

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
 Stylesheet Version v1.2

ETAS ID: TM569498

| | | | |
|---|--|-----------------------|---------------------------------------|
| SUBMISSION TYPE: | NEW ASSIGNMENT | | |
| NATURE OF CONVEYANCE: | ASSIGNMENT OF THE ENTIRE INTEREST AND THE GOODWILL | | |
| CONVEYING PARTY DATA | | | |
| Name | Formerly | Execution Date | Entity Type |
| WILDFOX COUTURE IP HOLDINGS, LLC | | 03/27/2020 | Limited Liability Company: CALIFORNIA |
| RECEIVING PARTY DATA | | | |
| Name: | Gemini Records, LLC | | |
| Street Address: | 7095 HOLLYWOOD BLVD., STE 833 | | |
| City: | Los Angeles | | |
| State/Country: | CALIFORNIA | | |
| Postal Code: | 90028 | | |
| Entity Type: | Limited Liability Company: ILLINOIS | | |
| PROPERTY NUMBERS Total: 6 | | | |
| Property Type | Number | Word Mark | |
| Serial Number: | 87320767 | SOMMERS | |
| Serial Number: | 86615429 | SOMMERS | |
| Serial Number: | 87327775 | SOMMERS | |
| Serial Number: | 87320770 | SOMMERS | |
| Serial Number: | 87022802 | SOMMERS | |
| Serial Number: | 87320765 | SOMMERS | |
| CORRESPONDENCE DATA | | | |
| Fax Number: | | | |
| <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: | 2138915031 | | |
| Email: | jreider@buchalter.com, ipdocket@buchalter.com | | |
| Correspondent Name: | Jessie K. Reider, CA Bar No. 237113 | | |
| Address Line 1: | 1000 Wilshire Blvd., Suite 1500 | | |
| Address Line 2: | Buchalter | | |
| Address Line 4: | Los Angeles, CALIFORNIA 90017 | | |
| NAME OF SUBMITTER: | Jessie K. Reider, CA Bar No. 237113 | | |
| SIGNATURE: | /jkr/ | | |
| DATE SIGNED: | 03/30/2020 | | |

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Total Attachments: 11

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TRADEMARK ASSIGNMENT

WHEREAS WILDFOX COUTURE IP HOLDINGS, LLC, a California limited liability company and Lee Lee Lunettes, LLC, a California limited liability company (together collective "Assignor") each, as applicable, own the trademarks, including the applications, registrations, common law rights, all business represented by the trademark, all related goodwill, and the right to sue for past infringement, identified in Exhibit A hereto (the "Marks"); and

WHEREAS, Gemini Records, LLC, an Illinois limited liability company with an address of 7095 HOLLYWOOD BLVD., STE 833, LOS ANGELES, CA 90028 ("Assignee"), desires to acquire all right, title and interest in and to the Marks, the applications and registrations thereof, all goodwill associated therewith, all common law rights, all business associated with and represented by the Marks, and the right to sue for past infringement.

NOW THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, each Assignor hereby conveys and assigns to Assignee the entire right, title and interest in and to the Marks, the applications and registrations thereof, all common law rights, the business associated with and represented by the Marks, together with all goodwill of the business represented and symbolized thereby with all rights to sue and recover damages and/or profits for past infringements.

Dated: March 27, 2020

Assignor: Wildfox Couture IP Holdings, LLC

By: _____

Name: James "Jimmy" Sommers

Title: Member

Lee Lee Lunettes, LLC

By: _____

Name: _____

Title: _____

Assignee: Gemini Records, LLC

By: _____

Name: James "Jimmy" Sommers

Title: Member

Exhibit A

Marks


| Country | Mark | Goods/Services | Serial No. | Reg. No | Owner |
|-----------|---------|---|-------------|-------------|----------------------------------|
| Australia | SOMMERS | <p>03: Beauty and beauty balm creams, beauty gels, beauty lotions, beauty masks, beauty serums; soap including beauty soap; colognes, perfumery, fragrances; cosmetics and make-up; hair lotion, hair nourishers, essential oils, hair oils; nail gel, nail polish; shampoo, hair conditioners; facial beauty masks; dentifrices.</p> <p>09: Eyewear including spectacles, glasses, sunglasses and eyeglasses; cases for spectacles, glasses, sunglasses and eyeglasses; eyewear cases, cords and frames; eyewear pouches.</p> <p>14: Precious metals and their alloys and goods in precious metals or coated therewith not included in other classes; jewellery; precious stones; horological and chronometric instruments including watches.</p> <p>18: Leather and imitations of leather and goods made of these materials; bags, trunks and travelling bags including athletic bags, clutches, crossbody bags, drawstring bags, drawstring pouches, duffle bags, gym bags, hobo bags, leather bags, luggage, overnight bags, purses, shoulder bags, sling bags, sports bags, tote bags, travelling bags, wallets, weekend bags, sack packs, namely, drawstring bags used as backpacks, umbrellas.</p> | 1,824,168 | 1,824,168 | Wildfox Couture IP Holdings, LLC |
| Brazil | SOMMERS | 03: Beauty creams; Beauty gels; Beauty lotions; Beauty masks; | 912,283,475 | 912,283,475 | Wildfox Couture IP Holdings, LLC |

| Country | Mark | Goods/Services | Serial No. | Reg. No | Owner |
|---------|---------|--|-------------|-------------|----------------------------------|
| | | Beauty serums; Beauty soap; Beauty balm creams; Cologne; Colognes, perfumes and cosmetics; Cosmetics; Cosmetics and make-up; Fragrances; Hair lotion; Hair nourishers; Hair oils; Make-up; Nail gel; Nail polish; Perfume; Perfumes and colognes; Shampoo-conditioners; Shampoos; Colognes, perfumes and cosmetics; Colognes, perfumes and cosmetics; Cosmetics and make-up; Facial beauty masks; Hair conditioner; Perfumes and colognes; Shampoo-conditioners. | | | |
| Brazil | SOMMERS | 09: Cases for eyeglasses and sunglasses; Eyewear; Eyewear cases; Eyewear pouches; Sunglasses. | 912,283,580 | 912,283,580 | Wildfox Couture IP Holdings, LLC |
| Brazil | SOMMERS | 14: Jewelry; watches. | 912,283,653 | 912,283,653 | Wildfox Couture IP Holdings, LLC |
| Brazil | SOMMERS | 18: Bags, namely Athletic bags; Clutches; Crossbody bags; Drawstring bags; Drawstring pouches; Duffle bags; Gym bags; Hobo bags; Leather bags; Luggage; Overnight bags; Purses; Shoulder bags; Sling bags; Sports bags; Tote bags; Travelling bags; Wallets; Weekend bags; Sack packs, namely, drawstring bags used as backpacks. | 912,283,734 | n/a | Wildfox Couture IP Holdings, LLC |
| Brazil | SOMMERS | 25: Clothing, namely Bottoms; Dresses; Jackets; Pants; Scarves; Sweaters; T-shirts; Tops; Jeans; Headwear; Hooded Sweatshirts. | 912,283,866 | n/a | Wildfox Couture IP Holdings, LLC |
| Canada | SOMMERS | 03: Beauty creams; Beauty gels; Beauty lotions; Beauty masks; Beauty serums; Beauty soap; Beauty balm creams; Cologne; Colognes, perfumes and | 1,823,323 | n/a | Wildfox Couture IP Holdings, LLC |

| Country | Mark | Goods/Services | Serial No. | Reg. No | Owner |
|---------|------|--|------------|---------|-------|
| | | <p>cosmetics; Cosmetics; Cosmetics and make-up; Fragrances; Hair lotion; Hair nourishers; Hair oils; Make-up; Nail gel; Nail polish; Perfume; Perfumes and colognes; Shampoo-conditioners; Shampoos; Colognes, perfumes and cosmetics; Colognes, perfumes and cosmetics; Cosmetics and make-up; Facial beauty masks; Hair conditioner; Perfumes and colognes; Shampoo-conditioners.</p> <p>09: Cases for eyeglasses and sunglasses; Eyewear; Eyewear cases; Eyewear pouches; Sunglasses.</p> <p>14: Jewelry; Watches.</p> <p>18: Athletic bags; Clutches; Crossbody bags; Drawstring bags; Drawstring pouches; Duffle bags; Gym bags; Hobo bags; Leather bags; Luggage; Overnight bags; Purses; Shoulder bags; Sling bags; Sports bags; Tote bags; Travelling bags; Wallets; Weekend bags; Sack packs, namely, drawstring bags used as backpacks (priority claim).</p> <p>25: Clothing, namely bottoms, namely skirts, pants, trousers, short pants, skorts, cut-offs, capris, jeans, sweatpants, leggings, stretchy pants; Tops namely, t-shirts, long sleeved t-shirts, sweaters, tank tops, fleece tops, knitted tops, tube tops, warm-up tops, woven tops, halters, bikini tops, blouses, sleeveless blouses, hooded sweatshirts, sleeveless hoodies, shirts with collars and buttons (shirts), crops (sleeveless shirts); Dresses; Jackets; Footwear, namely women's shoes namely</p> | | | |

| Country | Mark | Goods/Services | Serial No. | Reg. No | Owner |
|---------|---------|--|------------|-----------|----------------------------------|
| | | dress shoes, high-heeled shoes, boots, slippers, flat shoes, sandals, runners, sneakers; men's shoes namely dress shoes, boots, sandals, runners. sneakers, walking shoes, hiking shoes, tennis shoes; Headwear, namely scarves, visors, ball caps, ladies hats, men's brimmed hats, knitted hats, straw hats, beanies, toque; Gloves; Scarves. | | | |
| China | SOMMERS | 03: Fragrances. | 22771195A | 22771195A | Wildfox Couture IP Holdings, LLC |
| China | SOMMERS | 09: Cases for eyeglasses and sunglasses; Eyewear; Eyewear cases; Eyewear pouches; Sunglasses; Computers hardware; counters; franking (apparatus to check -); false coin detector; coin-operated apparatus (mechanisms for -); dictating machines; holograms; hemline markers; voting machines; ernie; handprints testing machine; photocopiers [photographic, electrostatic, thermic]; weighing apparatus and instruments; measures; electronic notice boards; telephone apparatus; compact disc; cameras [photography]; surveying apparatus and instruments; optical apparatus and instruments; electricity mains (material for -) [wires, cables]; semi-conductors; integrated circuits; conductors, electric; transducer; fluorescent screens; remote control apparatus; optical fibers [fibres] [light conducting filaments]; heat regulating apparatus; lightning arresters; electrolyzers; fire extinguishing apparatus; radiological apparatus for industrial purposes; | 22772117 | n/a | Wildfox Couture IP Holdings, LLC |


| Country | Mark | Goods/Services | Serial No. | Reg. No | Owner |
|----------------|---------|--|------------|----------|----------------------------------|
| | | protection devices for personal use against accidents; alarms; batteries, electric; cartoon; egg-candlers; dog whistles; magnets (decorative-); electrified fences; portable remote control car stop. | | | |
| China | SOMMERS | 14: Jewelry; watches; precious metals, unwrought or semi-wrought; boxes of precious metal. | 22772176 | n/a | Wildfox Couture IP Holdings, LLC |
| China | SOMMERS | 18: Bags, namely Athletic bags; Clutches; Crossbody bags; Duffle bags; Leather bags; Luggage; Overnight bags; Purses; Shoulder bags; Sling bags; Sports bags; Tote bags; Travelling bags; Wallets; Weekend bags; Drawstring bags used as backpacks; Leather, unworked or semi-worked; Furniture (leather trimmings for -); Laces (leather -); Umbrellas; canes; Harness for animals; Barrel bags; Bags for sports; Soft bags. | 22772175 | 22772175 | Wildfox Couture IP Holdings, LLC |
| China | SOMMERS | 25: Clothing; Dresses; Jackets; Pants; Scarves; Sweaters; T-shirts; Jeans; Headwear; Hooded Sweatshirts; Footwear; Hosiery; Gloves [clothing]; Belts [clothing]; Chasubles; Sashes for wear; Caps (shower -); Sleep masks; Wedding dress; Shawl used for cutting hair; Trousers; Coats. | 22772114 | n/a | Wildfox Couture IP Holdings, LLC |
| European Union | SOMMERS | 03: Beauty creams; Beauty gels; Beauty lotions; Beauty masks; Beauty serums; Beauty soap; Beauty balm creams; Cologne; Colognes, perfumes and cosmetics; Cosmetics; Cosmetics and make-up; Fragrances; Hair lotion; Hair nourishers; Hair oils; Make-up; Nail gel; Nail polish; Perfume; Perfumes and colognes; Shampoo-conditioners; Shampoos; Colognes, perfumes | 16322257 | 16322257 | Wildfox Couture IP Holdings, LLC |

| Country | Mark | Goods/Services | Serial No. | Reg. No | Owner |
|---------|--|--|------------|---------|-----------------------|
| | | <p>and cosmetics; Colognes, perfumes and cosmetics; Cosmetics and make-up; Facial beauty masks; Hair conditioner.</p> <p>09: Cases for eyeglasses and sunglasses; Eyewear; Eyewear cases; Eyewear pouches; Sunglasses.</p> <p>14: Jewelry; watches.</p> <p>18: Bags, namely Athletic bags; Clutches; Crossbody bags; Drawstring bags; Drawstring pouches; Duffle bags; Gym bags; Hobo bags; Leather bags; Luggage; Overnight bags; Purses; Shoulder bags; Sling bags; Sports bags; Tote bags; Travelling bags; Wallets; Weekend bags; Sack packs, namely, drawstring bags used as backpacks.</p> <p>25: Clothing; footwear; Clothing, namely Bottoms; Dresses; Jackets; Pants; Scarves; Sweaters; T-shirts; Tops; Jeans; Headwear; Hooded Sweatshirts.</p> | | | |
| Japan | <p>BENJAMIN & Design</p>  | 09: Optical apparatus and instruments; Spectacles (eyeglasses and goggles). | 2008-40798 | 5339148 | Lee Lee Lunettes, LLC |

| Country | Mark | Goods/Services | Serial No. | Reg. No | Owner |
|---------|---------|---|---------------|------------|----------------------------------|
| Japan | SOMMERS | <p>03: Beauty creams; beauty gels; beauty lotions; beauty masks; beauty serums; beauty soap; beauty balm creams; Cologne; colognes, perfumes and cosmetics; cosmetics; cosmetics and make-up; fragrances; hair lotion; hair nourishers; hair oils; make-up; nail gel; nail polish; perfume; perfumes and colognes; shampoo-conditioners; shampoos; facial beauty masks; hair conditioner.</p> <p>09: Cases for eyeglasses and sunglasses; eyewear; eyewear cases; eyewear pouches; sunglasses.</p> <p>14: Jewelry; watches.</p> <p>18: Bags, namely Athletic bags; clutches; crossbody bags; drawstring bags; drawstring pouches; duffle bags; gym bags; hobo bags; leather bags; luggage; overnight bags; purses; shoulder bags; sling bags; sports bags; tote bags; travelling bags; wallets; weekend bags; sack packs, namely, drawstring bags used as backpacks.</p> <p>25: Clothing, namely Bottoms; dresses; jackets; pants; scarves; sweaters; tshirts; tops; jeans; headwear; hooded sweatshirts.</p> | 2017-12058 | 5977140 | Wildfox Couture IP Holdings, LLC |
| Korea | SOMMERS | <p>03: Beauty creams; Beauty gels; Beauty lotions; Beauty masks; Beauty serums; Beauty soap; Beauty balm creams; Cologne,, perfumes and cosmetics; and make-up; Fragrances for personal use; Hair lotion; Hair nourishers; Hair oils; Nail gel; Nail polish; Shampoo-conditioners; Shampoos; Facial beauty masks;</p> | 40-2017-14520 | 40-1491771 | Wildfox Couture IP Holdings, LLC |

| Country | Mark | Goods/Services | Serial No. | Reg. No | Owner |
|---------|---------|---|------------|---------|----------------------------------|
| | | <p>Hair conditioner.</p> <p>09: Cases for eyeglasses and sunglasses; Eyewear; Eyewear cases; Eyewear pouches; Sunglasses.</p> <p>14: Jewellery; personal ornaments of precious metal; watches.</p> <p>18: Bags, namely Athletic bags; Clutches; Crossbody bags; Drawstring bags; Drawstring pouches; Duffle bags; Gym bags; Hobo bags; Leather bags; Luggage; Overnight bags; Purses; Shoulder bags; Sling bags; Sports bags; Tote bags; Travelling bags; Wallets; Weekend bags; Sack packs, namely, drawstring bags used as backpacks.</p> | | | |
| Mexico | SOMMERS | <p>03: Beauty creams; Beauty gels; Beauty lotions; Beauty masks; Beauty serums; Beauty soap; Beauty balm creams; Colognes; Perfumes; Cosmetics; Make-up; Fragrances; Hair lotion; Hair nourishers; Hair oils; Nail gel; Nail polish; Shampoo-conditioners; Shampoos.</p> | 1852929 | 1752628 | Wildfox Couture IP Holdings, LLC |
| Mexico | SOMMERS | <p>09: Cases for eyeglasses and sunglasses; optical articles, cases for optical articles; bags for optical articles (adapted to the product); sunglasses.</p> | 1852930 | 1752629 | Wildfox Couture IP Holdings, LLC |
| Mexico | SOMMERS | <p>14: Jewelry; watches.</p> | 1852931 | 1752630 | Wildfox Couture IP Holdings, LLC |

| Country | Mark | Goods/Services | Serial No. | Reg. No | Owner |
|---------------|---------|--|------------|-----------|----------------------------------|
| Mexico | SOMMERS | 18: Sports bags; Evening handbags; Shoulder bags; Hand bags; Canvas bags; Gym bags; Hobo-type bags; Luggage; Purses; Leather bags; Messenger bags; Tote bags; Travel bags; Wallets; Backpacks. | 1852933 | 1761945 | Wildfox Couture IP Holdings, LLC |
| Mexico | SOMMERS | 25: Bottoms; Footwear; Gloves; Headwear; Hooded sweatshirts; Jeans; Scarves; Shirts; Sweaters; Tops; T-shirts. | 1852934 | 1752631 | Wildfox Couture IP Holdings, LLC |
| United States | SOMMERS | 03: Beauty creams; Beauty gels; Beauty lotions; Beauty masks; Beauty serums; Beauty soap; Beauty balm creams; Cologne; Colognes, perfumes and cosmetics; Cosmetics; Cosmetics and make-up; Fragrances; Hair lotion; Hair nourishers; Hair oils; Make-up; Nail gel; Nail polish; Perfume; Perfumes and colognes; Shampoo-conditioners; Shampoos; Colognes, perfumes and cosmetics; Colognes, perfumes and cosmetics; Cosmetics and make-up; Facial beauty masks; Hair conditioner; Perfumes and colognes; Shampoo-conditioners. | 87/320,767 | n/a | Wildfox Couture IP Holdings, LLC |
| United States | SOMMERS | 09: Cases for eyeglasses and sunglasses; Eyewear; Eyewear cases; Eyewear pouches; Sunglasses. | 86/615,429 | 4,929,362 | Wildfox Couture IP Holdings, LLC |
| United States | SOMMERS | 14: Jewelry; watches. | 87/327,775 | n/a | Wildfox Couture IP Holdings, LLC |
| United States | SOMMERS | 18: Athletic bags; Clutches; Crossbody bags; Drawstring bags; Drawstring pouches; Duffle bags; Gym bags; Hobo bags; Leather bags; Luggage; Overnight bags; Purses; Shoulder bags; Sling bags; | 87/320,770 | n/a | Wildfox Couture IP Holdings, LLC |

| Country | Mark | Goods/Services | Serial No. | Reg. No | Owner |
|---------------|--|---|------------|-----------|----------------------------------|
| | | Sports bags; Tote bags; Travelling bags; Wallets; Weekend bags; Sack packs, namely, drawstring bags used as backpacks. | | | |
| United States | SOMMERS | 25: Bottoms; Headwear; Hooded sweatshirts; Scarves; Shirts; Sweaters; Tops; T-shirts. | 87/022,802 | 5,234,096 | Wildfox Couture IP Holdings, LLC |
| United States | SOMMERS | 35: Retail store services featuring clothing, apparel, swimwear, underwear, intimates, footwear, bags and related accessories; On-line retail store services featuring clothing, apparel, swimwear, underwear, intimates, footwear, bags and related accessories. | 87/320,765 | n/a | Wildfox Couture IP Holdings, LLC |
| United States | BENJAMIN & Design  | 09: Eyewear, namely, sunglasses, eyeglasses, frames and lenses. | 77/978,716 | 3,769,262 | Lee Lee Lunettes, LLC |