

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM819200

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNMENT OF THE ENTIRE INTEREST AND THE GOODWILL		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Walmart Apollo, LLC		05/15/2023	Limited Liability Company: DELAWARE
Eloquii Design, Inc.		05/15/2023	Corporation: DELAWARE
RECEIVING PARTY DATA			
Name:	FullBeauty Brands Operations, LLC		
Street Address:	2300 Southeastern Avenue		
City:	Indianapolis		
State/Country:	INDIANA		
Postal Code:	46201		
Entity Type:	Limited Liability Company: INDIANA		
PROPERTY NUMBERS Total: 6			
Property Type	Number	Word Mark	
Registration Number:	4195534	ELOQUII	
Registration Number:	4195535	ELOQUII	
Registration Number:	4195463	ELOQUII	
Registration Number:	6556015	ELOQUII UNLIMITED	
Registration Number:	4110159	ELOQUII	
Registration Number:	6555932	ELOQUII ELEMENTS	
CORRESPONDENCE DATA			
Fax Number:			
<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:	317-266-3760		
Email:	jmcfarland@fbbrands.com		
Correspondent Name:	Joshua A. McFarland		
Address Line 1:	2300 Southeastern Avenue		
Address Line 4:	Indianapolis, INDIANA 46201		
NAME OF SUBMITTER:	Joshua A. McFarland		
SIGNATURE:	/Joshua A. McFarland/		
DATE SIGNED:	06/23/2023		

OP \$165.00 4195534

Total Attachments: 8

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TRADEMARK AND DOMAIN NAME ASSIGNMENT

This Trademark and Domain Name Assignment (the “**Assignment**”) is made this May 15, 2023 among ELOQUII DESIGN, Inc., a Delaware corporation (the “**Company**”), WALMART APOLLO, LLC, a Delaware limited liability company, (“**Apollo**”) (each of the Company and Apollo is referred to as a “**Assignor**”, and collectively, the “**Assignors**”) and FULLBEAUTY BRANDS OPERATIONS, LLC, an Indiana limited liability company (“**Assignee**”).

1. Transfer and Assignment.

(a) Assignors hereby assign, transfer, deliver and convey to Assignee, free and clear of all liens, all claims, rights, title and interest Assignors have or may have in (i) the registered domain names identified in Exhibit A (the “**Domain Names**”), (ii) the trademarks, service marks, trade dress, trade names, slogans, logos and any other source identifiers, registrations, applications and renewals for any of the foregoing, as applicable, together with all of the goodwill associated with each of the foregoing (the “**Trademarks**”) along with any common law rights, if any, associated therewith or arising from the use of the Trademarks by Assignors and their Affiliates, (iii) website content and mobile applications (including, without limitation, all images; excluding any content containing “WALMART” branding) used by Assignors exclusively in connection with the Business, (iv) all goodwill, rights, title, and interests, associated with or accrued in connection with or arising from the Domain Names, the Trademarks and any of the website content or mobile application; and (v) the right to sue for and collect damages and other recoveries for past, present and future infringement thereof and the right to prosecute and maintain Trademark and Domain Name registrations; the same to be held and enjoyed by Assignee for its own use and enjoyment and the use and enjoyment of its successors, assigns and other legal representatives as fully and entirely as the same would have been held and enjoyed by Assignor if this Assignment had not been made. The Domain Names, Trademarks and website content are all described in more detail in Exhibit A, attached hereto and incorporated herein by this reference.

(b) Immediately upon execution of this Assignment, Assignors will cooperate with Assignee as reasonably requested by Assignee to assist Assignee to effectuate the transfer of the Domain Names and Trademarks. Assignors agree to cooperate with Assignee in executing all documents and doing all things that Assignee considers necessary or desirable to further the purposes of this Assignment, including executing any registration name change agreements required by the appropriate or other domain name registries.

2. Consideration.

Assignors acknowledge and agree that payment of the amount set forth in the Asset Purchase Agreement between Assignee and Assignors effective as of April [•], 2023 (the “**Purchase Agreement**”) in connection with the purchase by Assignee and sale by Assignors of the Purchased Assets constitutes the full and complete consideration due to Assignee hereunder, and no other payments shall be due or recoverable by Assignee related to this Assignment. Capitalized terms not otherwise defined in this Assignment shall have the meanings ascribed to them in the Purchase Agreement.

3. Counterparts.

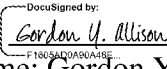
This Assignment may be executed in counterparts or duplicate originals, and facsimile, electronic and digital copies of this Assignment, including properly executed PDF versions of this Assignment, shall be regarded as an original instrument by the Parties.

[End of Trademark and Domain Name Assignment; Balance Intentionally Left Blank; Signature Page Follows]

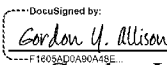
IN WITNESS WHEREOF, the undersigned has executed this Trademark and Domain Name Assignment as of the date first above written.

ASSIGNORS:

ELOQUII DESIGN, INC.

By:  _____
Name: Gordon Y. Allison
Title: Senior Vice President

WALMART APOLLO, LLC

By:  _____
Name: Gordon Y. Allison
Title: Senior Vice President

Acknowledged and agreed to by:

PARENT:

WALMART INC.

By: _____
Name: Michael Guptan
Title: Senior Vice President, Corporate Development

[Signature Page to Trademark and Domain Name Assignment]

IN WITNESS WHEREOF, the undersigned has executed this Trademark and Domain Name Assignment as of the date first above written.

ASSIGNORS:

ELOQUII DESIGN, INC.

By: _____

Name: Gordon Y. Allison

Title: Senior Vice President

WALMART APOLLO, LLC

By: _____

Name: Gordon Y. Allison

Title: Senior Vice President

Acknowledged and agreed to by:

PARENT:

WALMART INC.

By: Michael Guptan

Name: Michael Guptan

Title: Senior Vice President, Corporate Development

[Signature Page to Trademark and Domain Name Assignment]

EXHIBIT A
Domain Names, Trademarks And Website Content

Domain Names:

Domain Name	Country	Registration Date	Registry Date	Expiry	Registrant	Registrar
eloquii.es	SPAIN	20-Jun-2011	20-Jun-2023		Wal-Mart Stores, Inc.	CSC Corporate Domains
eloquii.eu	EUROPEAN UNION	20-Jun-2011	20-Jun-2023		Wal-Mart Stores, Inc.	CSC Corporate Domains
eloquii.fr	FRANCE	20-Sep-2011	20-Sep-2023		Wal-Mart Stores, Inc.	CSC Corporate Domains
eloquii.it	ITALY	11-Aug-2011	11-Aug-2023		Wal-Mart Stores, Inc.	CSC Corporate Domains
eloquii.nl	NETHERLANDS	20-Jun-2011	27-Dec-2022		Wal-Mart Stores, Inc.	CSC Corporate Domains
eloquii.pr	PUERTO RICO	19-Aug-2011	19-Aug-2023		Wal-Mart Stores, Inc.	CSC Corporate Domains
eloquii.com	GENERIC	8-Mar-2011	8-Mar-2025		Wal-Mart Stores, Inc.	Mark Monitor
eloquiiunlimited.com	GENERIC	10-Dec-2019	10-Dec-2023		Wal-Mart Stores, Inc.	Mark Monitor
email-eloquiiunlimited.com	GENERIC	10-Dec-2019	10-Dec-2023		Wal-Mart Stores, Inc.	Mark Monitor

Trademarks:

Mark Name	Country	Status	Filed Date	App#	Reg Date	Reg #	Owners
ELOQUII	Australia	Registered	2017-01-31	1822866	2017-08-30	1822866	Eloquii Design, Inc.
ELOQUII	Canada	Registered	2011-04-26	1524945	2014-04-02	TMA874712	Eloquii Design, Inc.
ELOQUII	Canada	Registered	2011-03-22	1520162	2014-04-02	TMA874700	Eloquii Design, Inc.
ELOQUII	Canada	Registered	2011-03-22	1520163	2014-04-02	TMA874701	Eloquii Design, Inc.

ELOQUII ELEMENTS	Canada	Application	2019-12-09	2000099			Walmart Apollo, LLC
ELOQUII	China	Registered	2016-07-21	20716938	2017-09-14	20716938	Eloquii Design, Inc.
ELOQUII	China	Registered	2012-03-13	10609150	2013-06-14	10609150	Eloquii Design, Inc.
ELOQUII ELEMENTS	China	Registered	2020-04-08	45272119	2021-01-14	45272119	Walmart Apollo, LLC
ELOQUII ELEMENTS	China	Registered	2020-04-08	45240750	2020-12-21	45240750	Walmart Apollo, LLC
ELOQUII ELEMENTS	China	Registered	2020-04-08	45252457	2020-12-21	45252457	Walmart Apollo, LLC
ELOQUII	Costa Rica	Registered	2011-04-27	2011-0003845	2012-02-16	215999	Eloquii Design, Inc.
ELOQUII	Costa Rica	Registered	2011-04-27	2011-0003836	2012-01-13	215,522	Eloquii Design, Inc.
ELOQUII	European Union	Registered	2015-08-24	014493696	2015-12-22	014493696	Eloquii Design, Inc.
ELOQUII	Hong Kong	Registered	2012-03-13	302189160	2018-10-12	302189160	Eloquii Design, Inc.
ELOQUII	Mexico	Registered	2019-10-14	2276660	2020-02-21	2085967	Walmart Apollo, LLC
ELOQUII	Mexico	Registered	2019-10-14	2276661	2020-01-28	2078255	Walmart Apollo, LLC
ELOQUII	Mexico	Registered	2019-10-14	2276663	2020-01-28	2078256	Walmart Apollo, LLC
ELOQUII	Mexico	Registered	2019-10-14	2276664	2020-02-21	2085968	Walmart Apollo, LLC
ELOQUII	Mexico	Registered	2019-10-14	2276665	2020-02-21	2085969	Walmart Apollo, LLC
ELOQUII ELEMENTS	Mexico	Registered	2019-12-06	2302013	2020-08-25	2112579	Walmart Apollo, LLC

ELOQUII ELEMENTS	Mexico	Registered	2019-12-06	2302016	2020-08-25	2112580	Walmart Apollo, LLC
ELOQUII ELEMENTS	Mexico	Registered	2019-12-06	2302021	2020-08-25	2112582	Walmart Apollo, LLC
ELOQUII	Taiwan	Registered	2012-03-16	101013613	2012-09-16	1538166	Eloquii Design, Inc.
ELOQUII	UK	Registered	2015-08-24	UK00914493696	2015-12-22	UK00914493696	Eloquii Design, Inc.
ELOQUII	USA	Registered	2011-04-21	85300750	2012-08-21	4195534	Eloquii Design, Inc.
ELOQUII	USA	Registered	2011-04-21	85300754	2012-08-21	4195535	Eloquii Design, Inc.
ELOQUII	USA	Registered	2011-03-14	85266100	2012-08-21	4195463	Eloquii Design, Inc.
ELOQUII UNLIMITED	USA	Registered	2020-03-05	88822247	2021-11-09	6556015	Eloquii Design, Inc.
ELOQUII	USA	Registered	2011-03-14	85266110	2012-03-06	4110159	Eloquii Design, Inc.
ELOQUII ELEMENTS	USA	Registered	2020-01-20	88766396	2021-11-09	6555932	Eloquii Design, Inc.

Unregistered Trademarks:

1. Kady
2. Kady Fit
3. Gena
4. Gena Fit
5. Viola
6. Viola Fit
7. Peach Lift
8. 365 Suit
9. The Ultimate Suit
10. Night Out
11. #XOQ

Website Content:

1. Material Software:
 - a. Eloquii Mobile Application
 - b. Cirrus
 - c. ECX
 - d. Inventory Manager
 - e. Oasis
 - f. ORC
 - g. Sales Order Manager
2. Social Media Accounts and Handles:
 - a. Facebook Page: @Eloquii
 - b. Instagram Handle: "@Eloquii
 - c. Instagram Hashtag: #XOQ
 - d. LinkedIn Page: Eloquii
 - e. Pinterest Account: @Eloquii
 - f. Snapchat Handle: @Eloquii
 - g. Tik Tok Handle: @Eloquii
 - h. Twitter Handle: @Eloquii
 - i. YouTube Channel: @Eloquii