

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM587996

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNMENT OF THE ENTIRE INTEREST AND THE GOODWILL		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Otto International (USA), LLC		06/16/2020	Limited Liability Company: DELAWARE
RECEIVING PARTY DATA			
Name:	Senior Brands, LLC		
Street Address:	347 Fifth Avenue, Suite 506		
City:	New York		
State/Country:	NEW YORK		
Postal Code:	10016		
Entity Type:	Limited Liability Company: NEW YORK		
PROPERTY NUMBERS Total: 6			
Property Type	Number	Word Mark	
Registration Number:	1272741	BOMBAY	
Registration Number:	4625819	BOMBAY	
Registration Number:	4625827	BOMBAY	
Registration Number:	1999211	THE BOMBAY COMPANY	
Registration Number:	1369593	THE BOMBAY COMPANY	
Registration Number:	1862528	THE MEMORY BOX	
CORRESPONDENCE DATA			
Fax Number:	2129537201		
<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:	2124159200		
Email:	ny.trademark@dorsey.com		
Correspondent Name:	Sarah M. Robertson, Dorsey & Whitney LLP		
Address Line 1:	51 West 52nd Street		
Address Line 4:	New York, NEW YORK 10019-6119		
ATTORNEY DOCKET NUMBER:	511919-00001		
NAME OF SUBMITTER:	Sarah M. Robertson		
SIGNATURE:	/smr/		
DATE SIGNED:	07/22/2020		

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Total Attachments: 7

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Schedule 2.2

Trademark Assignment

TRADEMARK ASSIGNMENT

WHEREAS, Otto International (USA), LLC, a Delaware limited liability company with its principal offices located at 100 SE Executive Drive, Unit 2, Bentonville, AR 72712 (“ASSIGNOR”) owns certain trademarks and applications and/or registrations for such marks, as listed in Exhibit A attached hereto and incorporated herein by this reference (“MARKS”); and

WHEREAS, Senior Brands, LLC with its principal offices located at 347 5th Avenue, Suite 506, New York, NY 10016 (“ASSIGNEE”), desires to acquire all of the right, title and interest of ASSIGNOR in, to and under the MARKS, together with the goodwill of the business symbolized by the MARKS;

WHEREAS, ASSIGNOR and ASSIGNEE have entered into a certain Trademark and Domain Name Purchase Agreement dated [●], 2020 (“TPA”), assigning ASSIGNOR’s right, title and interest in, to, and under the MARKS from ASSIGNOR to ASSIGNEE;

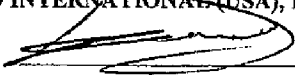
NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, and subject to the terms and conditions of the TPA, ASSIGNOR does hereby convey, assign, and transfer unto ASSIGNEE its entire right, title and interest in and to the MARKS, and to the applications and/or registrations for the MARKS, together with the goodwill of the business symbolized by the MARKS and the portion of the business of the ASSIGNOR to which the MARKS pertain, together with all benefits, privileges, powers, rights, causes of action (whether accrued or accruing in the past, present or future), and remedies under, pursuant to or related thereto, including, without limitation, all rights to apply for, file, register, maintain, extend or renew same, all rights to transfer and grant licenses and other rights with respect thereto, and all rights to enforce, and bring actions for all past, present and future infringements, misappropriations or other violations of or relating thereto and to settle, and collect and retain the proceeds from, any such actions. ASSIGNEE hereby accepts such conveyance, assignment, and transfer.

This Trademark Assignment shall be governed by the laws of the State of New York.

[Signatures Follow On Next Page.]

IN WITNESS WHEREOF, ASSIGNOR and ASSIGNEE have caused this Trademark Assignment to be duly executed by an authorized officer on this 16 day of June, 2020.

OTTO INTERNATIONAL (USA), LLC

By:  _____

Name: DANIEL CHANG

Title: President

SENIOR BRANDS, LLC

By:  _____

Name: Stan Barlow


Title: VP






Schedule 2.3




Prop 65 Notice of Violation dated April 29, 2020

EXHIBIT A TO TRADEMARK ASSIGNMENT

MARKS

<u>Mark/Serial Number/Registration Number/Listed Owner</u>	<u>Country</u>	<u>Class/Goods and Services</u>	<u>Status</u>
BOMBAY Serial No: 73/369,588 Reg. No: 1,272,741 Otto International (USA) LLC	United States of America	Class 20: Furniture and articles of wood consisting of tables, chairs, and accessory boxes	Registered App Date: 06/14/1982 Reg Date: 04/03/1984 Renewal Due: 04/03/2024
BOMBAY Serial No: 85/982,607 Reg. No: 4,625,819 Otto International (USA) LLC	United States of America	Class 14: Items made in whole or part of precious metal, namely, sculptures, jewelry boxes, and clocks Class 20: Full line of furniture Class 21: Serving platters and trays Class 24: Bed and table linen; wall hangings made of textile; fabric window coverings and treatments, namely, curtains, draperies, sheers, swags and valances Class 35: Online retail store services and mail-order catalog services featuring furniture, house wares, home accessories, tableware, bed linens, wall décor, lighting and gift items	Registered App Date: 05/12/2011 Reg Date: 10/21/2014 Section 8 & 15 Due: 10/21/2020
BOMBAY & DESIGN Serial No: 85/982,719 Reg. No: 4,625,827 Otto International (USA) LLC 	United States of America	Class 14: Items made in whole or part of precious metal, namely, sculptures, jewelry boxes, and clocks Class 20: Full line of furniture Class 21: Serving platters and trays Class 24: Bed and table linen; wall hangings made of textile; fabric window coverings and treatments, namely, curtains, draperies, sheers, swags and valances Class 35: Online retail store services and mail-order catalog services featuring furniture, house wares, home accessories, tableware, bed linens, wall décor, lighting and gift items	Registered App Date: 05/12/2011 Reg Date: 10/21/2014 Section 8 & 15 Due: 10/21/2020
BOMBAY & DESIGN Serial No: 1177628	Mexico	Class 20: Furniture, mirrors, picture frames, goods (not	Registered App Date: 05/12/2011

Reg. No: 1284033 Otto International (USA) LLC 		included in other classes) of wood, cork, reed, cane, wicker, horn, bone, ivory, whalebone, shell, amber, mother-of-pearl, meerschaum and substitutes for all these materials, or of plastics	Reg Date: 05/07/2012 Renewal Due: 05/12/2021 Mark Vulnerable to Cancellation Due to Non-Use
BOMBAY & DESIGN Serial No: 1177626 Reg. No: 1265203 Otto International (USA) LLC 	Mexico	Class 35: Commercialization of furniture, house wares, home accessories, tableware, bed linens, wall decor, lighting and gift items (commercial intermediary) via an online store and mail-order catalog	Registered App Date: 05/12/2011 Reg Date: 02/03/2012 Renewal Due: 05/12/2021 Mark Vulnerable to Cancellation Due to Non-Use
BOMBAY & DESIGN Serial No: 1363172 Reg. No: 1389541 Otto International (USA) LLC 	Mexico	Class 11: Apparatus for lighting	Registered App Date: 04/08/2013 Reg Date: 08/13/2013 Renewal Due: 04/08/2023 Mark Vulnerable to Cancellation Due to Non-Use
BOMBAY & DESIGN Serial No: 011772274 Reg. No: 011772274 Otto International (USA) LLC 	European Union	Class 11: Apparatus for lighting	Registered App Date: 04/26/2013 Reg Date: 09/04/2013 Renewal Due: 04/26/2023 Mark Vulnerable to Cancellation Due to Non-Use
BOMBAY & DESIGN Serial No: 840476230 Reg. No: 840476230 Otto International (USA) LLC 	Brazil	Class 21: Household or kitchen utensils and containers; combs and sponges; brushes (except paint brushes); brush-making materials; articles for cleaning purposes; steelwool; unworked or semi-worked glass (except glass used in building); glassware, porcelain and earthenware not included in other classes	Registered App Date: 04/08/2013 Reg Date: 12/29/2015 Mark Vulnerable to Cancellation If Not Used: 12/29/2020 Renewal Due: 12/29/2025
BOMBAY & DESIGN Serial No: 1376312 Reg. No: 1401325 Otto International (USA) LLC	Mexico	Class 21: Household or kitchen utensils and containers; combs and sponges; brushes (except paint brushes); brush-making materials; articles for cleaning purposes; steel wool; un-worked or semi-worked glass (except glass used in	Registered App Date: 05/23/2013 Reg Date: 09/27/2013 Renewal Due: 05/23/2023

<p>BOMBAY </p>		<p>building); glassware, porcelain and earthenware not included in other classes</p>	<p>Mark Vulnerable to Cancellation Due to Non-Use</p>
<p>BOMBAY & DESIGN Serial No: IR1112148 Reg. No: IR1112148 Otto International (USA) LLC </p>	<p>Madrid Protocol European Union See specific country below for current status.</p>	<p>Class 14: Items made in whole or part of precious metal, namely, sculptures, jewelry boxes, and clocks Class 16: Stationery; pens; pencils; desk pads; desk sets; desk top organizers; desktop planners; bookends; bookmarks; and coasters made of paper Class 20: Full furniture line Class 21: Items made in whole or part of precious metal, namely, serving platters and trays Class 24: Bed and table linen, wall hangings made of textile, fabric window coverings and treatments, namely, curtains, draperies, sheers, swags and valances Class 35: Online retail store services and retail sales services provided by means of mail order catalogs featuring furniture, house wares, home accessories, tableware, bed linens, wall decor, lighting and gift items</p>	<p>Registered App Date: 11/09/2011 Reg Date: 11/09/2011 Renewal Due: 11/09/2021</p>
<p>BOMBAY & DESIGN Serial No: IR1112148 Reg. No: IR1112148 Otto International (USA) LLC </p>	<p>European Union</p>	<p>Class 14: Items made in whole or part of precious metal, namely, sculptures, jewelry boxes, and clocks Class 16: Stationery; pens; pencils; desk pads; desk sets; desk top organizers; desktop planners; bookends; bookmarks; and coasters made of paper Class 20: Full furniture line Class 21: Items made in whole or part of precious metal, namely, serving platters and trays Class 24: Bed and table linen, wall hangings made of textile, fabric window coverings and treatments, namely, curtains, draperies, sheers, swags and valances Class 35: Online retail store services and retail sales services provided by means of mail order catalogs featuring furniture, house wares, home accessories, tableware, bed linens, wall decor, lighting and gift items</p>	<p>Registered (Madrid) App Date: 11/09/2011 Reg Date: 11/09/2011 For Renewal, see Madrid Protocol Record Mark Vulnerable to Cancellation Due to Non-Use</p>
<p>THE BOMBAY COMPANY</p>	<p>United States of</p>	<p>Class 20:</p>	<p>Registered</p>

<p>Serial No: 74/631,126 Reg. No: 1,999,211</p> <p>Otto International (USA) LLC</p>	<p>America</p>	<p>Full line of furniture Class 24: Textiles and decorating accessories, namely tapestries, afghans, tablecloths and table coverings Class 28: Games and decorative wooden game boxes, namely board games, dominos, card games, card holders, tic tac toe, poker chip caddy and chess/checker tables</p>	<p>App Date: 02/07/1995 Reg Date: 09/10/1996</p> <p>Renewal Due: 09/10/2026</p>
<p>THE BOMBAY COMPANY Serial No: 73/538,134 Reg. No: 1,369,593</p> <p>Otto International (USA) LLC</p>	<p>United States of America</p>	<p>Class 42: On-line retail store services for the sale of furniture and accessories</p>	<p>Registered App Date: 05/17/1985 Reg Date: 11/05/1985</p> <p>Renewal Due: 11/05/2025</p>
<p>THE MEMORY BOX Serial No: 74/425,355 Reg. No: 1,862,528</p> <p>Otto International (USA) LLC</p>	<p>United States of America</p>	<p>Class 20: Wooden boxes</p>	<p>Registered App Date: 08/17/1993 Reg Date: 11/15/1994</p> <p>Renewal Due: 11/15/2024</p>