

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

Assignment ID: TMI66147

| | | | |
|---|--|-------------------------------|--|
| SUBMISSION TYPE: | NEW ASSIGNMENT | | |
| NATURE OF CONVEYANCE: | ASSIGNMENT OF THE ENTIRE INTEREST AND THE GOODWILL | | |
| CONVEYING PARTY DATA | | | |
| Name | Formerly | Execution Date | Entity Type |
| BCPA Holdco LLC | | 02/15/2021 | Limited Liability Company: DELAWARE |
| RECEIVING PARTY DATA | | | |
| Company Name: | FriendsHoldco LLC | | |
| Street Address: | 9663 Santa Monica Blvd. #1099 | | |
| City: | Beverly Hills | | |
| State/Country: | CALIFORNIA | | |
| Postal Code: | 90210 | | |
| Entity Type: | Limited Liability Company: CALIFORNIA | | |
| PROPERTY NUMBERS Total: 12 | | | |
| Property Type | Number | Word Mark | |
| Serial Number: | 87977792 | ALL MY FRIENDS MUSIC FESTIVAL | |
| Serial Number: | 87979075 | ALL MY FRIENDS RADIO | |
| Serial Number: | 87626881 | AMFAMFAMF | |
| Serial Number: | 88071565 | FRIENDSHIP | |
| Serial Number: | 88071572 | FRIENDSHIP | |
| Serial Number: | 87980138 | AMF PRESENTS | |
| Serial Number: | 87623431 | FRIENDSHIP | |
| Serial Number: | 87977943 | FRIENDSHIP | |
| Serial Number: | 87980828 | ALL MY FRIENDS MUSIC FESTIVAL | |
| Serial Number: | 88071574 | FRIENDSHIP | |
| Serial Number: | 88071576 | F | |
| Serial Number: | 87977942 | FRIENDSHIP | |
| CORRESPONDENCE DATA | | | |
| Fax Number: | 6466502108 | | |
| <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: | 6466502207 | | |
| Email: | sarah@adelmanmatz.com,ip@adelmanmatz.com | | |
| Correspondent Name: | Sarah M. Matz | | |

OP \$315.00.00 87977792

Address Line 1: 1159 Second Avenue
Address Line 2: Suite 153
Address Line 4: New York, NEW YORK 10065

NAME OF SUBMITTER: Ratula Datta

SIGNATURE: Ratula Datta

DATE SIGNED: 03/08/2024

Total Attachments: 7

source=2024 03 07 FriendsHoldCo LLC - IP Assignment Agreement (Fully Executed)#page1.tif
source=2024 03 07 FriendsHoldCo LLC - IP Assignment Agreement (Fully Executed)#page2.tif
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EXHIBIT C

IP Assignment

This IP Assignment is by and between BCPA Holdco, LLC, a Delaware limited liability company having offices at 9171 Wilshire Blvd., Suite 500, Beverly Hills, CA 90210 (“Seller”), does hereby grant, bargain, transfer, sell, assign, convey and deliver to FriendsHoldco LLC, a California limited liability company having offices at 3130 Wilshire Blvd., Suite 600, Santa Monica, CA 90403 (“Buyer”), as of December 1, 2020.

WHEREAS, Seller is the owner of all right, title, and interest in and to the trademarks, service marks and other intellectual property rights set forth in Schedule C-1 hereto (the “AMF IP Rights”) and the goodwill associated therewith;

WHEREAS, Buyer is desirous of acquiring all of Seller ’s right, title and interest in and to the AMF IP Rights pursuant to the Intellectual Property Purchase Agreement between Seller and Buyer dated December 1, 2020 (the “Agreement”). All capitalized terms used, but not defined herein, shall have the meanings set forth in the Agreement; and

WHEREAS, Buyer is a successor to a portion of the ongoing and existing business of Seller to which the AMF IP Rights pertain.

NOW THEREFORE, in consideration of the foregoing premises, the covenants and obligations set forth below, and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the parties agree as follows:

1. Seller has sold, assigned and transferred, and hereby does sell, assign and transfer unto Buyer the entire right, title and interest in and to the AMF IP Rights, together with all of the goodwill associated therewith, including but not limited to, renewals and extensions thereof, all common law rights therein or in any way related thereto, and the right to sue for, and recover for, any past infringements thereof, to be held and enjoyed by Buyer, its successors and assigns, as fully and entirely as the same would have been held and enjoyed by Seller had no sale and assignment of said AMF IP Rights been made; and
2. Seller agrees to execute such further documents reasonably required by Buyer to secure and enforce the rights granted to Buyer under this IP Assignment, which further documents shall include, but in no way be limited to, the document attached hereto as Exhibit 1 (titled “MM5(E)”) for recording with the World Intellectual Property Organization (“WIPO”).

This IP Assignment is executed in connection with and subject to the terms and conditions of the aforesaid Agreement. Seller and Buyer hereby acknowledge and agree that neither the representations and warranties nor the rights, remedies and obligations of any party under the Agreement will be deemed enlarged, limited, modified or altered in any way by this IP Assignment. To the extent that any conflict exists between any of the terms of this IP Assignment and the Agreement, the terms of the Agreement will prevail.

BCPA Holdco, LLC

By: *Charles C. Ciongoli*

Name: Charles C. Ciongoli

Title: Chief Financial Officer, Secretary

United States of America)

State of California)

County of Los Angeles)

On this 11 day of February, 2020, before me personally came **Charles C. Ciongoli**, to me known to be the individual described in and who executed the foregoing instrument, and acknowledged execution of the same.

See Attached
Notary Public

FriendsHoldco LLC

By: _____

Name: Gary Richards

Title: President

United States of America)

State of)

County of)

On this _____ day of _____, 2020, before me personally came **Gary Richards**, to me known to be the individual described in and who executed the foregoing instrument, and acknowledged execution of the same.

Notary Public

ACKNOWLEDGMENT

A notary public or other officer completing this certificate verifies only the identity of the individual who signed the document to which this certificate is attached, and not the truthfulness, accuracy, or validity of that document.

State of California
County of Los Angeles

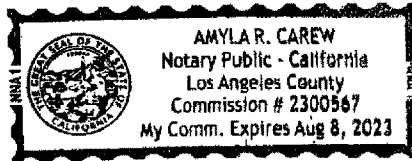
On February 11, 2021 before me, Amyla R. Carew, Notary Public
(insert name and title of the officer)

personally appeared Charles C. Ciangoli
who proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

I certify under PENALTY OF PERJURY under the laws of the State of California that the foregoing paragraph is true and correct.

WITNESS my hand and official seal.

Signature Amyla R. Carew



(Seal)

BCPA Holdco, LLC


By: _____
Name: Charles C. Ciongoli
Title: Chief Financial Officer, Secretary

United States of America)
State of)
County of)

On this _____ day of _____, 2021, before me personally came **Charles C. Ciongoli**, to me known to be the individual described in and who executed the foregoing instrument, and acknowledged execution of the same.

Notary Public

FriendsHoldco LLC

By:  _____
Name: Gary Richards
Title: President

United States of America)
State of)
County of)

On this _____ day of _____, 2021, before me personally came **Gary Richards**, to me known to be the individual described in and who executed the foregoing instrument, and acknowledged execution of the same.

**see attached CA Certificate*

Notary Public

CALIFORNIA ALL-PURPOSE ACKNOWLEDGMENT

CIVIL CODE § 1189

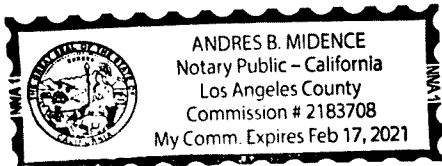
A notary public or other officer completing this certificate verifies only the identity of the individual who signed the document to which this certificate is attached, and not the truthfulness, accuracy, or validity of that document.

State of California)
County of Los Angeles)
On 02/15/2021 before me, Andres B. Midence, Notary Public,
Date Here Insert Name and Title of the Officer
personally appeared Gary Richards
Name(s) of Signer(s)

who proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

I certify under PENALTY OF PERJURY under the laws of the State of California that the foregoing paragraph is true and correct.

WITNESS my hand and official seal.
Signature [Signature]
Signature of Notary Public



Place Notary Seal Above

OPTIONAL

Though this section is optional, completing this information can deter alteration of the document or fraudulent reattachment of this form to an unintended document.

Description of Attached Document
Title or Type of Document: IP Agreement
Document Date: _____ Number of Pages: _____
Signer(s) Other Than Named Above: _____

Capacity(ies) Claimed by Signer(s)
Signer's Name: _____
 Corporate Officer — Title(s): _____
 Partner — Limited General
 Individual Attorney in Fact
 Trustee Guardian or Conservator
 Other: _____
Signer Is Representing: _____

Signer's Name: _____
 Corporate Officer — Title(s): _____
 Partner — Limited General
 Individual Attorney in Fact
 Trustee Guardian or Conservator
 Other: _____
Signer Is Representing: _____

SCHEDULE C-1

AMF IP RIGHTS

A. Trademark Registrations and Applications

| IP Office | Literal Element | Application # | Current Owner |
|------------------------|-------------------------------|----------------------|----------------------|
| Canada (CIPO) | FRIENDSHIP | 1888891 | BCPA Holdco LLC |
| United States (USPTO) | LA SUN SMASH | 88596203 | BCPA Holdco LLC |
| Mexico (IMPI) | FRIENDSHIP | 1403814 | BCPA Holdco LLC |
| United States (USPTO) | MIND ARCADE | 88073833 | BCPA Holdco LLC |
| United States (USPTO) | ALL MY FRIENDS MUSIC FESTIVAL | 87977792 | BCPA Holdco LLC |
| United States (USPTO) | ALL MY FRIENDS RADIO | 87979075 | BCPA Holdco LLC |
| United States (USPTO) | AMFAMFAMF | 87626881 | BCPA Holdco LLC |
| United States (USPTO) | FRIENDSHIP | 88071565 | BCPA Holdco LLC |
| United States (USPTO) | FRIENDSHIP | 88071572 | BCPA Holdco LLC |
| United States (USPTO) | AMF PRESENTS | 87980138 | BCPA Holdco LLC |
| United States (USPTO) | FRIENDSHIP | 87623431 | BCPA Holdco LLC |
| United States (USPTO) | FRIENDSHIP | 87977943 | BCPA Holdco LLC |
| United States (USPTO) | ALL MY FRIENDS MUSIC FESTIVAL | 87980828 | BCPA Holdco LLC |
| United States (USPTO) | FRIENDSHIP | 88071574 | BCPA Holdco LLC |
| United States (USPTO) | F | 88071576 | BCPA Holdco LLC |
| United States (USPTO) | FRIENDSHIP | 87977942 | BCPA Holdco LLC |
| Australia (IPA) | FRIENDSHIP | 1408314 | BCPA Holdco LLC |
| Japan (JPO) | FRIENDSHIP | 1408314 | BCPA Holdco LLC |
| South Korea (KIPO) | FRIENDSHIP | 1408314 | BCPA Holdco LLC |
| China (CNIPA) | FRIENDSHIP | 1408314 | BCPA Holdco LLC |
| European Union (EUIPO) | FRIENDSHIP | 1408314 | BCPA Holdco LLC |
| WIPO (WIPO Madrid) | FRIENDSHIP | 1408314 | BCPA Holdco LLC |
| European Union (EUIPO) | ALL MY FRIENDS | 17880165 | BCPA Holdco LLC |
| Australia (IPA) | ALL MY FRIENDS | 1924883 | BCPA Holdco LLC |
| European Union (EUIPO) | MIND ARCADE | 17944620 | BCPA Holdco LLC |
| United Kingdom (UKIPO) | ALL MY FRIENDS | UK00003341635 | BCPA Holdco LLC |
| Japan (JPO) | ALL MY FRIENDS | 2018-060756 | BCPA Holdco LLC |
| Canada (CIPO) | ALL MY FRIENDS | 1888893 | BCPA Holdco LLC |
| China (CNIPA) | ALL MY FRIENDS | | |

B. Common Law Trademarks

ALL MY FRIENDS
ALL MY FRIENDS EVENTS
ALL MY FRIENDS FESTIVAL
ALL MY FRIENDS MUSIC FESTIVAL
ALL MY FRIENDS RADIO

AMFAMFAMF
AMF CONCERTS
AMF MUSIC FESTIVAL
AMF PRESENTS
ARE FRIENDS ELECTRIC
FRIENDSHIP
LA SUN SMASH
MIND ARCADE

C. Social Media Accounts

| Account |
|----------------------------|
| @thefriendship (Instagram) |
| @amfamfamf (Instagram) |