

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM629893

<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>
Celo Foundation		03/04/2021	Corporation: DELAWARE
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	cLabs Inc.		
<b>Street Address:</b>	58 West Portal Avenue		
<b>Internal Address:</b>	PMB 729		
<b>City:</b>	San Francisco		
<b>State/Country:</b>	CALIFORNIA		
<b>Postal Code:</b>	94127		
<b>Entity Type:</b>	Corporation: DELAWARE		
<b>PROPERTY NUMBERS Total: 1</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Serial Number:</b>	88386899	C LABS	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	3367342781		
<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>	3366077466		
<b>Email:</b>	tadmin@kilpatricktownsend.com		
<b>Correspondent Name:</b>	Laura C. Miller, KTS LLP		
<b>Address Line 1:</b>	1001 West Fourth Street		
<b>Address Line 4:</b>	Winston-Salem, NORTH CAROLINA 27101		
<b>ATTORNEY DOCKET NUMBER:</b>	1239009		
<b>NAME OF SUBMITTER:</b>	Laura C. Miller		
<b>SIGNATURE:</b>	/Laura C. Miller/		
<b>DATE SIGNED:</b>	03/04/2021		
<b>Total Attachments: 2</b>			
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source=Trademark Assignment Form - C LABS - Celo Foundation to cLabs Inc#page2.tif			

OP \$40.00 88386899

## TRADEMARK ASSIGNMENT AGREEMENT

This Trademark Assignment Agreement (the “**Assignment**”) is effective as of March 4, 2021 (the “**Effective Date**”), by and between **Celo Foundation** (“**Assignor**”), a Corporation, having its address at 1198 South Van Ness Avenue, Unit 40132, San Francisco, California 94110 organized and existing under the laws of Delaware, and **cLabs Inc.** (“**Assignee**”), a Corporation, having its address at 58 West Portal Avenue, PMB 729, San Francisco, California 94127 United States of America, organized and existing under the laws of Delaware.

WHEREAS, Assignor is the owner of the trademark represented by the application listed on **Schedule A** (the “**Trademark**”); and

WHEREAS, Assignor wants to assign and Assignee wants to receive all Assignor’s right, title, and interest in and to the Trademark, together with the portion of the business to which the Trademark pertain and any goodwill associated with the Trademark;

NOW, THEREFORE, in consideration of the foregoing premises and of the mutual covenants contained herein, and for the sum of USD \$1.00 and other good and valuable consideration, Assignor and Assignee agree as follows:

1. Assignor now assigns to Assignee all of Assignor’s right, title, and interest in and to the Trademark as it exists anywhere in the world and as may be created or acquired at any date in the future, together with the portion of the business to which the Trademark pertains and any goodwill associated with the Trademark. This Assignment includes without limitation: all applications and registrations for the Trademark; all related common law rights; all related priority rights or claims based on international conventions; all rights to proceeds of the Trademark, including income, royalties, damages, profits, and payments now or hereafter payable; and the right to take action against third parties for past, present, or future infringement of the Trademark.
2. Assignor shall execute and deliver any other documents and perform any other reasonable acts Assignee may request, that Assignee considers necessary and appropriate to effect the terms of this Assignment and establish Assignee’s rights in the Trademark.
3. This Assignment binds and inures to the benefit of the respective successors and assigns of Assignor and Assignee.

The undersigned have duly executed this Assignment as of the Effective Date.

**ASSIGNOR:**

**Celo Foundation**

By: \_\_\_\_\_

Name: Brynly Llyr

Title: Corporate Secretary

**ASSIGNEE:**

**cLabs Inc.**

By: \_\_\_\_\_

Name: Brynly Llyr

Title: General Counsel

Schedule A

Trademark	Application No. / Reg. No.	Classes
C LABS	88/386,899	36, 42

ASSIGNOR:

Celo Foundation

By:  \_\_\_\_\_

Name: Brynly Llvr

Title: Corporate Secretary

ASSIGNEE:

cLabs Inc.

By:  \_\_\_\_\_

Name: Brynly Llvr

Title: General Counsel