

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM817069

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNMENT OF THE ENTIRE INTEREST AND THE GOODWILL		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Atlas Brew Works LLC		11/01/2022	Limited Liability Company: DELAWARE
RECEIVING PARTY DATA			
Name:	ABW HoldCo LLC		
Street Address:	1201 Half Street SE, Suite 120		
City:	Washington		
State/Country:	D.C.		
Postal Code:	20003		
Entity Type:	Limited Liability Company: DELAWARE		
PROPERTY NUMBERS Total: 20			
Property Type	Number	Word Mark	
Serial Number:	97441911	A	
Registration Number:	6783459	BULLPEN	
Registration Number:	6615695	ATLAS CIDER	
Registration Number:	6406375	ATLAS SELTZER	
Registration Number:	6246410	ATLAS	
Registration Number:	6131228	202	
Registration Number:	5841200	THE PRECIOUS ONE	
Registration Number:	5173196	SILENT NEIGHBOR	
Registration Number:	5563955	ATLAS BREW WORKS	
Registration Number:	5414927	NAPTOWN LAGER	
Registration Number:	5558287	ATLAS BREW WORKS	
Registration Number:	5427937	DANCE OF DAYS	
Registration Number:	4868369	PONZI	
Registration Number:	4590407	HOME RULE	
Registration Number:	4563588	LA SAISON DES FÊTES	
Registration Number:	5706531	ATLAS BREW WORKS	
Registration Number:	5036549	THE 1500	
Registration Number:	5141964	ATLAS	
Registration Number:	4515725	DISTRICT COMMON	

CH \$515.00 97441911

Property Type	Number	Word Mark
Registration Number:	4452044	NSFW

CORRESPONDENCE DATA

Fax Number: 2028243001

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: 202-824-3000

Email: BWPTOTM@bannerwitcoff.com

Correspondent Name: Heather Smith-Carra

Address Line 1: 1100 13th Street, N.W., 12th Floor

Address Line 4: Washington, D.C. 20005

ATTORNEY DOCKET NUMBER:	008150.00001
NAME OF SUBMITTER:	Heather Smith-Carra
SIGNATURE:	/Heather Smith-Carra/
DATE SIGNED:	06/13/2023

Total Attachments: 6

source=Atlas Brew Works LLC to ABW HoldCo LLC (8150.1) #page1.tif

source=Atlas Brew Works LLC to ABW HoldCo LLC (8150.1) #page2.tif

source=Atlas Brew Works LLC to ABW HoldCo LLC (8150.1) #page3.tif

source=Atlas Brew Works LLC to ABW HoldCo LLC (8150.1) #page4.tif

source=Atlas Brew Works LLC to ABW HoldCo LLC (8150.1) #page5.tif

source=Atlas Brew Works LLC to ABW HoldCo LLC (8150.1) #page6.tif

INTELLECTUAL PROPERTY ASSIGNMENT

Atlas Brew Works LLC, a Delaware limited liability company, with an address at 2052 West Virginia Avenue NE, Washington, DC 20002 ("Assignor") and ABW HoldCo LLC, a Delaware limited liability company, with an address at 1201 Half Street SE, Suite 120, Washington, DC 20003 ("Assignee"), enter into this Intellectual Property Assignment (together with all attachments and exhibits hereto, this "Assignment") as of November 1, 2022 (the "Effective Date").

Introduction

A. Assignor owns all right, title and interest in and to certain intellectual property developed for and used in connection with the operation of breweries and taprooms in the Washington, D.C. metropolitan area (the "Atlas Concept"), which intellectual property includes, but is not limited to, trademarks, design logos, taglines, food and beverage recipes and formulas, menu designs, operating manuals and guidelines and certain aspects of the overall look and feel of the Atlas Concept as well as the intellectual property associated with any private label products developed for and sold within the Atlas Concept (collectively, "Atlas IP"); and

B. As part of the ownership of the Atlas IP, Assignor owns the trademarks set forth and described on Schedule A hereto (together with all other trademarks, service marks, logos, trade names, brand names and designations of source owned by Assignor and used in connection with the business of Assignor, its licensees, subsidiaries and/or affiliates, as of the Effective Date, collectively the "Marks"); and

C. Assignee desires to acquire all of Assignor's right, title, and interest in the Atlas IP, which includes the Marks (including any and all corresponding applications and registrations, goodwill associated with the Marks, and the right to sue to recover damages for any past and future infringement thereof).

NOW, THEREFORE, for good and valuable consideration, the receipt, sufficiency, and adequacy of which are hereby acknowledged:

Terms

1. In exchange for \$100, paid to Assignee on the Effective Date, Assignor does hereby sell, assign, transfer and convey to Assignee, its successors, and assigns, absolutely and forever (a) Assignor's entire right, title and interest, whether statutory or at common law, in and to the Atlas IP in the United States and all countries throughout the world, together with the goodwill arising out of or in any way associated with such intellectual property, and (b) Assignor's entire right to bring actions for the enforcement of the Atlas IP, including but not limited to, the right to sue for and recover damages for any past and future infringement of the intellectual property.

2. Assignor does hereby covenant and agrees to execute, for no additional consideration, such further documents and do such other acts as may be necessary and proper to vest full title in and to the Marks in the Assignee or which may be necessary to obtain, renew, issue or enforce the intellectual property, including the Marks.

3. This Intellectual Property Assignment shall be governed by the laws of the State of Delaware. This Intellectual Property Assignment may be executed in counterparts, each of which shall be deemed an original, but all of which together shall be deemed to be one and the same agreement. A signed copy of this Intellectual Property 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 Intellectual Property Assignment.

IN WITNESS WHEREOF, Assignor has caused this Assignment to be executed and delivered as of the Effective Date.

ATLAS BREW WORKS LLC

DocuSigned by:
By: Justin Cox

Name: Justin Cox

Title: Manager & Chief Executive Officer

ACCEPTED BY:

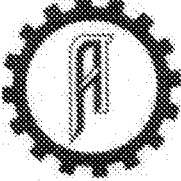
ABW HOLDCO LLC


DocuSigned by:
By: Justin Cox

Name: Justin Cox

Title: Chief Executive Officer & President

SCHEDULE A

Mark	App. #/ Reg. #/ Serial #	App. Date/ Reg. Date/ Filing Date	Goods/Services	Owner	Status
	97,441,911	06/03/2022	<p>"Drinkware; beer glasses; drinking glasses; beverageware" in Class 21</p> <p>"Tops as clothing; hoodies; sweatshirts" in Class 25</p> <p>"Beer" in Class 32</p> <p>"Restaurant services; brewpub services; taproom services; bar services; bar services, namely, brewpub and taproom bar services" in Class 43</p>	Atlas Brew Works LLC	Live application/awaiting examination
BULLPEN	6,783,459	07/05/2022	"Beer" in Class 32	Atlas Brew Works LLC	Registered
ATLAS CIDER	6,615,695	01/11/2022	"Hard cider" in Class 33	Atlas Brew Works LLC	Registered

Mark	App. #/ Reg. #/ Serial #	App. Date/ Reg. Date/ Filing Date	Goods/Services	Owner	Status
ATLAS SELTZER	6,406,375	07/06/2021	"Hard seltzer" in Class 33	Atlas Brew Works LLC	Registered
ATLAS	6,246,410	01/12/2021	"Liquor; Spirits and liquers; Distilled spirits; Potable spirits" in Class 33	Atlas Brew Works LLC	Registered
202	6,131,228	08/18/2020	"Beer" in Class 32	Atlas Brew Works LLC	Registered
THE PRECIOUS ONE	5,841,200	08/20/2019	"Beer" in Class 32	Atlas Brew Works LLC	Registered
silent neighbor	5,173,196	03/28/2017	"Beer" in Class 32	Atlas Brew Works LLC	Registered
	5,563,955	09/18/2018	"bar services, namely, brewpub and taproom bar services" in Class 43	Atlas Brew Works LLC	Registered
Naptown Lager	5,414,927	02/27/2018	"Beer" in Class 32	Atlas Brew Works LLC	Registered
ATLAS BREW WORKS	5,558,287	09/11/2018	"bar services, namely, brewpub and taproom bar services" in Class 43	Atlas Brew Works LLC	Registered

Mark	App. #/ Reg. #/ Serial #	App. Date/ Reg. Date/ Filing Date	Goods/Services	Owner	Status
Dance of Days	5,427,937	03/20/2018	"Beer" in Class 32	Atlas Brew Works LLC	Registered
Ponzi	4,868,369	12/08/2015	"Beer; [Beer,] ale [and lager; Beer, ale and porter; Beer, ale, lager, stout and porter; Beer, ale, lager, stout, porter, shandy]" in Class 32	Atlas Brew Works LLC	Registered
Home Rule	4,590,407	08/19/2014	"Beer" in Class 32	Atlas Brew Works LLC	Registered
La Saison des Fêtes	4,563,588	07/08/2014	"Beer" in Class 32	Atlas Brew Works LLC	Registered
ATLAS BREW WORKS	5,706,531	03/26/2019	"Beer" in Class 32	Atlas Brew Works LLC	Registered
The 1500	5,036,549	09/06/2016	"Beer" in Class 32	Atlas Brew Works LLC	Registered
Atlas	5,141,964	02/14/2017	"Beer" in Class 32	Atlas Brew Works LLC	Registered
District Common	4,515,725	04/15/2014	"Beer" in Class 32	Atlas Brew Works LLC	Registered

Mark	App. #/ Reg. #/ Serial #	App. Date/ Reg. Date/ Filing Date	Goods/Services	Owner	Status
NSFW	4,452,004	12/17/2013	"Non-metal taps for beer kegs" in Class 20	Atlas Brew Works LLC	Registered
	4,452,044 Correction made on June 13, 2023 <i>[Signature]</i>				