

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM694253

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNMENT OF THE ENTIRE INTEREST AND THE GOODWILL		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Wisely, Inc.		11/16/2021	Corporation: DELAWARE
RECEIVING PARTY DATA			
Name:	Olo Inc.		
Street Address:	One World Trade Center, Floor 82		
City:	New York		
State/Country:	NEW YORK		
Postal Code:	10007		
Entity Type:	Corporation: DELAWARE		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Registration Number:	5916015		
Registration Number:	5702275	WISELY	
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>			
Email:	TM@bltg-ip.com		
Correspondent Name:	Berkeley Law & Technology Group LLP		
Address Line 1:	17933 NW Evergreen Place, Suite 250		
Address Line 4:	Beaverton, OREGON 97006		
NAME OF SUBMITTER:	Elizabeth Coffee		
SIGNATURE:	/Elizabeth Coffee/		
DATE SIGNED:	12/13/2021		
Total Attachments: 6			
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TRADEMARK AND DOMAIN NAME ASSIGNMENT AGREEMENT

This Trademark and Domain Name Assignment Agreement (the "Assignment Agreement") is made as of November 4, 2021 (the "Effective Date"), between Wisely, Inc., a Delaware corporation having its principal place of business at 120 West Washington Street, Suite G, Ann Arbor, Michigan 48104 ("Assignor"), and Olo Inc., a Delaware corporation having its principal place of business at One World Trade Center, Floor 82, New York, New York, 10007 ("Assignee"); (each of Assignor and Assignee being a "Party" and together the "Parties").

RECITALS

Whereas, the Assignor has adopted, used and is using the marks referenced in Schedule A attached hereto ("Trademarks"), which are registered in the United States Patent and Trademark Office or a foreign trademark office, as applicable; and the Assignor owns the domain names referenced in Schedule A ("Domain Names");

Whereas, Assignee and Assignor entered into that certain Agreement and Plan of Reorganization, dated October 21, 2021 (the "Merger Agreement", which includes Assignee acquiring said Trademarks and Domain Names and the registration thereof from Assignor;

NOW THEREFORE, FOR GOOD AND VALUABLE CONSIDERATION, RECEIPT OF WHICH IS HEREBY ACKNOWLEDGED, THE PARTIES, INTENDING TO BE LEGALLY BOUND, AGREE AS FOLLOWS:

1. ASSIGNMENT

- 1.1 The Assignor hereby conveys, transfers, assigns and delivers to the Assignee all of its rights, title and interest in and to the Domain Names and the Trademarks, together with the goodwill of the business symbolized by the Trademarks, and all rights to sue for past, present and future infringements or misappropriations of the Domain Names and Trademarks.
- 1.2 No share, interest, assignment or other rights to the Domain Names or Trademarks has been transferred, assigned or granted to any other party.
- 1.3 The Assignor covenants that it has full authority to assign the Domain Names and Trademarks to Assignee.
- 1.4 The Assignor agrees to execute all documents and take the actions that may be necessary for securing, completing or vesting in the Assignee full right, title and interest in the Domain Names and Trademarks. Assignee shall be responsible for recording the Assignment(s) with the USPTO and any other applicable trademark office.

2. CONSIDERATION. This Assignment Agreement is entered into contemporaneously with the closing date and subject to the terms of the Merger Agreement noted above, which serves as adequate consideration for the assignment of the Domain Names and Trademarks contained herein.

3. COUNTERPARTS. This Agreement may be executed and delivered by facsimile and in counterparts and shall be considered as original and whole if so executed and delivered.

IN WITNESS WHEREOF, the Parties have duly executed this Agreement by their authorized representatives the day and year set forth above.

Assignor

By: Michael Vichich
Michael Vichich (Nov 16, 2021 17:08 EST)

Name: Michael Vichich

Title: Chief Executive Officer

Date Signed: 11/16/2021

Assignee

By: 
Noah Glass (Nov 16, 2021 17:02 EST)


Name: Noah Glass

Title: Chief Executive Officer

Date Signed: 11/16/2021

SCHEDULE A

TRADEMARKS:

Trademark	Owner	Jurisdiction	Registration No.	Registration Date
OWL DESIGN 	Wisely, Inc.	USA	5916015	11/19/2019
WISELY	Wisely, Inc.	USA	5702275	03/19/2019

DOMAIN NAMES:

Domain Name	Registrar	Registrant	Expiration Date
getwisely.com	Google, LLC	Wisely, Inc.	09/22/2022
wisely.org	Google LLC	Wisely, Inc.	03/26/2022
wisely.io	AWS	Wisely, Inc.	07/15/2022

Signature: Michael Vichich
Michael Vichich (Nov 18, 2021 17:08 EST)

Email: mike.vichich@olo.com

Title: VP & GM, Customer Engagement

Company: Olo

Trademark and Domain Name Assignment Agreement - Wisely to Olo 11.16.2021 (1) - signed (2)

Final Audit Report

2021-11-16

Created:	2021-11-16
By:	Daniel Shea (daniel.shea@olo.com)
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"Trademark and Domain Name Assignment Agreement - Wisely to Olo 11.16.2021 (1) - signed (2)" History

-  Document created by Daniel Shea (daniel.shea@olo.com)
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-  Document emailed to Noah Glass (noah@olo.com) for signature
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-  Email viewed by Noah Glass (noah@olo.com)
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-  Document e-signed by Noah Glass (noah@olo.com)
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