

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
 Stylesheet Version v1.2

ETAS ID: TM687216

<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>
Transform SR Brands LLC		11/01/2021	Limited Liability Company: DELAWARE
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Full Sail IP Brandco 2, LLC		
<b>Street Address:</b>	8 Wright Street, Suite 107		
<b>City:</b>	Westport		
<b>State/Country:</b>	CONNECTICUT		
<b>Postal Code:</b>	06880		
<b>Entity Type:</b>	Limited Liability Company: DELAWARE		
<b>PROPERTY NUMBERS Total: 3</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	3303363	WEATHERBEATER	
<b>Registration Number:</b>	3349266	WEATHERBEATER	
<b>Registration Number:</b>	2495828	WEATHERBEATER ULTRA	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	202-371-25		
<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>	202-371-2600		
<b>Email:</b>	tm@sternekessler.com		
<b>Correspondent Name:</b>	Monica Riva Talley		
<b>Address Line 1:</b>	1100 New York Avenue, N.W.		
<b>Address Line 4:</b>	Washington, D.C. 20005		
<b>NAME OF SUBMITTER:</b>	Dana N. Justus		
<b>SIGNATURE:</b>	/Dana N. Justus/		
<b>DATE SIGNED:</b>	11/10/2021		
<b>Total Attachments: 5</b>			
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## TRADEMARK ASSIGNMENT AGREEMENT

This Trademark Assignment Agreement (the "Trademark Assignment") is dated and effective as of November 1, 2021, by and between **Transform SR Brands LLC**, a Delaware limited liability company with an address at 3333 Beverly Road, Hoffman Estates, IL 60179 (the "Assignor"), and **Full Sail IP Brandco 2, LLC**, a Delaware limited liability company with an address at 8 Wright Street, Suite 107 Westport, CT 06880 ("Assignee").

WHEREAS, subject to and under the terms of the Asset Purchase Agreement entered into by the Parties on November 1, 2021 (as amended, restated, supplemented, or otherwise modified from time to time) (the "APA"), Assignor has conveyed, transferred and assigned to Assignee, Assignor's rights in certain trademarks of Assignor, and has agreed to execute and deliver this Trademark Assignment for recording with the United States Patent and Trademark Office and other similar offices around the world.

NOW, THEREFORE, in consideration of the mutual covenants and agreements set forth herein and in the APA, and for other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the parties hereto agree as follows:

1. **Assignment.** Subject to and in accordance with the terms of the APA, Assignor, on its behalf and on behalf of its Affiliates, hereby irrevocably conveys, transfers and assigns to Assignee, and Assignee hereby accepts, all of Assignor's and its subsidiaries' right, title and interest in and to the following (collectively, the "Assigned IP"):

(a) The trademarks set forth in Schedule 1 hereto, together with the goodwill symbolized by any of the foregoing (the "Assigned Trademarks");

(b) all rights of any kind whatsoever of Assignor accruing under any of the foregoing provided by applicable law of any jurisdiction, by international treaties and conventions and otherwise throughout the world; and

(c) any and all rights to sue and collect damages, royalties and payments for past, present and future infringement, misappropriation or other violation thereof.

2. **Recordation.** Assignor, on its behalf and on behalf of its Affiliates, and Assignee, as applicable, authorizes the Commissioner for Trademarks and any other trademark offices and other similar authorities anywhere in the world to record and register this Trademark Assignment upon request by Assignee.

3. **Counterparts and Execution.** This Trademark Assignment may be executed in two or more counterparts, all of which when taken together will be considered one and the same agreement and will become effective when counterparts have been signed by each party hereto and delivered to the other party, it being understood that all parties need not sign the same counterpart. In the event that any signature is delivered by facsimile transmission or by electronic mail delivery of a ".pdf" format data file, such signature will create a valid and binding obligation of the party executing (or on whose behalf such signature is executed) with the same force and effect as if such facsimile or ".pdf" signature page were an original thereof.

5. **Successors and Assigns.** This Trademark Assignment shall be binding upon and shall inure to the benefit of the parties hereto and their respective successors and assigns.

6. **Governing Law.** This Trademark Assignment will be governed by and construed in accordance with the laws of the state of Delaware, without reference to its conflicts of laws rules.

[Signature Pages Follow]

IN WITNESS WHEREOF, the parties hereto have caused this Trademark Assignment to be duly executed as of the day and year first above written.

ASSIGNOR:

**Transform SR Brands LLC**

By:   
Name: Luke Valentino  
Title: Secretary

ASSIGNEE:

**Full Sail IP Brandco 2, LLC**

By:   
Name: Alan Kravetz  
Title: Chief Executive Officer

## Schedule 1

### Trademark Applications and Registrations

Mark Name	Mark Image	Owners	Country	Registration Number	Registration Date
WEATHERBEATER		Transform Brands LLC	United States of America	3303363	2007-10-02
WEATHERBEATER		Transform Brands LLC	United States of America	3349266	2007-12-04
WEATHERBEATER ULTRA		Transform Brands LLC	United States of America	2495828	2001-10-09
WEATHERBEATER		Transform Brands LLC	Canada	274233	1982-11-26