

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM744176

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNMENT OF THE ENTIRE INTEREST AND THE GOODWILL		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Noesis Learning Inc.		07/20/2022	Corporation: CANADA
RECEIVING PARTY DATA			
Name:	PricewaterhouseCoopers LLP		
Street Address:	18 York Street, Suite 2600		
City:	Toronto, ON		
State/Country:	CANADA		
Postal Code:	M5J 0B2		
Entity Type:	Limited Liability Partnership: CANADA		
PROPERTY NUMBERS Total: 3			
Property Type	Number	Word Mark	
Serial Number:	88711861	YOUR BRAIN ON PRODUCTIVITY	
Serial Number:	88492111	YOUR BRAIN ON SAFETY	
Serial Number:	88492124	YOUR BRAIN ON GOALS	
CORRESPONDENCE DATA			
Fax Number:	6123329081		
<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:	16123325300		
Email:	crogers@merchantgould.com		
Correspondent Name:	Merchant & Gould P.C.		
Address Line 1:	P.O. Box 2910		
Address Line 4:	Minneapolis, MINNESOTA 55402-0910		
ATTORNEY DOCKET NUMBER:	19222.00000001		
DOMESTIC REPRESENTATIVE			
Name:	Merchant & Gould P.C.		
Address Line 1:	P.O. Box 2910		
Address Line 4:	Minneapolis, MINNESOTA 55402-0910		
NAME OF SUBMITTER:	Christopher J. Schulte		
SIGNATURE:	/Christopher J. Schulte/		

OP \$90.00 88711861

DATE SIGNED:	07/28/2022
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Total Attachments: 3
source=292234-U.S. Trademark Assignment-Noesis Learning Inc. to PricewaterhouseCoopers LLP#page1.tif
source=292234-U.S. Trademark Assignment-Noesis Learning Inc. to PricewaterhouseCoopers LLP#page2.tif
source=292234-U.S. Trademark Assignment-Noesis Learning Inc. to PricewaterhouseCoopers LLP#page3.tif

ASSIGNMENT OF UNITED STATES TRADEMARKS

WHEREAS **Noesis Learning Inc.** (the "Assignor"), the full post office address of whose principal office or place of business is 2106 33 Ave SW Calgary, Alberta T2T6B7, P.O. Box 86106, Canada, adopted, and has intended to use the Trademarks listed in the attached **Schedule A** (the "Trademarks") which are the subject of applications in the United States Patent and Trademark Office;

AND WHEREAS the Assignor has intended to use the Trademarks in commerce and filed applications, as alleged in the attached schedule, but has not yet filed an allegation of use under Section 1(a) or 1(d) of the *Trademark Act*, and is assigning the Trademarks as part of the entire business or portion thereof to which the trademarks pertain as required by 15 USC 1060;

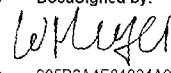
AND WHEREAS **PricewaterhouseCoopers LLP** (the "Assignee"), the full post office address of whose principal office or place of business is 18 York Street, Suite 2600, Toronto, Ontario M5J 0B2, Canada, is desirous of acquiring from the Assignor the whole right, title and interest in and to the Trademarks and the applications therefor, together with the goodwill of the Assignor's business carried on in association with the Trademark;

NOW THEREFORE, in consideration of \$1.00 and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged by the parties hereto, the Assignor hereby confirms that it has sold, assigned and transferred and by these presents does sell, assign and transfer unto the Assignee, its successors and assigns, all of the right, title and interest in and to the Trademarks, including the applications therefor, and any registrations resulting therefrom, and the goodwill of the business carried on in association with the Trademarks, together with all right of action resulting from any adverse use of the Trademarks or any confusingly similar trademark and the right to claim such relief as is appropriate, the same to be held by the Assignee, its successors and assigns as fully and effectually as they would have been held by the Assignor had this sale, assignment and transfer not been made.

7/20/2022 | 09:44 EDT

EXECUTED at _____, _____ effective as of the ____ day of _____, 2022.

Noesis Learning Inc.

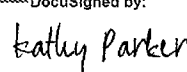
DocuSigned by:

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Per: _____

Name: **Wendi Meyer**

Title: **CEO and Partner**




PricewaterhouseCoopers LLP

DocuSigned by:

UADFDA1592644B8...

Per: _____

Name: **Kathy Parker,**
Title: **Partner, PricewaterhouseCoopers Associates. Authorized Representative of PricewaterhouseCoopers LLP**

Schedule A

No.	Trademark	Country	Application No.
1.	YOUR BRAIN ON PRODUCTIVITY <small>Your Brain on</small> Productivity 	United States	88711861
2.	YOUR BRAIN ON SAFETY <small>Your Brain on</small> Safety 	United States	88492111
3.	YOUR BRAIN ON GOALS <small>Your Brain on</small> Goals 	United States	88492124