

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM654556

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNMENT OF THE ENTIRE INTEREST AND THE GOODWILL		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Spark Orthodontics, PLLC	FORMERLY Spark Orthodontics, P.C.	04/19/2021	Professional Limited Liability Company: PENNSYLVANIA
RECEIVING PARTY DATA			
Name:	Spark DSO, LLC		
Street Address:	701 W. Union Boulevard		
City:	Bethlehem		
State/Country:	PENNSYLVANIA		
Postal Code:	18018		
Entity Type:	Limited Liability Company: PENNSYLVANIA		
PROPERTY NUMBERS Total: 5			
Property Type	Number	Word Mark	
Registration Number:	4555781	SPARK ORTHODONTICS IGNITE YOUR SMILE	
Registration Number:	4555783	S	
Registration Number:	4555779	IGNITE YOUR SMILE	
Registration Number:	4555778	SPARK ORTHODONTICS	
Registration Number:	4555780	SPARK ORTHODONTICS	
CORRESPONDENCE DATA			
Fax Number:	2029068669		
<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:	202.906.8618		
Email:	tm@dykema.com		
Correspondent Name:	Eric T. Fingerhut		
Address Line 1:	1301 K Street, N.W., Suite 1100 West		
Address Line 4:	Washington, D.C. 20005		
NAME OF SUBMITTER:	Eric T. Fingerhut		
SIGNATURE:	/eric t. fingerhut/		
DATE SIGNED:	06/17/2021		
Total Attachments: 4			
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source=Trademark Assignment Agreement (Spark Orthodontics, PLLC to Spark DSO, LLC) #page2.tif
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TRADEMARK ASSIGNMENT AGREEMENT

This **TRADEMARK ASSIGNMENT AGREEMENT** (this "Agreement") is made as of April 19, 2021, by and among Spark Orthodontics, PLLC, a Pennsylvania professional limited liability company f/k/a Spark Orthodontics, P.C., a Pennsylvania professional corporation ("Assignor") and Spark DSO, LLC, a Pennsylvania limited liability company ("Assignee"). Assignor and Assignee are collectively referred to herein as the "Parties" and each individually as a "Party".

WHEREAS, Assignor has adopted, used, has been using, and owns the marks described in Schedule A (the "Marks"), which is attached hereto and incorporated herein by reference; and

WHEREAS, in connection with that certain Unit Purchase Agreement dated as of April 19, 2021 by and among Spark DSO Topco LLC, a Delaware limited liability company (the "**Company**"), Spark Orthodontics Holdco, Inc., a Pennsylvania corporation ("**Holdings**"), Dr. Jason Hartman (the "**Shareholder**") and Spark DSO JV, LLC, a Delaware limited liability company (the "**Purchaser**") (the "Purchase Agreement"), the Company has agreed to cause Assignor to assign the Marks to Assignee; and

WHEREAS, Assignor desires to assign Assignor's entire right, title and interest in, to and under the Marks, any and all registrations and applications for registration thereof, and the goodwill of the business symbolized by the Marks to the Assignee pursuant to the terms of this Agreement.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor and Assignee agree as follows:

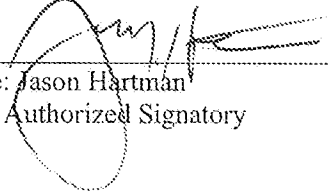
1. Assignor does hereby assign, transfer and set over unto Assignee, its successors, legal representatives and assigns, the Assignor's entire right, title and interest in, to and under each Mark, all registrations and applications for registration thereof, all rights derived from or associated with use of each Mark by Assignor together with the goodwill of the business symbolized by said Marks, including the right to sue for and receive all damages accruing from past, present, and future infringement of said Marks..
2. Assignor hereby covenants, warrants, and represents that it has full right to convey the entire interest herein assigned, and that it has not executed, and will not execute, any agreement in conflict herewith.
3. This Agreement may be executed in any number of counterparts (and by fax or pdf email), each of which will be deemed to be an original and all of which taken together will be deemed to constitute one and the same instrument.

[Signature Pages Follow]

IN WITNESS WHEREOF, the Parties hereto have caused this Agreement to be executed in multiple originals by their duly authorized officers, all as of the day and year first above written.

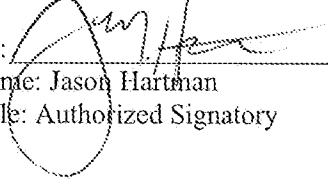
ASSIGNOR:

Spark Orthodontics, PLLC,
a Pennsylvania professional limited liability company

By: 
Name: Jason Hartman
Title: Authorized Signatory

ASSIGNEE:



Spark DSO, LLC,
a Pennsylvania limited liability company


By: 
Name: Jason Hartman
Title: Authorized Signatory

Schedule A

Trademarks

U.S. Federal Applications and Registrations

TM Record	TM/AN/RN/D Disclaimer	Status/Key Dates	Full Goods/Services	Owner Information
US Federal Q1 uf 1	<p><u>SPARK</u> <u>ORTHODONTICS</u> <u>IGNITE</u> <u>YOUR SMILE</u> and Design</p>  <p>RN: 4555781 SN: 86116758 Disclaimer: "ORTHODONTICS"</p>	Registered, June 24, 2014 Int'l Class: 44 First Use: June 1, 2013 Filed: November 12, 2013 Registered: June 24, 2014	Int'l Class: 44 (Int'l Class: 44) orthodontic services	Spark Orthodontics, P.C. (Pennsylvania Corp.) 701 W. Union Boulevard Bethlehem Pennsylvania 18018
US Federal Q1 uf 2	<p>S and Design</p>  <p>RN: 4555783 SN: 86116770</p>	Registered, June 24, 2014 Int'l Class: 44 First Use: June 1, 2013 Filed: November 12, 2013 Registered: June 24, 2014	Int'l Class: 44 (Int'l Class: 44) orthodontic services	Spark Orthodontics, P.C. (Pennsylvania Corp.) 701 W. Union Boulevard Bethlehem Pennsylvania 18018
US Federal Q1 uf 3	<p><u>IGNITE</u> <u>YOUR SMILE</u> RN: 4555779 SN: 86116724</p>	Registered, June 24, 2014 Int'l Class: 44 First Use: June 1, 2013 Filed:	Int'l Class: 44 (Int'l Class: 44) orthodontic services	Spark Orthodontics, P.C. (Pennsylvania Corp.) 701 W. Union Boulevard Bethlehem

TM Record	TM/AN/RN/D Disclaimer	Status/Key Dates	Full Goods/Services	Owner Information
		November 12, 2013 Registered: June 24, 2014		Pennsylvania 18018
US Federal Q1 of 4	<u>SPARK</u> <u>ORTHODONTICS</u> RN: 4555778 SN: 86116705 Disclaimer: "ORTHODONTICS"	Registered 8 & 15, February 20, 2021 Int'l Class: 44 First Use: June 1, 2013 Filed: November 12, 2013 Registered: June 24, 2014	Int'l Class: 44 (Int'l Class: 44) orthodontic services	Spark Orthodontics, P.C. (Pennsylvania Corp.) 701 W. Union Boulevard Bethlehem Pennsylvania 18018
US Federal Q1 of 5	<u>SPARK</u> <u>ORTHODONTICS and Design</u>  RN: 4555780 SN: 86116743 Disclaimer: "ORTHODONTICS"	Registered 8 & 15, February 20, 2021 Int'l Class: 44 First Use: June 1, 2013 Filed: November 12, 2013 Registered: June 24, 2014	Int'l Class: 44 (Int'l Class: 44) orthodontic services	Spark Orthodontics, P.C. (Pennsylvania Corp.) 701 W. Union Boulevard Bethlehem Pennsylvania 18018