

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM568192

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNMENT OF THE ENTIRE INTEREST AND THE GOODWILL		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
OXFORD LEARNING CENTRES, INC.		02/20/2020	Corporation: CANADA
RECEIVING PARTY DATA			
Name:	OX ROYALTIES LIMITED PARTNERSHIP		
Street Address:	510 BURRARD STREET, SUITE 902		
City:	VANCOUVER, BRITISH COLUMBIA		
State/Country:	CANADA		
Postal Code:	V6C 3A8		
Entity Type:	Limited Partnership: CANADA		
PROPERTY NUMBERS Total: 12			
Property Type	Number	Word Mark	
Registration Number:	2763437	BEYOND TUTORING	
Registration Number:	3658954	WAY BEYOND TUTORING	
Registration Number:	5213198	GRADEPOWER LEARNING	
Registration Number:	4219340	GRADE POWER	
Registration Number:	4304723	GRADE POWER LEARNING	
Registration Number:	4367912	GPA 5.0	
Registration Number:	4369297	GPA 5.0	
Registration Number:	2245060	OXFORD LEARNING CENTERS	
Registration Number:	2751976	OXFORD BEYOND TUTORING	
Registration Number:	3228979	SHOEBOX PHONICS	
Registration Number:	3052615	VOWEL MOUNTAIN	
Registration Number:	3813142	OXFORD LEARNING CENTRES	
CORRESPONDENCE DATA			
Fax Number:	3152338320		
<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:	3152338300		
Email:	jstevens@burrandbrown.com		
Correspondent Name:	KEVIN C. BROWN		

OP \$315.00 2763437

Address Line 1: P.O. BOX 869
Address Line 4: FAYETTEVILLE, NEW YORK 13066

NAME OF SUBMITTER: JANET M. STEVENS

SIGNATURE: /JANET M. STEVENS/

DATE SIGNED: 03/20/2020

Total Attachments: 6

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ASSIGNMENT OF OXFORD RIGHTS

BY:

OXFORD LEARNING CENTRES, INC. (the “**Assignor**”), a company amalgamated under the laws of the Province of Ontario, having its registered office at Suite 230 – 747 Hyde Park Road, London, Ontario, N6H 3S3

IN FAVOUR OF:

OX ROYALTIES LIMITED PARTNERSHIP (the “**Assignee**”), a limited partnership formed under the laws of the Province of British Columbia, having an office at Suite 902 - 510 Burrard Street, Vancouver, British Columbia V6C 3A8

WHEREAS:

- A. Pursuant to an acquisition agreement dated February 5, 2020 (the “**Acquisition Agreement**”) between the Assignor, Diversified Royalty Corp. (“**DIV**”), and the Assignee, the Assignor agreed to sell to the Assignee all of its right, title and interest in the Oxford Rights (as such term is defined in the Acquisition Agreement), including without limitation, the trademark applications and trademark registrations listed in Schedule A attached hereto;
- B. Blue Crayon, Inc. (“**Blue Crayon**”) is the registered owner of the Canadian and United States trademark applications and trademark registrations listed in Schedule A attached hereto;
- C. Oxford Learning Centres, Inc. (“**Pre-Amalgamation Oxford Learning**”) is the registered owner of the Bahamas, Ireland and Kuwait trademark registrations listed in Schedule A attached hereto; and
- D. On January 2, 2020, Blue Crayon, Pre-Amalgamation Oxford Learning and certain other entities amalgamated under the *Business Corporations Act* (Ontario) to form the Assignor.

NOW THEREFORE, in consideration of the sum of one dollar (\$1.00) and the other consideration as set out in the Acquisition Agreement, the receipt and sufficiency of which are hereby acknowledged by the parties, the Assignor hereby:

1. sells, assigns and transfers to the Assignee all of the Assignor’s right, title and interest in the Oxford Rights, including without limitation, the trademark applications and trademark registrations listed in Schedule A attached hereto, along with all goodwill attached thereto; and
2. agrees that it will execute and deliver to the Assignee any other necessary or desirable documents and generally provide such further assurances as may be required in order to complete the sale, assignment and transfer of the Oxford Rights to the Assignee.

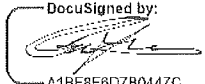
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DATED this 20th day of February, 2020.

OXFORD LEARNING CENTRES, INC.

By: _____
Authorized Signatory

**OX ROYALTIES LIMITED
PARTNERSHIP**, by its general partner, **OX
ROYALTIES GP INC.**

Per:  _____
A1BF8F6D7B0447C...
Authorized Signatory

DATED this 20th day of February, 2020.

OXFORD LEARNING CENTRES, INC.

By: 

Authorized Signatory

**OX ROYALTIES LIMITED
PARTNERSHIP, by its general partner, OX
ROYALTIES GP INC.**

Per: _____
Authorized Signatory

SCHEDULE A
OXFORD MARKS

Trademarks – Canada

REGISTRATION/APPLICATION NO.	TRADEMARK
Registration # TMA473,163	OXFORD LEARNING CENTRES
Registration # TMA459,688	MAN AND CHILDREN (Design)
Registration # TMA523,434	LITTLE READERS
Registration # TMA521,645	BEAT MATH
Registration # TMA585,709	BEYOND TUTORING
Registration # TMA590,830	OXFORD BEYOND TUTORING (Design)
Registration # TMA597,770	ADVANTAGE & Design
Registration # TMA602,701	VOWEL MOUNTAIN
Registration # TMA606,982	SHOEBOX PHONICS
Registration # TMA603,860	LITTLE READERS ACADEMY (Design)
Registration # TMA618,442	A NEW WAY OF THINKING
Registration # TMA623,629	SKILLS FOR SUCCESS, LESSONS FOR LIFE
Registration # TMA639,934	OXFORD LEARNING (Design)
Registration # TMA648,118	OXFORD LEARNING
Registration # TMA654,216	SAT PLUS
Registration #TMA690,042	MATH AND SCIENCE EXTREME

REGISTRATION/APPLICATION NO.	TRADEMARK
Registration #TMA690,043	MATH EXTREME
Registration #TMA712,388	MAKING A WORLD OF DIFFERENCE ONE CHILD AT A TIME
Registration #TMA776,184	WAY BEYOND TUTORING
Registration #TMA754,208	POWER MATH
Registration #TMA754,534	POWER MATH DESIGN
Registration #TMA775,161	BETTER GRADES, GREATER CONFIDENCE, OXFORD LEARNING
Registration #TMA779,753	LEAVES DROP, GRADES SHOULDN'T
Registration #TMA894,283	BETTER GRADES START HERE
Registration #TMA952,197	R.E.A.D. Elite
Registration #TMA952,198	R.E.A.D. Elite and Design
Application #1907051	READING EXCELLENCE
Application #1907053	READING ORIGINS
Application #1913700	DESTINATION FRANÇAIS
Application #1937680	OXFORD CANADA and Design

Trademarks – United States

REGISTRATION/APPLICATION NO.	TRADEMARK
Registration #2,763,437	BEYOND TUTORING
Registration #3,658,954	WAY BEYOND TUTORING

Signature Page to the Assignment of Oxford Rights

REGISTRATION/APPLICATION NO.	TRADEMARK
Registration #5,213,198	GRADEPOWER LEARNING
Registration #4,219,340	GRADE POWER
Registration #4,304,723	GRADE POWER LEARNING DESIGN (STACKED)
Registration #4,367,912	GPA 5.0 (WITH CHECK MARK)
Registration #4,369,297	GPA 5.0
Registration #2,245,060	OXFORD LEARNING CENTERS
Registration #2,751,976	OXFORD BEYOND TUTORING (DESIGN)
Registration #3,228,979	SHOEBOX PHONICS
Registration #3,052,615	VOWEL MOUNTAIN
Registration #3,813,142	OXFORD LEARNING CENTRES
Application #88/020,223	READING ORIGINS

Trademarks – Others

REGISTRATION NO.	TRADEMARK	JURISDICTION
Registration #29308	OXFORD LEARNING CENTRES	Bahamas
Registration #233937	ADVANTAGE SUCCESS CENTRES	Ireland
Registration #60355	OXFORD LEARNING CENTRES	Kuwait