quan. 5 48" x 72" fabric cutting table	Spreading Mach. Exchange Inc			1996
64	72" Fabric Spreader	Spreading Mach. Exchange Inc		ES3320-72	1996
65	Quan. 6 36" w x 60"h custom tables shelv	Bill Kelly			1998
66	Sample Storage Cabinet	Bill Kelly			1996
67	Mini Cutter	ASM			1996

Intangible Assets and Accounts

United States Trademarks

USPTO Reg # (if applicable)

VO2max	Registered mark
VO2	Registered mark
VOmax	Registered mark
VOmax Techwear	Registered mark
Eco-max	Registered mark
"Aspire Higher"	Registered mark

Domain Name

www.vomax.com

Licenses

Licensor

Licensee

Major League Baseball Properties (MLBP)	ZMC Industries LLC d/b/a VOmax
NBA Properties (NBAP)	ZMC Industries LLC d/b/a VOmax
NHL Enterprises (NHLE)	ZMC Industries LLC d/b/a VOmax
King Features/Romero Britto	VOmax Technical Apparel

November 1, 2010

**Schedule A
Property**

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10	2-needle overlock	Yamato	a2851-05df	kym557212	2003
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12	Lockstitch w/electronic control	Brother	DB2b781431ae100	a4k04716	1995
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14	coverstich	Pegasus	W664-35b2	ft540ut312	2000
15	3-needle coverstich	Kansai Special	Rx9803a	ks256395	1996
16	3-needle coverstich	Kansai Special	Rx9803a	ks730174	1997
17	3 step zigzag	Brother	L22b854903	60501837	1996
18	Flatlock stitch				2008
19	20 adj lights				
20	12 office chairs	misc			various
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Shipping Department					
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25	surge protector				
Art Department					
26	6 5 drawer 48" flat files	Stacor			various

Item #	Description	Manfr	Model	Serial #	Year
27	3 officie chairs				various
28	iMac Computers	Apple		ym309vwzn1w	2006
29	iMac Computers	Apple		qp713165vuw	2008
30	iMac Computers	Apple		ym309uwzn1w	2008
31	3 copies Illustrator 4.0				
32	Inkjet printer	HP		m4966f9ow0	2009
General					
33	322 plastic tubs				2007
Office					
33	6 office chairs				various
34	6 office desks				various
35	2 3 drawer				various
36	8 4 drawer				various
37	6 window pcs				various
38	24 port ethernet switch	Cisco			2004
39	Used Lucent phone	lucent			2007
40	mac, linux servers				2002
41	30 net work router	Cisco	2950	fhk0721w05c	2004
42	fax machine				
43	paper shedder	Fellows			2008
44	10-12 FMP license				
45	12 Carbonite License, one year				
46	250 Megabyte backup system	zip		6DCM40KOB	2004
47	7-drawer 48"flat file	C and H	48 x 34		various
48	4-drawer 48" flat file	C and H	48 x 34		various
49	(quantity6) 5' tables with storages shelves				2002
50	(quantity6) 5' light tables				various
51	Epson 3000 Printer				1999
52	Scanner	Canon	D2400U	C2U005244	2002
53	Misc. Software				various
Sublimation Transfer Dept.					
54	BladesPocket Slitter and extra b	Dale		95-614	1995
55	Quan. 7 work tables w/storage shelves	Bill Kelly			various
56	Small Heat Press	George Knight	K8T	4605	2004

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VOmax Techwear	Registered mark
Eco-max	Registered mark
"Aspire Higher"	Registered mark

Domain Name

WWW.VOMAX.COM

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Licensor

Licensee

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NBA Properties (NBAP)	ZMC Industries LLC d/b/a VOmax
NHL Enterprises (NHLE)	ZMC Industries LLC d/b/a VOmax
King Features/Romero Britto	VOmax Technical Apparel



Explanation of Events for VoMax Trademark

In 2011 Triton Systems, Inc. purchased any and all assets of **VoMax** from ZMC Industries (the owner on record for **Vomax** trademark). Triton became the owner of the trademark but never officially transferred it in the USPTO. In 2018, GDMC USA LLC purchased any and all assets of VoMax from Triton, including the **Vomax** trademark.

I had previously tried to contact the lawyer on record and other contacts from the now defunct ZMC Industries -- but to no avail. It dissolved before the sale of Vomax to Triton Systems.

On behalf of Triton, I am requesting the transfer of the **Vomax** trademark to GDMC USA LLC.

I have included the historical paperwork the sale of Vomax from ZMC to Triton, and the sale of Vomax to GDMC USA LLC.

Vomax trademark ownership:

Before 2010	2011	2018
ZMC Industries (Vomax) ->	Triton Systems ->	GMC

Sincerely,

A handwritten signature in black ink, appearing to read 'Diane Wilson', is positioned below the 'Sincerely,' text.

Diane Wilson
Triton Systems, Inc.
200 Turnpike Road
Chelmsford, MA 01824

dwilson@tritonsystems.com

PRESS RELEASE



FOR IMMEDIATE RELEASE:

CONTACT:

Diane Wilson, Triton Systems, Inc., 200 Turnpike Road, Chelmsford, MA 01824

Tel: 978.250.4200 x138 . **Fax:** 978.250.4533

Email Address: dwilson@tritonsystems.com . **Web site address:** www.tritonsystems.com

Triton Systems, Inc. Acquires VOMax, Manufacturer of Cycling Apparel

Chelmsford, MA, March 8, 2011: – Triton Systems, Inc. (Triton), a product development and venturing company announced it has acquired a majority interest in VOMax, a manufacturer of performance apparel for the cycling industry. The company, its employees and facilities in Northampton, MA have been retained and will continue to operate as VOMax.

VOMax produces active lifestyle wear imprinted with high quality custom and licensed graphics for cycling, Nordic, triathlon and running markets. VOMax is also the exclusive manufacturer of licensed cycling jerseys, shorts, and arm warmers of the National Hockey League (NHL), the National Basketball Association (NBA) and Major League Baseball (MLB). You can choose from any of the 90 team cycling jerseys, shorts, and arm warmers available at their retail website, www.vomaxgear.com.

Through its advanced dye sublimation process, VOMax is able to produce the most vibrant and permanent graphics in the industry. VOMax also offers cutting edge fabric technology in producing their lifestyle active wear. Their line of specialty fabric blends enable superior wicking that is lightweight, moisture resistant, breathable, muscle supporting, stretchable and many other capabilities depending on the application.

“Acquiring VOMax is a perfect opportunity for Triton to partner with an active lifestyle wear company where we can apply our ASSET™ antimicrobial, water repellent and stain resistant coatings,” said Ross Haghighat, Triton President and CEO. “Our ASSET™ coatings technology is an energy efficient, solvent free process for ultrathin, rugged, highly functional surface modifications and coatings – ideal for woven and non-woven fabrics.” The ability to use ASSET™ coatings technology on retail products is a major milestone for the company as they move forward with commercialization plans for its ASSET™ Nanocoatings.

“This is great fit for both companies and the transaction will strengthen our ability to serve both new and existing customers,” said Micheal Restuccia, President and CEO of VOMax. “We are excited to partner with Triton as we take VOMax to the next level.”

About VOMax (www.VOMax.com and www.VOMaxgear.com)

VOMax is an active lifestyle wear company specializing in performance apparel to outfit riders, skiers, runners and triathlon racers around the United States for 28 years. Whether you're a cyclist, a triathlete, a runner or a Nordic skier, VOMax makes the apparel that helps improve your performance. VOMax is also the exclusive manufacturer of licensed cycling jerseys, shorts, and arm warmers of the National Hockey League, the National Basketball Association and Major League Baseball.

About Triton Systems, Inc. (Triton) (www.tritonsystems.com)

Triton Systems, Inc. (Triton) is an advanced materials, coatings and engineering systems company headquartered near Boston, Massachusetts. Triton selectively combines US Government funds with private equity investments to transition ideas to the marketplace. Founded in 1992, Triton, along with its affiliates, has three locations in Massachusetts, a coatings facility in North Dakota, a life science group in Berkeley, California, and a manufacturing site in Domat-EMS, Switzerland.