

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM736063

| | | | |
|---|--|-----------------------|-------------------------------------|
| SUBMISSION TYPE: | NEW ASSIGNMENT | | |
| NATURE OF CONVEYANCE: | ASSIGNMENT OF THE ENTIRE INTEREST AND THE GOODWILL | | |
| CONVEYING PARTY DATA | | | |
| Name | Formerly | Execution Date | Entity Type |
| Holiday AL Management Sub LLC | | 06/20/2022 | Limited Liability Company: DELAWARE |
| RECEIVING PARTY DATA | | | |
| Name: | Atria Senior Living, Inc. | | |
| Street Address: | 300 East Market Street | | |
| Internal Address: | Suite 100 | | |
| City: | Louisville | | |
| State/Country: | KENTUCKY | | |
| Postal Code: | 40202 | | |
| Entity Type: | Corporation: DELAWARE | | |
| PROPERTY NUMBERS Total: 5 | | | |
| Property Type | Number | Word Mark | |
| Registration Number: | 2090582 | HOLIDAY | |
| Registration Number: | 3731099 | HOLIDAY RETIREMENT | |
| Registration Number: | 3725524 | HOLIDAY RETIREMENT | |
| Registration Number: | 6430017 | HOLIDAY SENIOR LIVING | |
| Serial Number: | 90718239 | HOLIDAY365 | |
| CORRESPONDENCE DATA | | | |
| Fax Number: | 5025610442 | | |
| <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: | 502-625-2887 | | |
| Email: | aberge@middletonlaw.com | | |
| Correspondent Name: | Amy B. Berge | | |
| Address Line 1: | 401 S. Fourth Street | | |
| Address Line 2: | Suite 2600 | | |
| Address Line 4: | Louisville, KENTUCKY 40202 | | |
| NAME OF SUBMITTER: | Amy B. Berge | | |
| SIGNATURE: | /Amy B. Berge/ | | |
| DATE SIGNED: | 06/21/2022 | | |

OP \$140.00 2090582

Total Attachments: 4

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ASSIGNMENT OF TRADEMARKS

THIS ASSIGNMENT, dated as of JUNE 20, 2022, is entered by and among Holiday AL Management Sub LLC, a Delaware limited liability company, whose address is 631 West Morse Blvd., Winter Park, Florida 32789 ("Assignor"), and Atria Senior Living, Inc., a Delaware corporation, whose address is 300 East Market St., Suite 100, Louisville, Kentucky 40202 ("Assignee").

WITNESSETH:

WHEREAS, Assignee and/or its wholly owned related entities has acquired the business of Assignor through various transactions;

WHEREAS, Assignor has adopted and used, is using and/or is the owner of the certain trademarks associated with its business acquired by Assignee;

WHEREAS, Assignor desires to assign to Assignee and Assignee desires to receive from Assignor all rights and title to any marks used in the operation of Assignor's business, including all common law rights marks registered with any State, and the federally registered marks and pending applications for federal registration listed in Exhibit A, attached hereto, (collectively, the "Assigned Marks");

WHEREAS, Assignee desires to acquire all of Assignor's rights in the Assigned Marks;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged,

1. Assignment. Assignor does hereby irrevocably convey, transfer, and assign unto Assignee all of its right, title and interest in and to the Assigned Marks, together with the good will of the business symbolized by said marks, any and all royalties, fees, income, payments, and other proceeds now or hereafter due or payable with respect to any and all of the foregoing; and any and all claims and causes of action with respect to any of the foregoing, whether accruing before, on, or after the date hereof, including all rights to and claims for damages, restitution, and injunctive and other legal and equitable relief for past, present, and future infringement, dilution, misappropriation, violation, misuse, breach, or default, with the right but no obligation to sue for such legal and equitable relief and to collect, or otherwise recover, any such damages.
2. Recordation and Further Actions. The Parties agree that this Assignment may be recorded with the U.S. Trademark Office or any other applicable state or federal government agencies. Assignor agrees to take such steps and actions, and provide such cooperation and assistance to Assignee and its successors, assigns, and legal representatives, including the execution and delivery of any affidavits, declarations, oaths, exhibits, assignments, powers of attorney, or other documents, as may be necessary to effect, evidence, or perfect the assignment of the Assigned Marks to Assignee or any assignee or successor thereto.

3. Counterparts. This Assignment may be executed in counterparts, each of which shall be deemed an original, but all of which together shall be deemed one and the same agreement. A signed copy of this Assignment delivered by facsimile, e-mail, or other means of electronic transmission shall be deemed to have the same legal effect as delivery of an original signed copy of this Assignment.
4. 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.
5. Governing Law. This Assignment and any claim, controversy, dispute, or cause of action (whether in contract, tort, or otherwise) based upon, arising out of, or relating to this Trademark Assignment and the transactions contemplated hereby shall be governed by, and construed in accordance with, the laws of the United States and the Commonwealth of Kentucky, without giving effect to any choice or conflict of law provision or rule.

IN WITNESS WHEREOF, Assignor has duly executed and delivered this Assignment as of the date first written above.

ASSIGNOR

HOLIDAY AL MANAGEMENT SUB LLC

By: W. B. Hudson

Title: SE VP, General Counsel & Secretary

Kentucky
 STATE OF FLORIDA)
) SS:
 COUNTY OF Jefferson)

Subscribed and sworn to before me by W. Bryan Hudson this 20th day of June, 2022.

My Commission Expires: May 8, 2023

Maristela Vieira Mendes
 NOTARY PUBLIC

MARISTELA E. VIEIRA MENDES
 Notary Public, State at Large, KY
 My commission expires May 8, 2023

TRADEMARK

REEL: 007758 FRAME: 0347

ACCEPTANCE

The undersigned hereby declares that it has accepted the foregoing Assignment on behalf of Assignee.

ASSIGNEE

ATRIA SENIOR LIVING, INC.

By: W. Blum

Title: SR. VP, General Counsel & Secretary

STATE OF KENTUCKY)
) SS:
COUNTY OF JEFFERSON)

Subscribed and sworn to before me by W. Bryan Hudson this 20th day of June, 2022.


My Commission Expires: May 8, 2023

Mariela Vieira Mendes
NOTARY PUBLIC

MARIELA E. VIEIRA MENDES
Notary Public, State at Large, KY
Commission expires May 8, 2023

Exhibit A

**FEDERAL TRADEMARK REGISTRATIONS AND
APPLICATIONS FOR REGISTRATION**

| Mark | Goods/Services |
|--|--|
| <p>HOLIDAY U.S. Reg. No. 2,090,582</p> | <p>Int'l Class: 35 management of retirement homes and senior living facilities</p> <p>Int'l Class: 42 provision of retirement homes and senior living facilities</p> |
| <p>HOLIDAY RETIREMENT and Design U.S. Reg. No. 3,731,099</p> <p>Disclaimer: "RETIREMENT"</p>  | <p>Int'l Class: 43 Provision of retirement homes and senior living facilities</p> |
| <p>HOLIDAY RETIREMENT U.S. Reg. No. 3,725,524</p> <p>Disclaimer: "RETIREMENT"</p> | <p>Int'l Class: 43 Provision of retirement homes and senior living facilities</p> |
| <p>HOLIDAY SENIOR LIVING U.S. Reg. No. 6,430,017</p> <p>Disclaimer: "SENIOR LIVING"</p> | <p>Int'l Class: 43 Providing assisted living facilities; Providing independent living residences and living facilities; Retirement home services; Provision of retirement homes and senior living facilities</p> <p>Int'l Class: 44 Health care services, namely, wellness programs in the field of memory care for individuals facing Alzheimer's disease and other forms of dementia; Providing memory medical care services</p> |
| <p>HOLIDAY365 U.S. Ser. No.: 90/718,239</p> | <p>Int'l Class: 09 Downloadable mobile applications for accessing and interacting with services and information provided by assisted living facilities, independent living residences and living facilities, retirement homes and senior living facilities</p> |