

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM741904

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNMENT OF THE ENTIRE INTEREST AND THE GOODWILL		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Conspiracy, Inc.		06/08/2022	Corporation: NEVADA
RECEIVING PARTY DATA			
Name:	DeferMyGain.com, LLC		
Street Address:	3326 Aspen Grove Drive, Suite 400		
City:	Franklin		
State/Country:	TENNESSEE		
Postal Code:	37067		
Entity Type:	Limited Liability Company: TENNESSEE		
PROPERTY NUMBERS Total: 23			
Property Type	Number	Word Mark	
Registration Number:	5794196	NAMAKUBI	
Registration Number:	3726515	ROOM101	
Registration Number:	4318657		
Registration Number:	4332815		
Registration Number:	4714076	UNCLE LEE	
Registration Number:	4593038	LEROY	
Registration Number:	4592928	THE BIG PAYBACK	
Registration Number:	5693198	FARCE	
Registration Number:	4949856	JOHNNY TOBACCONAUT	
Registration Number:	4949850	BREAKFAST IN PORTUGAL	
Registration Number:	4913308		
Registration Number:	4842928	CHIEF COOL ARROW	
Registration Number:	4725454	MUZZLE LOADER	
Registration Number:	4667581	HUESO	
Registration Number:	4667578	CHAVALA	
Registration Number:	5979531	DOOMSAYER	
Registration Number:	6421962	ICHIBAN	
Registration Number:	5943850	HIT & RUN	
Registration Number:	6210582	MIAMI SNOW	

OP \$590.00 5794196

Property Type	Number	Word Mark
Serial Number:	97095362	DARUMA
Serial Number:	90749591	CEASE AND DESIST
Serial Number:	90663897	DEATH BUCKET
Serial Number:	85330376	PAPI CHULO

CORRESPONDENCE DATA

Fax Number: 8052301355

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: (805) 230-1350

Email: alomonaco@socalip.com

Correspondent Name: SoCal IP Law Group LLP

Address Line 1: 310 N Westlake Blvd., Suite 120

Address Line 4: Westlake Village, CALIFORNIA 91362

ATTORNEY DOCKET NUMBER:	C211.G14763
NAME OF SUBMITTER:	Anneliese Lomonaco
SIGNATURE:	/Anneliese Lomonaco/
DATE SIGNED:	07/18/2022

Total Attachments: 4

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Trademark Assignment

This Trademark Assignment ("Assignment") is made effective as of June 8, 2022 between **Conspiracy, Inc.**, a Nevada Corporation ("**Conspiracy**") with a principal office of 707 S Broadway, Suite 917, Los Angeles, California 90014 (hereinafter referred to as "ASSIGNOR") and **DeferMyGain.com, LLC**, a Tennessee limited liability company, as trustee of **The Mama Bear Trust**, a Missouri business trust, with a principal office of 3326 Aspen Grove Drive, Suite 400, Franklin, Tennessee 37067 (hereinafter referred to as "ASSIGNEE"):

WHEREAS, ASSIGNOR is the owner of the trademarks (the "Marks") and other intellectual property (the "Property") described in Schedule A attached hereto and incorporated by reference herein, together with the goodwill associated with ASSIGNOR's cigars and cigar-related accessories bearing the Marks (hereinafter the "Products").

WHEREAS, ASSIGNOR desires to convey, transfer, assign, deliver, and contribute to ASSIGNEE all of its right, title, and interest in and to the Marks and the Property, pursuant to and in accordance with the provisions of that certain Asset Purchase Agreement dated as of even date herewith (the "Purchase Agreement") between ASSIGNOR and ASSIGNEE. Capitalized terms used but not defined herein shall have the meanings ascribed to them in the Purchase Agreement.

NOW, THEREFORE, in consideration of the execution, delivery and performance by the ASSIGNEE of the Purchase Agreement and the Operative Agreements to which the ASSIGNEE is a party (including but not limited to the ASSIGNEE's payment of the Purchase Price pursuant to the Purchase Agreement), and for other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, ASSIGNOR hereby conveys, transfers, assigns, delivers, and contributes to ASSIGNEE all of ASSIGNOR's right, title, and interest of whatever kind in and to the Marks and the Property, together with (1) the goodwill associated with the ASSIGNOR's cigars and cigar-related accessories bearing the Marks; (2) all income, royalties, and damages hereafter due or payable to ASSIGNOR with respect to the Marks, including without limitation, damages, and payments for past or future infringements and misappropriations of the Marks; (3) all rights to sue for past, present and future infringements or misappropriations of the Marks; and (4) all common law rights derived from longstanding, continuous and exclusive use of the Marks in commerce.

ASSIGNOR further covenants that it will execute all commercially reasonable documents, papers, forms and authorizations and take all other reasonable actions that may be reasonably necessary for securing, completing, or vesting in ASSIGNEE full right, title, and interest in the Marks and the Property, together with the associated goodwill.

[Signature Page Follows]

IN WITNESS WHEREOF, ASSIGNOR has duly executed under seal and delivered this Assignment, as of the day and year first above written.

Assignor:

CONSPIRACY, INC.,
a Nevada corporation

By: 

Name: Matt Booth
Title: President

Assignee:




DEFERMYGAIN.COM, LLC,
a Tennessee limited liability company,
as trustee of THE MAMA BEAR TRUST, a Missouri business trust

By: 

Todd Jackson, President

Schedule A

U.S. Trademark Registrations & Applications in International Class 034 to be Assigned

Country	Trademark	Serial No.	Registration No.	Registration/filing date
USA	NAMAKUBI	88220038	5794196	02/07/2019
USA	PAPI CHULO	85330376	4166725	26/06/2012
USA	ROOM101	77620013	3726515	21/11/2008
USA	FLOWER LOGO 	85578943	4318657	09/04/2013
USA	FU LOGO 	85676421	4332815	07/05/2013
USA	UNCLE LEE	86306046	4714076	31/03/2015
USA	LEROY	86240384	4593038	26/08/2014
USA	THE BIG PAYBACK	86181399	4592928	26/08/2014
USA	FARCE	87754205	5693198	05/03/2019
USA	JOHNNY TOBACCONAUT	86711886	4949856	03/05/2016
USA	BREAKFAST IN PORTUGAL	86711817	4949850	03/05/2016
USA	CHIEF COOL ARROW DESIGN 	8671975	4913308	08/03/2016
USA	CHIEF COOL ARROW	86521974	4842928	27/10/2015
USA	MUZZLE LOADER	86368228	4725454	21/04/2015
USA	HUESO	86301970	4667581	06/01/2015
USA	CHAVALA	86301856	4667578	06/01/2015
USA	DOOMSAYER	88283314	5979531	04/02/2020
USA ¹	ICHIBAN	86407921	6421962	13/07/2021
USA	HIT&RUN	88467167	5943850	24/12/2019
USA	MIAMI SNOW	88912892	6210582	01/12/2020
USA	DARUMA	97095362		27/10/2021
USA	CEASE AND DESIST	90749591		02/06/2021
USA	DEATH BUCKET	90663897		22/04/2021

¹ Supplemental register

Common Law Trademarks for goods in International Class 034 to be assigned

Country	Trademark	Serial No.	Registration No.	Registration/filing date
USA	RANFLA	N/A	N/A	N/A
USA	FILERO	N/A	N/A	N/A
USA	RANFLACTIC	N/A	N/A	N/A
USA	HUESO	N/A	N/A	N/A