

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM796234

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNMENT OF THE ENTIRE INTEREST AND THE GOODWILL		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
CycleBar Franchising, LLC		03/13/2023	Limited Liability Company: DELAWARE
RECEIVING PARTY DATA			
Name:	CycleBar Franchising SPV, LLC		
Street Address:	17877 Von Karman Avenue		
Internal Address:	Suite 100		
City:	Irvine		
State/Country:	CALIFORNIA		
Postal Code:	92614		
Entity Type:	Limited Liability Company: DELAWARE		
PROPERTY NUMBERS Total: 10			
Property Type	Number	Word Mark	
Registration Number:	5111052	#CYCLEBAR	
Registration Number:	4743707	CB	
Registration Number:	4743218	CB	
Registration Number:	4738832	CYCLEBAR	
Registration Number:	4739161	CYCLEBAR	
Registration Number:	5733930	CYCLEBAR	
Registration Number:	5070905	CYCLEBEATS	
Registration Number:	5090880	CYCLEGIVING	
Registration Number:	4709859	CYCLESTATS	
Registration Number:	4709860	CYCLETHEATRE	
CORRESPONDENCE DATA			
Fax Number:	2127288111		
<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:	2127288000		
Email:	ipdocketingla@willkie.com		
Correspondent Name:	Eugene Chang		
Address Line 1:	Willkie Farr & Gallagher LLP		

CH \$265.00 5111052

Address Line 2: 787 Seventh Avenue
Address Line 4: New York, NEW YORK 10019

ATTORNEY DOCKET NUMBER: 128650.00002 CycleBar Ass

NAME OF SUBMITTER: Eugene L. Chang

SIGNATURE: /elc/

DATE SIGNED: 03/21/2023

Total Attachments: 9

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TRADEMARK ASSIGNMENT

This TRADEMARK ASSIGNMENT ("Assignment"), effective as of the 13th day of March 2023, is made and entered into by and between CYCLEBAR FRANCHISING, LLC ("Assignor") and CYCLEBAR FRANCHISING SPV, LLC ("Assignee"). Assignor and Assignee are referred to individually as a "Party" and collectively as the "Parties".

WHEREAS, Assignor is the record owner of the trademark registrations and trademark applications identified in the attached Schedule A (the "Trademarks");

WHEREAS, pursuant to that certain Contribution Agreement by and between the Parties dated as of the date hereof, Assignor has assigned to Assignee all rights, title, and interests in and to the Trademarks, and the Parties wish to record such assignment;

NOW THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Parties agree as follows:

1. Assignor hereby assigns and transfers to Assignee, its successors and permitted assigns, and Assignee hereby accepts and receives, all of Assignor's entire rights, title, and interests in, to and under the Trademarks, including, without limitation, (a) the goodwill of the business symbolized by and associated with the Trademarks; and (b) any and all legal actions and rights and remedies at law or in equity for past, present, or future infringements, dilutions, or other violations of the Trademarks, including without limitation the right to sue for, collect, and retain all damages, profits, proceeds, and all other remedies associated therewith.
2. Assignor hereby authorizes and requests the United States Patent and Trademark Office or similar office in the applicable jurisdiction to record Assignee as the assignee and owner of the Trademarks.
3. This Assignment will be binding upon and enforceable against Assignor and Assignor's respective successors and assigns and will inure to the benefit of and be enforceable by Assignee and its successors and assigns.
4. This Assignment will be governed by, and construed and interpreted in accordance with, the internal laws of the State of New York. This Assignment may not be supplemented, altered, or modified in any manner except by a writing signed by both Parties.
5. This Assignment may be executed in any number of counterparts, and by the Parties in separate counterparts, each of which will be deemed an original for all purposes and all of which together will constitute one and the same instrument.

[Signature Pages Follow]

IN WITNESS WHEREOF, the Parties have caused this Assignment to be duly executed and delivered as of the date first written above.

ASSIGNOR:

CYCLEBAR FRANCHISING, LLC

DocuSigned by:
John Meloun
58A40CED78E946A...

By: _____

Name: John Meloun
Title: Chief Financial Officer

ASSIGNEE:

CYCLEBAR FRANCHISING SPV, LLC

DocuSigned by:
John Meloun
58A40CED78E946A...

By: _____

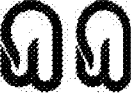








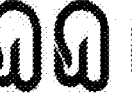




Name: John Meloun
Title: Chief Financial Officer

















Signature Page to Trademark Assignment

Schedule A

Attached

Trademarks
CycleBar

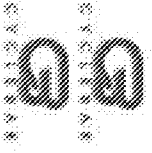
Mark Name	Mark Image	Mark Type	Status	Owners	Country	Application Number	Filed Date	Registration Number	Registration Date
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CB and Design		Design Mark	Registered	Cyclebar Franchising, LLC	United States of America	86446326	2014-11-06	4743707	2015-05-26
CB and Design		Design Mark	Registered	Cyclebar Franchising, LLC	United States of America	86413102	2014-10-02	4743218	2015-05-26
CB and Design		Design Mark	Registered	Cyclebar Franchising, LLC	Canada	1741054	2015-08-10	TMA979553	2017-08-29
CB and Design		Design Mark	Registered	Cyclebar Franchising, LLC	International	1333946	2016-10-28	1333946	2016-10-28
CB and Design		Design Mark	Registered	Cyclebar Franchising, LLC	Australia	1333946	2016-10-28	1830611	2016-10-28
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CB and Design		Design Mark	Registered	Cyclebar Franchising, LLC	Ireland (Republic of)	1333946	2016-10-28	1333946	2016-10-28

CB and Design		Design Mark	Registered	Cyclebar Franchising, LLC	Israel	1333946	2016-10-28	1333946	2016-10-28
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TRADEMARK

REEL: 008009 FRAME: 0870

RECORDED: 03/21/2023