

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM397316

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNMENT OF THE ENTIRE INTEREST AND THE GOODWILL		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
STATE BAGS PUBLIC BENEFIT CORPORATION		08/31/2016	Corporation: DELAWARE
RECEIVING PARTY DATA			
Name:	STATE BAGS, LLC		
Street Address:	10 ST. JAMES AVE.		
Internal Address:	11TH FLOOR		
City:	BOSTON		
State/Country:	MASSACHUSETTS		
Postal Code:	02116		
Entity Type:	Limited Liability Company: DELAWARE		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	4560905	GIVEBACKPACK	
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>			
Email:	ELIZABETH.BURKHARD@HKLAW.COM		
Correspondent Name:	HOLLAND & KNIGHT LLC		
Address Line 1:	10 ST. JAMES AVE.		
Address Line 2:	11TH FLOOR		
Address Line 4:	BOSTON, MASSACHUSETTS 02116		
ATTORNEY DOCKET NUMBER:	146396.00004		
NAME OF SUBMITTER:	LAURA O'BRIEN		
SIGNATURE:	/LAURA O'BRIEN/		
DATE SIGNED:	09/02/2016		
Total Attachments: 1			
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OP \$40.00 4560905

TRADEMARK ASSIGNMENT


This Trademark Assignment (the "**Assignment**") is made and entered into as of the 31st day of August, 2016, by **State Bags Public Benefit Corporation**, a Delaware corporation and successor by merger to **State Bags, Inc.**, a New York corporation ("**Assignor**"), and **State Bags, LLC**, a Delaware limited liability company ("**Assignee**") (individually, a "**Party**" and collectively, the "**Parties**").

WHEREAS, Assignor is the owner of the GIVEBACKPACK trademark and associated United States trademark registration, US Reg. No. 4560905, issued on July 1, 2014 (the "**Mark**"), along with (i) all US and foreign trademark rights, including the right to claim priority based on the filing date of said trademark application under the Paris Convention for the Protection of Industrial Property and all other treaties of like purposes, (ii) all business associated with the Mark and (iii) the goodwill of the business connected with the use of the Mark and symbolized thereby;

WHEREAS, Assignor wishes to assign and Assignee wishes to acquire all right, title and interest in and to the Mark, all business associated with the Mark and all goodwill of the business associated therewith;

NOW, THEREFORE, in consideration of the promises and mutual covenants herein contained and for other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor hereby sells, assigns, transfers and sets over to Assignee its entire right, title and interest in and to the Mark, including (1) all trademarks, pending applications for registration of trademarks, and issued registrations of trademarks related to the Mark, together with the goodwill of the business connected with the use of the Mark and symbolized by the Mark; (2) all rights to causes of action and remedies related to the Mark including, without limitation, the right to sue, obtain relief and recover for, and the right to profits or damages due or accrued arising out of or in connection with, any and all past, present or future infringement of rights related to the foregoing; and (3) any and all other rights and interests arising out of, in connection with, or in relation to the Mark, the same to be held and enjoyed by Assignee, its successors, assigns and other legal representatives.

STATE BAGS PUBLIC BENEFIT CORPORATION

By: 
Name: Jeffrey P. Clevon
Title: Authorized Person
Dated: August 31, 2016