

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM715251

SUBMISSION TYPE:	CORRECTIVE ASSIGNMENT
NATURE OF CONVEYANCE:	Corrective Assignment to correct the the receiving party name from "Happy Feet Slippers Holdings of Kentucky" to "VISIONARY MARKETING AND DISTRIBUTION, Inc." previously recorded on Reel 006623 Frame 0287. Assignor(s) hereby confirms the assignment of the entire interest and the goodwill.

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Happy Feet USA, Inc.		04/17/2019	Corporation: FLORIDA

RECEIVING PARTY DATA

Name:	VISIONARY MARKETING AND DISTRIBUTION, Inc.
Doing Business As:	Happy Feet Slippers Holdings of KY
Street Address:	5508 Rock Valley Way
City:	Louisville
State/Country:	KENTUCKY
Postal Code:	40241
Entity Type:	Corporation: KENTUCKY

PROPERTY NUMBERS Total: 1

Property Type	Number	Word Mark
Registration Number:	4844465	HAPPYFEET SLIPPERS

CORRESPONDENCE DATA

Fax Number: 5025610442

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.

Phone: 502-625-2865

Email: jdages@middletonlaw.com

Correspondent Name: Joseph R. Dages

Address Line 1: 401 South Fourth Street

Address Line 2: Suite 2600

Address Line 4: Louisville, KENTUCKY 40202

NAME OF SUBMITTER:	Joseph R. Dages
SIGNATURE:	/Joseph R. Dages/
DATE SIGNED:	03/18/2022

Total Attachments: 14

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TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM519778

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNMENT OF THE ENTIRE INTEREST AND THE GOODWILL		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Happy Feet USA, Inc.		04/17/2019	Corporation: FLORIDA
RECEIVING PARTY DATA			
Name:	Happy Feet Slippers Holdings of Kentucky		
Street Address:	5508 Rock Valley Way		
City:	Louisville		
State/Country:	KENTUCKY		
Postal Code:	40241		
Entity Type:	Corporation: KENTUCKY		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	4844465	HAPPYFEET SLIPPERS	
CORRESPONDENCE DATA			
Fax Number:	4078412343		
<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:	407-841-2330		
Email:	adoppelt@allendyer.com		
Correspondent Name:	Ava K. Doppelt, Esq.		
Address Line 1:	255 South Orange Avenue, Suite 1401		
Address Line 4:	Orlando, FLORIDA 32801		
NAME OF SUBMITTER:	Ava K. Doppelt		
SIGNATURE:	/Ava K. Doppelt/		
DATE SIGNED:	04/18/2019		
Total Attachments: 1			
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DECLARATION

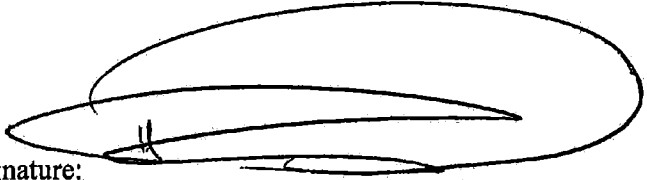
The undersigned, being warned that willful false statements and the like are punishable by fine or imprisonment, or both, under 18 U.S.C. §1001, and that such willful false statements and the like may jeopardize the validity of this document or the registration, declares that all statements made of his own knowledge are true and all statements made on information and belief are believed to be true:

I, **Patrick Yates** (the "Declarant"), declare as follows:

1. This Declaration pertains to the most recent assignment of U.S. Trademark Registration No. 4,844,465 (the "Registration") for the trademark **HAPPYFEET SLIPPERS**, said assignment (the "Assignment") being recorded with the Assignments Recordation Branch on April 18, 2019, and appearing on Reel/Frame 6623/0287. A copy of the cover sheet and assignment document for the Assignment, as recorded with the USPTO's Assignments Recordation Branch, is attached hereto as Exhibit A.
2. The assignment document itself and the assignment cover sheet for the Assignment identify the assignee as **Happy Feet Slippers Holdings of Kentucky**, a Kentucky corporation.
3. However, the assignee should have been identified as **VISIONARY MARKETING AND DISTRIBUTION, Inc.**, d/b/a/ **Happy Feet Slippers Holdings of KY**, a Kentucky corporation.
4. More specifically, **VISIONARY MARKETING AND DISTRIBUTION, Inc.**, was established as a Kentucky corporation on April 12, 2018, pursuant to its articles of incorporation filed with Kentucky Secretary of State, said articles of incorporation being attached hereto as Exhibit B.
5. Also, on April 12, 2018, the Kentucky Secretary of State issued a certificate of assumed name in favor of **VISIONARY MARKETING AND DISTRIBUTION, Inc.**, with the assumed name being **Happy Feet Slippers Holdings of KY**. A copy of said certificate is attached hereto as Exhibit C.
6. Therefore, when the Assignment was made, the formal legal name of the assignee was **VISIONARY MARKETING AND DISTRIBUTION, Inc.**, which was doing business as **Happy Feet Slippers Holdings of KY**.
7. Rather than identifying the assignee by its formal legal name in the assignment document and cover sheet for the Assignment, those documents instead identified the assignee by its assumed name.
8. However, in those documents, the assignee's name included the word "Kentucky," spelled out, rather than using the letters "KY" as it appears in the certificate of assumed name. Of course, the letters "KY" are the abbreviation for the word "Kentucky."

9. This error in identifying the assignee as **Happy Feet Slippers Holdings of Kentucky**, a Kentucky corporation, was inadvertent and occurred in good faith.
10. Upon information and belief, the aforementioned error does not affect title to the Registration.
11. Upon information and belief, the aforementioned error is correctable. See USPTO's Trademark Manual of Examining Procedure §1201.02(c) (Correctable Error, Example 1), attached as Exhibit D.
12. At the time **VISIONARY MARKETING AND DISTRIBUTION, Inc.** was incorporated, Declarant was the President of said corporation, and Declarant remains the President of said corporation at this time.
13. Declarant was also the authorized signatory of **VISIONARY MARKETING AND DISTRIBUTION, Inc.** who requested and obtained the certificate of assumed name of **Happy Feet Slippers Holdings of KY** for the corporation.
14. Further, Declarant signed the assignment document for the Assignment on behalf of the assignee, and has firsthand knowledge of the facts set forth in this Declaration.

Further the Declarant sayeth not.

Signature: 

Printed Name: PAT YATES

Date:

3-8-22

EXHIBIT

A

TRADEMARK ASSIGNMENT

WHEREAS, **Happy Feet USA, Inc.**, a Florida corporation, with a principal address at 107 Mark Street, Destin, FL 32541 (hereinafter "Assignor"), is the owner of U.S. Trademark Registration No. 4,844,465 for the mark **HAPPYFEET SLIPPERS** in International Class 25 (hereinafter "the Trademark"); and

WHEREAS, Assignor desires to assign and transfer all right, title and interest in the Trademark to **Happy Feet Slippers Holdings of Kentucky**, a Kentucky corporation, with a principal address at 5508 Rock Valley Way, Louisville, KY 40241 (hereinafter "Assignee");

NOW, THEREFORE, Assignor, for TEN DOLLARS (\$10.00) and other valuable consideration, receipt of which is hereby acknowledged, does hereby assign and transfer to Assignee all right, title and interest in and to the Trademark, together with the goodwill of the business symbolized thereby.

Assignor
HAPPY FEET USA, INC.

Assignee
**HAPPY FEET SLIPPERS HOLDINGS OF
KY**

Michael Burch
Signature

[Signature]
Signature

Name: Michael E. Burch

Name: PAT YATES

Title: CEO

Title: PRESIDENT

Date: 4/17/19

Date: 4-18-19

EXHIBIT

B

Commonwealth of Kentucky
Alison Lundergan Grimes, Secretary of State

PAOI
1017688.09
Alison Lundergan Grimes
Secretary of State
Received and Filed
4/12/2018 10:55:36 AM
Fee receipt: \$50.00

Alison Lundergan Grimes
Secretary of State
P. O. Box 718
Frankfort, KY 40602-0718
(502) 564-3490
<http://www.sos.ky.gov>

Articles of Incorporation

PAI

For the purposes of forming a business corporation in Kentucky pursuant to KRS Chapter 271B, the undersigned incorporator hereby submits the following Articles of Incorporation to the Office of the Secretary of State for filing:

Article I: The name of the company is

VISIONARY MARKETING AND DISTRIBUTION, Inc.

Article II: The street address of the company's initial registered office in Kentucky is

5508 Rock Valley Way, Louisville, KY 40241

and the name of the initial registered agent at that address is **Patrick Yates**

Article III: The mailing address of the company's initial principal office is

5508 Rock Valley Way, Louisville, KY 40241

Article IV: The name and mailing address of each incorporator is

Patrick Yates 5508 Rock Valley Way, Louisville, KY 40241

Article V: The number of shares the corporation is authorized to issue is **100**

Executed by the Incorporator on Thursday, April 12, 2018

Name of incorporator: **Patrick Yates**

Signature of individual signing on behalf of Incorporator: **Patrick Yates**

I, **Patrick Yates**, consent to serve as the Registered Agent on behalf of the corporation.

Signature of Registered Agent or individual signing on behalf of the company serving as Registered Agent:

Patrick Yates

EXHIBIT

C

Commonwealth of Kentucky
Alison Lundergan Grimes, Secretary of State

66148724

1017688
Alison Lundergan Grimes
KY Secretary of State
Received and Filed
4/12/2018 11:15:36 AM
Fee receipt: \$20.00

Alison Lundergan Grimes
Secretary of State
P. O. Box 718
Frankfort, KY 40602-0718
(502) 564-3490
<http://www.sos.ky.gov>

Certificate of Assumed Name

ASN

Pursuant to the provisions of KRS chapter 365, the undersigned hereby applies to assume a name, and for that purpose, submits the following statements:

1. The assumed name is:

Happy Feet Slippers Holdings of KY

2. The name of the business entity that is adopting the assumed name is:

VISIONARY MARKETING AND DISTRIBUTION, Inc.

3. This application will be effective upon filing.

4. The mailing address is:

5508 Rock Valley Way, Louisville KY 40241

5. I declare under penalty of perjury under the laws of the state of Kentucky that the foregoing is true and correct.

Patrick Yates, Authorized Rep 4/12/2018

EXHIBIT

D

1201.02(c) Correcting Errors in How the Applicant Is Identified

If the party applying to register the mark is, in fact, the owner of the mark, but there is a mistake in the manner in which the name of the applicant is set out in the application, the mistake may be corrected by amendment. *U.S. Pioneer Elec. Corp. v. Evans Mktg., Inc.*, 183 USPQ 613 (Comm'r Pats. 1974). However, the application may *not* be amended to designate another entity as the applicant. 37 C.F.R. §2.71(d); TMEP §803.06. An application filed in the name of the wrong party is void and cannot be corrected by amendment. 37 C.F.R. §2.71(d); see *Huang v. Tzu Wei Chen Food Co.*, 849 F.2d 1458, 7 USPQ2d 1335 (Fed. Cir. 1988); *Great Seats, Ltd. v. Great Seats, Inc.*, 84 USPQ2d 1235, 1244 (TTAB 2007); *In re Tong Yang Cement Corp.*, 19 USPQ2d 1689 (TTAB 1991).

Correctable Errors. The following are examples of correctable errors in identifying the applicant:

- (1) *Trade Name Set Forth as Applicant.* If the applicant identifies itself by a name under which it does business, which is not a legal entity, then amendment to state the applicant's correct legal name is permitted. Cf. *In re Atl. Blue Print Co.*, 19 USPQ2d 1078 (Comm'r Pats 1990) (finding that Post Registration staff erred in refusing to allow amendment of affidavit under 15 U.S.C. §1058 to show registrant's corporate name rather than registrant's trade name).
- (2) *Operating Division Identified as Applicant.* If the applicant mistakenly names an operating division, which by definition is not a legal entity, as the owner, then the applicant's name may be amended. See TMEP §1201.02(d).
- (3) *Minor Clerical Error.* Minor clerical errors such as the mistaken addition or omission of "The" or "Inc." in the applicant's name may be corrected by amendment, as long as this does not result in a change of entity. However, change of a significant portion of the applicant's name is not considered a minor clerical error.
- (4) *Inconsistency in Original Application as to Owner Name or Entity.* If the original application reflects an inconsistency between the owner name and the entity type, for example, an individual and a corporation are each identified as the owner in different places in the application, the application may be amended to clarify the inconsistency.

Example: Inconsistency Between Owner Section and Entity Section of TEAS Form: If the information in the "owner section" of a TEAS application form is inconsistent with the information in the "entity section" of the form, the inconsistency can be corrected, for example, if an individual is identified as the owner and a corporation is listed as the entity, the application may be amended to indicate the proper applicant name/entity.

Signature of Verification by Different Entity Does Not Create Inconsistency. In view of the broad definition of a "person properly authorized to sign on behalf of the [applicant]" in 37 C.F.R. §2.193(e)(1) (see TMEP §611.03(a)), if the person signing an application refers to a different entity, the USPTO will presume that the person signing is an authorized signatory who meets the requirements of 37 C.F.R. §2.193(e)(1), and will not issue an inquiry regarding the inconsistency or question the signatory's authority to sign. If the applicant later requests correction to identify the party who signed the verification as the owner, the USPTO will not allow the amendment. For example, if the application is filed in the name of "John Jones, individual U.S. citizen," the verification is signed by "John Jones, President of ABC Corporation," and the applicant later proposes to amend the application to show ABC Corporation as the

owner, the USPTO will not allow the amendment, because there was no inconsistency in the original application as to the owner name/entity.

(5) *Change of Name*. If the owner of a mark legally changed its name before filing an application, but mistakenly lists its former name on the application, the error may be corrected, because the correct party filed, but merely identified itself incorrectly. *In re Techsonic Indus., Inc.*, 216 USPQ 619 (TTAB 1982).

(6) *Partners Doing Business as Partnership*. If an applicant has been identified as "A and B, doing business as The AB Company, a partnership," and the true owner is a partnership organized under the name The AB Company and composed of A and B, the applicant's name should be amended to "The AB Company, a partnership composed of A and B."

(7) *Non-Existent Entity*. If the party listed as the applicant did not exist on the application filing date, the application may be amended to correct the applicant's name. *See Accu Pers. Inc. v. Accustaff Inc.*, 38 USPQ2d 1443 (TTAB 1996) (holding application not void ab initio where corporation named as applicant technically did not exist on filing date, since four companies who later merged acted as a single commercial enterprise when filing the application); *Argo & Co. v. Springer*, 198 USPQ 626, 635 (TTAB 1978) (holding that application may be amended to name three individuals as joint applicants in place of an originally named corporate applicant which was never legally incorporated, because the individuals and non-existent corporation were found to be the same, single commercial enterprise); *Pioneer Elec.*, 183 USPQ 613 (holding that applicant's name may be corrected where the application was mistakenly filed in the name of a fictitious and non-existent party).

Example 1: If the applicant is identified as ABC Company, a Delaware partnership, and the true owner is ABC LLC, a Delaware limited liability company, the application may be amended to correct the applicant's name and entity if the applicant states on the record that "ABC Company, a Delaware partnership, did not exist as a legal entity on the application filing date."

Example 2: If an applicant is identified as "ABC Corporation, formerly known as XYZ, Inc.," and the correct entity is "XYZ, Inc.," the applicant's name may be amended to "XYZ, Inc." as long as "ABC Corporation, formerly known as XYZ, Inc." was not a different *existing* legal entity. *Cf. Custom Computer Serv. Inc. v. Paychex Prop. Inc.*, 337 F.3d 1334, 1337, 67 USPQ2d 1638, 1640 (Fed. Cir. 2003) (holding that the term "mistake," within the context of the rule regarding the misidentification of the person in whose name an extension of time to file an opposition was requested, means a mistake in the form of the potential opposer's name or its entity type and does not encompass the recitation of a different existing legal entity that is not in privity with the party that should have been named).

To correct an obvious mistake of this nature, a verification or declaration is not normally necessary.

Non-Correctable Errors. The following are examples of non-correctable errors in identifying the applicant:

(1) *President of Corporation Files as Individual*. If the president of a corporation is identified as the owner of the mark when in fact the corporation owns the mark, and there is no inconsistency in the original application between the owner name and the entity type (such as a reference to a corporation in the entity section of the application), the application is void as filed because the applicant is not the owner of the mark.

(2) *Predecessor in Interest*. If an application is filed in the name of entity A, when the mark was assigned to entity B before the application filing date, the application is void as filed because the applicant was not the owner of the mark at the time of filing. *Cf. Huana*, 849 F.2d at 1458. 7

USPQ2d at 1335 (holding as void an application filed by an individual two days after ownership of the mark was transferred to a newly formed corporation).

(3) *Joint Venturer Files*. If the application is filed in the name of a joint venturer when the mark is owned by the joint venture, and there is no inconsistency in the original application between the owner name and the entity type (such as a reference to a joint venture in the entity section of the application), the applicant's name cannot be amended. *Tong Yang Cement*, 19 USPQ2d at 1689.

(4) *Sister Corporation*. If an application is filed in the name of corporation A and a sister corporation (corporation B) owns the mark, the application is void as filed, because the applicant is not the owner of the mark. *Great Seats*, 84 USPQ2d at 1244 (holding §1(a) application void where the sole use and advertising of the mark was made by a sister corporation who shared the same president, controlling shareholder, and premises as the applicant).

(5) *Parent/Subsidiary*. If an application is filed in the name of corporation A, a wholly owned subsidiary, and the parent corporation (corporation B) owns the mark, the application is void as filed because the applicant is not the owner of the mark. See TMEP §1201.03(b) regarding wholly owned related companies.

(6) *Joint Applicants*. If an application owned by joint applicants is filed in the name of one of the owners and another party who is not the joint owner, the application is void as filed because the listed parties did not own the mark as joint applicants. *Cf. Am. Forests v. Sanders*, 54 USPQ2d 1860 (TTAB 1999) (application filed in the name of an individual, when it was actually owned by a partnership composed of the individual and her husband, was void ab initio).

TRADEMARK ASSIGNMENT

WHEREAS, Happy Feet USA, Inc., a Florida corporation, with a principal address at 107 Mark Street, Destin, FL 32541 (hereinafter "Assignor"), is the owner of U.S. Trademark Registration No. 4,844,465 for the mark HAPPYFEET SLIPPERS in International Class 25 (hereinafter "the Trademark"); and

WHEREAS, Assignor desires to assign and transfer all right, title and interest in the Trademark to ~~Happy Feet Slippers Holdings of Kentucky~~ ^{VISIONARY MARKETING AND DISTRIBUTION, Inc. d/b/a} _{KY}, a Kentucky corporation, with a principal address at 5508 Rock Valley Way, Louisville, KY 40241 (hereinafter "Assignee"); Py
3-18-22

NOW, THEREFORE, Assignor, for TEN DOLLARS (\$10.00) and other valuable consideration, receipt of which is hereby acknowledged, does hereby assign and transfer to Assignee all right, title and interest in and to the Trademark, together with the goodwill of the business symbolized thereby.

Assignor
HAPPY FEET USA, INC.

Assignee ^{VISIONARY MARKETING AND} ~~HAPPY FEET SLIPPERS HOLDINGS OF~~ _{KY} ^{DISTRIBUTION, Inc. d/b/a} Py
3-18-22

Michael Burch
Signature

[Signature]
Signature

Name: Michael E. Burch
Title: CEO
Date: 4/17/19

Name: PAT YATES
Title: PRESIDENT
Date: 4-18-19