

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM668089

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Assignment		
SEQUENCE:	2		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
MidCap Funding XVIII Trust		08/12/2021	Statutory Trust: DELAWARE
RECEIVING PARTY DATA			
Name:	GemCap Solutions, LLC		
Street Address:	9901 I.H. 10 West, Suite 800		
City:	San Antonio		
State/Country:	TEXAS		
Postal Code:	78230		
Entity Type:	Limited Liability Company: DELAWARE		
PROPERTY NUMBERS Total: 6			
Property Type	Number	Word Mark	
Registration Number:	3024942	ACTIVE	
Registration Number:	4848726	ACTIVE	
Registration Number:	3953785	ACTIVE	
Registration Number:	4848727	ACTIVE	
Registration Number:	5184707	ACTIVE RIDE SHOP	
Registration Number:	3549713		
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:	5303046922		
Email:	mberens@gemcapsolutions.com		
Correspondent Name:	Michael Berens		
Address Line 1:	3431 Greenwood Ave.		
Address Line 4:	Los Angeles, CALIFORNIA 90066		
ATTORNEY DOCKET NUMBER:	16665 EM		
NAME OF SUBMITTER:	Michael Berens		
SIGNATURE:	/Michael Berens/		

OP \$165.00 3024942

DATE SIGNED:

08/17/2021

Total Attachments: 28

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NUNC PRO TUNC
INTELLECTUAL PROPERTY ASSIGNMENT OF SECURITY INTEREST

August 12, 2021

WHEREAS BEDFORD VENTURES, INC., a California corporation granted a security interest in the patents and trademarks referred to in Schedule A to GemCap Lending I, LLC, a Delaware limited liability company (“**Initial Assignor**”), pursuant to a Patent and Trademark Security Agreement dated as of January 22, 2020, and recorded with the United States Patent and Trademark Office on March 4, 2020 at and Trademark Reel/Frame 6882/0691 (as amended, supplemented or otherwise modified from time to time, the “**Security Agreement**”);

WHEREAS Initial Assignor sold, assigned and transferred, set-over and conveyed to Midcap Funding XVIII Trust (“**Assignor**”), and Assignor assumed, all of Assignor’s right, title and interest and obligations under, among other things, the Security Agreement pursuant to that certain Nunc Pro Tunc Intellectual Property Assignment of Security Interest dated as of August 11, 2021 and recorded with the United States Patent and Trademark Office on or about the date hereof.

WHEREAS Assignor has sold, assigned and transferred, set-over and conveyed to GemCap Solutions, LLC, a Delaware limited liability company (“**Assignee**”), and Assignee has assumed, all of Assignor’s right, title and interest and obligations under, among other things, the Security Agreement.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor confirms it has sold, assigned and transferred, set-over and conveyed to Assignee, and Assignee confirms it has assumed, and for greater certainty, Assignor hereby sells, assigns and transfers, sets-over and conveys to Assignee, and Assignee hereby assumes, all of Assignor’s right, title and interest and obligations under the Security Agreement, nunc pro tunc as of August 28, 2020.

[Remainder of this page left blank. Signature page follows.]

3955067v.1

TRADEMARK
REEL: 007393 FRAME: 0746

IN WITNESS WHEREOF, the parties have executed this agreement as of the date written above.

ASSIGNOR:

MIDCAP FUNDING XVII TRUST

By: Apollo Capital Management, L.P., its investment manager

By: Apollo Capital Management GP, LLC, its general partner

By:  _____

Name: Maurice Amsellem

Title: Authorized Signatory

ASSIGNEE:

GEMCAP SOLUTIONS, LLC,

a Delaware limited liability company

By: _____

Name:

Title:

IN WITNESS WHEREOF, the parties have executed this agreement as of the date written above.

ASSIGNOR:

MIDCAP FUNDING XVII TRUST

By: Apollo Capital Management, L.P., its investment manager

By: Apollo Capital Management GP, LLC, its general partner

By: _____

Name: Maurice Amsellem

Title: Authorized Signatory

ASSIGNEE:

GEMCAP SOLUTIONS, LLC,
a Delaware limited liability company

By:  _____

Name: David Ellis

Title: Co-President

SCHEDULE A

SEE ATTACHED

3955067v.1

Trademark List by Trademark

Trademark	Case Number	Country	SubCase	Case Type	Application Number	Filing Date	Publication Number	Publication Date	Registration Number	Registration Date	Status	Next Renewal
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ACTIVE	A1289-5002	United States of America	PRI		76324474	11-Oct-2001	20-Sep-2005	13-Dec-2005	3024942	13-Dec-2005	Registered	13-Dec-2025
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Owner: Active Holdings, LLC
 Client: Active Holdings, LLC
 Agent:
 Classes: 35 Int.

Attorneys: JKR
 Client Ref:
 Agent Ref:

Images/Links:

Goods: 35 Int. Retail store, catalog and mail-order services in the field of recreational board sport related items, namely shoes, skate decks, pre-assembled decks, wheels, trucks, bearings, hardware, risers, grips, helmets, banners, patches, waxes, wallets, belts, socks, hats, T-shirts, clothing, shoes, backpacks, watches, videos, and accessories

Trademark	Case Number	Country	SubCase Case Type	Application Number Filing Date	Publication Number Publication Date	Registration Number Registration Date	Status Next Renewal
ACTIVE	A1289-5005	United States of America	PRI	85500420 20-Dec-2011	29-May-2012	4848726 10-Nov-2015	Registered 10-Nov-2025

Owner: Active Holdings, LLC

Client: Active Holdings, LLC

Agent:

Classes: 25 Int.

Attorneys: JKR

Client Ref:

Agent Ref:

Images/Links:

Goods: 25 Int. Clothing, namely, shirts, t-shirts, tank tops, button up shirts, shorts, boardshorts, pants, jeans, sweatshirts, sweaters, coats, jackets, hooded jackets, gloves, belts, hats, caps, beanies, headwear, footwear, shoes, socks

Trademark	Case Number	Country	SubCase	Case Type	Application Number	Filing Date	Publication Number	Publication Date	Registration Number	Registration Date	Status	Next Renewal
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ACTIVE COMPOSITE	A1289-7005	Australia	ORD		1695742	25-May-2015			1695742	11-Feb-2016	Registered	25-May-2025
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Owner: Active Holdings, LLC

Client: Active Holdings, LLC

Agent: Baldwin Intellectual Property

Classes: 25 Int., 28 Int., 35 Int.

Attorneys: JKR

Client Ref:

Agent Ref: 170094AUPR

Images/Links:



ACTIVE - ACTIVE
COMPOSITE

Goods: 25 Int

28 Int

35 Int

Clothing, footwear, headgear; Clothing, namely t-shirts, shirts, shorts, pants, jeans, sweatshirts, sweaters, jackets, coats, socks, gloves, belts, footwear, shoes, and headwear
 Games and playthings; gymnastic and sporting articles not included in other classes; decorations for Christmas trees; Skateboards, and their component parts and accessories;
 Advertising; business management; business administration; office functions; Retail and on-line retail store services featuring clothing, footwear, headware, clothing accessories, skateboards and accessories therefor

Trademark	Case Number	Country	SubCase	Case Type	Application Number	Filing Date	Publication Number	Publication Date	Registration Number	Registration Date	Status	Next Renewal
ACTIVE COMPOSITE	A1289-7002	Brazil	ORD		909602018	29-Jun-2015		22-Jan-2019			Published	

Owner: Active Holdings, LLC

Client: Active Holdings, LLC

Agent: Montaury Pimenta Machado Lioce

Classes: 25 Int.

Attorneys: JKR

Client Ref:

Agent Ref: LAM/909602018

Images/Links:



ACTIVE - ACTIVE
COMPOSITE

Goods: 25 Int.

Clothing articles, namely t-shirts, shirts, shorts, pants, jeans, sweatshirts, sweaters, jackets, coats, socks, gloves, belts, footwear, shoes and headgear.

Trademark	Case Number	Country	SubCase	Case Type	Application Number	Filing Date	Publication Number	Publication Date	Registration Number	Registration Date	Status	Next Renewal
ACTIVE COMPOSITE	A1289-7003	Brazil	ORD		909602026	29-Jun-2015		22-Jan-2019			Published	

Owner: Active Holdings, LLC
Client: Active Holdings, LLC
Agent: Montaury Pimenta Machado Lioce
Classes: 28 Int.

Attorneys: JKR
Client Ref:
Agent Ref: LAM/909602026

Images/Links:



ACTIVE - ACTIVE
 COMPOSITE
Goods: 28 Int. Skates and their component parts.

Trademark	Case Number	Country	SubCase	Case Type	Application Number	Filing Date	Publication Number	Publication Date	Registration Number	Registration Date	Status	Next Renewal
ACTIVE COMPOSITE	A1289-7004	Brazil	ORD		909602069	29-Jun-2015					Pending	

Owner: Active Holdings, LLC
 Client: Active Holdings, LLC
 Agent: Montaury Pimenta Machado Lioce
 Classes: 35 Int.

Attorneys: JKR
 Client Ref:
 Agent Ref:

Images/Links:



ACTIVE - ACTIVE
 COMPOSITE
 Goods: 35 Int. Retail and online retail store services, clothing, footwear, headgear, clothing accessories, skates and their component parts.

Trademark	Case Number	Country	SubCase	Application Number	Publication Number	Registration Number	Status
			Case Type	Filing Date	Publication Date	Registration Date	Next Renewal

ACTIVE COMPOSITE
 A1289-7007
 Canada
 ORD
 1729612
 25-May-2015
 13-Jun-2018
 Published

Owner: Active Holdings, LLC
 Client: Active Holdings, LLC
 Agent: Low Murchison Radnofsky LLP
 Classes: 25 Int., 28 Int., 35 Int.



ACTIVE - ACTIVE
 COMPOSITE

Goods: 25 Int. Clothing, namely, t-shirts, shirts, shorts, pants, jeans, sweatshirts, sweaters, jackets, coats, socks, gloves, belts; footwear, namely, shoes and boots; headwear, namely, hats and caps
 28 Int. Skateboards, and their component parts and accessories therefore, namely, bags for skateboards, shock absorbers for skateboards, skateboard paddles, skateboard wheels
 35 Int. Retail and on-line retail store services featuring clothing, footwear, headware, clothing accessories, skateboards and accessories therefore.

Trademark	Case Number	Country	SubCase	Case Type	Application Number	Filing Date	Publication Number	Publication Date	Registration Number	Registration Date	Status	Next Renewal
ACTIVE COMPOSITE	A1289-7009	Israel	ORD		275792	24-Jun-2015			275792	07-Jun-2017	Registered	24-Jun-2025

Owner: Active Holdings, LLC
 Client: Active Holdings, LLC
 Agent: Sanford T. Colb & Co.
 Classes: 25 Int., 28 Int., 35 Int.

Attorneys: JKR
 Client Ref:
 Agent Ref: 90446

Images/Links:



ACTIVE - ACTIVE
 COMPOSITE

Goods: 25 Int. Clothing; footwear, headgear
 28 Int. Skateboards, and their component parts
 35 Int. Retail and on-line retail store services featuring clothing, footwear, headwear, clothing accessories, skateboards and accessories therefor

Trademark	Case Number	SubCase	Application Number	Publication Number	Registration Number	Status
	Country	Case Type	Filing Date	Publication Date	Registration Date	Next Renewal
ACTIVE COMPOSITE	A1289-7010	ORD	201504999		5979124	Registered
	Japan		26-May-2015		08-Sep-2017	08-Sep-2027

Owner: ARS Brands, LLC
 Client: Active Holdings, LLC
 Agent: Oshima, Nishimura & Miyayaga
 Classes: 25 Int., 28 Int., 35 Int.

Images/Links:



ACTIVE - ACTIVE
 COMPOSITE

Goods: 25 Int. Clothing; Tee-shirts; Shirts; Short pants and shorts; Pants; Jeans; Sweat shirts; Sweaters; Jackets; Coats; Socks; Gloves and mittens [clothing]; Belts for clothing; Footwear; Shoes; Headgear for wear.
 28 Int. Toys and games; Sports equipment; Skateboards and parts and accessories therefor
 35 Int. Retail and whole sales services for clothing, footwear, headgear, clothing accessories, toys, games, sports equipment, skateboards, parts and accessories therefor, including online

Trademark	Case Number	Country	SubCase	Case Type	Application Number	Filing Date	Publication Number	Publication Date	Registration Number	Registration Date	Status	Next Renewal
ACTIVE COMPOSITE	A1289-7012	Mexico	ORD		1613562	25-May-2015			1589175	13-Nov-2015	Registered	25-May-2025

Owner: ARS Brands, LLC
 Client: Active Holdings, LLC
 Agent: Bufete Soni, S.C.
 Classes: 25 Int.

Images/Links:



ACTIVE - ACTIVE
 COMPOSITE
 Goods: 25 Int. Clothing, namely, T-shirts, shirts, shorts, pants, jeans, sweatshirts, sweaters, jackets, coats, socks, gloves, belts, footwear, shoes and headgear

Trademark	Case Number	Country	SubCase	Case Type	Application Number	Filing Date	Publication Number	Publication Date	Registration Number	Registration Date	Status	Next Renewal
ACTIVE COMPOSITE	A1289-7013	Mexico	ORD		1613563	25-May-2015			1592126	24-Nov-2015	Registered	25-May-2025

Owner: ARS Brands, LLC
 Client: Active Holdings, LLC
 Agent: Bufete Soni, S.C.
 Classes: 28 Int.

Attorneys: JKR
 Client Ref:
 Agent Ref:

Images/Links:



ACTIVE - ACTIVE
 COMPOSITE
 Goods: 28 Int. Skateboards, their parts and accessories

Trademark List by Trademark

Trademark	Case Number	Country	SubCase	Case Type	Application Number	Filing Date	Publication Number	Publication Date	Registration Number	Registration Date	Status	Next Renewal
ACTIVE COMPOSITE	A1289-7014	Mexico	ORD		1613564	25-May-2015			1589176	13-Nov-2015	Registered	25-May-2025

Owner: ARS Brands, LLC
 Client: Active Holdings, LLC
 Agent: Bufete Soni, S.C.
 Classes: 35 Int.

Attorneys: JKR
 Client Ref:
 Agent Ref:

Images/Links:



ACTIVE - ACTIVE
 COMPOSITE

Goods: 35 Int. The bringing together, for the benefit of others, of clothing, namely T-shirts, shirts, shorts, pants, jeans, sweatshirts, sweaters, jackets, coats, socks, gloves, belts, footwear, shoes, headgear and skateboards (excluding the transport thereof), enabling customers to conveniently view and purchase those goods through retail stores and online retail stores

Trademark	Case Number	Country	SubCase	Case Type	Application Number	Filing Date	Publication Number	Publication Date	Registration Number	Registration Date	Status	Next Renewal
ACTIVE COMPOSITE	A1289-7006	New Zealand	ORD		1020111	25-May-2015			1020111	26-Nov-2015	Registered	25-May-2025

Owner: ARS Brands, LLC
 Client: Active Holdings, LLC
 Agent: Baldwins Intellectual Property
 Classes: 25 Int., 28 Int., 35 Int.

Attorneys: JKR
 Client Ref:
 Agent Ref: 170094NZPR

Images/Links:



ACTIVE - ACTIVE
 COMPOSITE

Goods: 25 Int. Clothing, footwear, headgear; Clothing, namely t-shirts, shirts, shorts, pants, jeans, sweatshirts, sweaters, jackets, coats, socks, gloves, belts, footwear, shoes, and headwear

28 Int. Games and playthings; gymnastic and sporting articles not included in other classes; decorations for Christmas trees; Skateboards, and their component parts and accessories.

35 Int. Advertising; business management; business administration; office functions; Retail and on-line retail store services featuring clothing, footwear, headware, clothing accessories, skateboards and accessories therefore.

TRADEMARK

Trademark	Case Number	Country	SubCase Case Type	Application Number Filing Date	Publication Number Publication Date	Registration Number Registration Date	Status Next Renewal
ACTIVE COMPOSITE	A1289-7015	Panama	ORD	24189601 24-Jun-2015	241896 24-Jun-2015	241896 24-Jun-2015	Registered 24-Jun-2025

Owner: Active Holdings, LLC
 Client: Active Holdings, LLC
 Agent: ARIFA
 Classes: 25 Int.

Attorneys: JKR
 Client Ref:
 Agent Ref:

Images/Links:



ACTIVE - ACTIVE
 COMPOSITE
 Goods: 25 Int. Clothing, footwear, headgear.

Trademark	Case Number	SubCase	Application Number	Publication Number	Registration Number	Status
	Country	Case Type	Filing Date	Publication Date	Registration Date	Next Renewal
ACTIVE COMPOSITE	A1289-7016 Panama	ORD	24189501 24-Jun-2015		241895 24-Jun-2015	Registered 24-Jun-2025

Owner: Active Holdings, LLC
 Client: Active Holdings, LLC
 Agent: ARIFA
 Classes: 28 Int.

Attorneys: JKR
 Client Ref:
 Agent Ref:

Images/Links:



ACTIVE - ACTIVE
 COMPOSITE

Goods: 28 Int. Games, toys and playthings; video game apparatus; gymnastic and sporting articles; decorations for Christmas trees

Trademark	Case Number	SubCase	Application Number	Publication Number	Registration Number	Status
	Country	Case Type	Filing Date	Publication Date	Registration Date	Next Renewal
ACTIVE COMPOSITE	A1289-7017 Panama	ORD	24189401 24-Jun-2015		241894 24-Jun-2015	Registered 24-Jun-2025

Owner: Active Holdings, LLC
 Client: Active Holdings, LLC
 Agent: ARIFA
 Classes: 35 Int.

Attorneys: JKR
 Client Ref:
 Agent Ref:

Images/Links:



ACTIVE - ACTIVE
 COMPOSITE
 Goods: 35 Int. Advertising; business management; business administration; office functions.

Trademark	Case Number	Country	SubCase	Case Type	Application Number	Filing Date	Publication Number	Publication Date	Registration Number	Registration Date	Status	Next Renewal
ACTIVE COMPOSITE	A1289-5004	United States of America		PRI	85034254	10-May-2010		15-Feb-2011	3953785	03-May-2011	Registered	03-May-2021

Owner: Active Holdings, LLC
 Client: Active Holdings, LLC
 Agent:
 Classes: 35 Int.

Attorneys: JKR
 Client Ref:
 Agent Ref:

Images/Links:



ACTIVE - ACTIVE
 COMPOSITE

Goods: 35 Int.

Retail store, on-line retail store, catalog, and mail-order services in the field of recreational board sport related items, namely, shoes, skate decks, pre-assembled decks, wheels, trucks, bearings, hardware, risers, grips, helmets, elbow pads, knee pads, banners, patches, waxes, wallets, headphones, sunglasses, sandals, belts, socks, hats, T-shirts, sweatshirts, shorts, jackets, tank tops, clothing, backpacks, watches, videos, and accessories

Trademark	Case Number	Country	SubCase	Case Type	Application Number	Filing Date	Publication Number	Publication Date	Registration Number	Registration Date	Status	Next Renewal
ACTIVE COMPOSITE	A1289-5006	United States of America	PRI		85500431	20-Dec-2011	29-May-2012		4848727	10-Nov-2015	Registered	10-Nov-2025

Owner: Active Holdings, LLC
 Client: Active Holdings, LLC
 Agent:
 Classes: 25 Int.

Attorneys: JKR
 Client Ref:
 Agent Ref:

Images/Links:



ACTIVE - ACTIVE
 COMPOSITE

Goods: 25 Int. Clothing, namely, shirts, t-shirts, tank tops, button up shirts, shorts, boardshorts, pants, jeans, sweatshirts, sweaters, coats, jackets, hooded jackets, gloves, belts, hats, caps, beanies, headwear, footwear, shoes, socks

Trademark List by Trademark

Trademark	Case Number	Country	SubCase	Case Type	Application Number	Filing Date	Publication Number	Publication Date	Registration Number	Registration Date	Status	Next Renewal
ACTIVE RIDE SHOP	A1289-5007	United States of America	PRI		86967933	07-Apr-2016	31-Jan-2017		5184707	18-Apr-2017	Registered	18-Apr-2027

Owner: Active Holdings, LLC

Client: Active Holdings, LLC

Agent:

Attorneys: JKR
Client Ref:
Agent Ref:

Classes: 35 Int.

Images/Links:

Goods: 35 Int. On-line retail store services featuring clothing, footwear, headwear, clothing accessories, skateboards and accessories and components therefore; Retail store services featuring clothing, footwear, headwear, clothing accessories, skateboards and accessories and components therefore

Trademark List by Trademark

Trademark	Case Number	Country	SubCase	Application Number	Publication Number	Registration Number	Status
			Case Type	Filing Date	Publication Date	Registration Date	Next Renewal

Foreign General Matters	A1289-7001		General Matter				Unified
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Owner:
 Client: Active Holdings, LLC
 Agent:
 Classes:
 Images/Links:
 Goods:

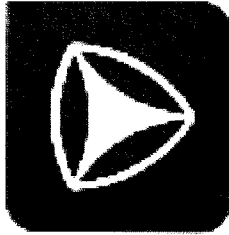
Attorneys: JKR
 Client Ref:
 Agent Ref:

Trademark	Case Number	Country	SubCase	Case Type	Application Number	Filing Date	Publication Number	Publication Date	Registration Number	Registration Date	Status	Next Renewal
TRIANGLE DESIGN	A1289-7008	European Union (Community)	ORD		6916423	16-May-2008	6916423	06-Feb-2009	6916423	06-Feb-2009	Registered	16-May-2028

Owner: ARS Brands, LLC
Client: Active Holdings, LLC
Agent: Boulé Wade Tennant
Classes: 25 Int.

Attorneys: JKR
Client Ref:
Agent Ref: EJP/CRT/T200544EM00

Images/Links:



ACTIVE - TRIANGLE DESIGN

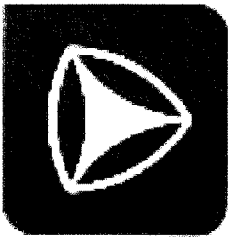
Goods: 25 Int. Clothing, namely t-shirts, shorts, pants, sweatshirts, sweaters, jackets, coats, socks, gloves, belts, footwear, headwear, shoes and accessories.

Trademark	Case Number	Country	SubCase	Application Number	Publication Number	Registration Number	Status
			Case Type	Filing Date	Publication Date	Registration Date	Next Renewal
TRIANGLE DESIGN	A1289-7011	Japan	ORD	2008037909	16-May-2008	5188636	Registered
						12-Dec-2008	12-Dec-2028

Owner: ARS Brands, LLC
Client: Active Holdings, LLC
Agent: Oshima, Nishimura & Miyanaga
Classes: 25 Int.

Attorneys: JKR
Client Ref:
Agent Ref:

Images/Links:



ACTIVE - TRIANGLE DESIGN

Goods: 25 Int. Clothing; Tee-shirts; Panties, shorts and briefs; shorts; Sweat shirts; Sweaters and the like; Jackets; Coats; Socks and stockings other than special sportswear; Gloves and mittens [clothing]; Belts for clothing; Hoods; Sedge hats [Suge-gasa]; Nightcaps; Headgear for wear; Heat-protection helmets [clothing]; Footwear.

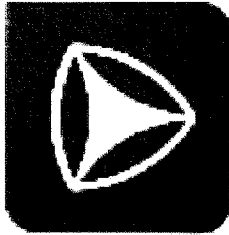
Trademark List by Trademark

Trademark	Case Number	Country	SubCase Case Type	Application Number Filing Date	Publication Number Publication Date	Registration Number Registration Date	Status Next Renewal
TRIANGLE DESIGN	A1289-5003	United States of America	PRI	77464814 02-May-2008	07-Oct-2008	3549713 23-Dec-2008	Registered 23-Dec-2028

Owner: Active Holdings, LLC
 Client: Active Holdings, LLC
 Agent:
 Classes: 25 Int.

Attorneys: JKR
 Client Ref:
 Agent Ref:

Images/Links:



ACTIVE - TRIANGLE DESIGN

Goods: 25 Int. Clothing, namely, t-shirts, shorts, pants, sweatshirts, sweaters, jackets, coats, socks, gloves, belts, footwear, headwear, and shoes

Report Selection

Sort Order: by Trademark

Report Format: Comprehensive

Print Goods?: Yes

Print Remarks?: No

Print Images/Links?: Yes

Print Designated Countries?: No

Filing Date:

From:

To:

Case Number:

Trademark:

Client: Active Holdings, LLC

Agent:

Attorney:

Owner:

Country:

Area:

Keyword:

Status Code: Active

Case Type(s):

Status(es):