

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM404697

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|---|---|-----------------------|--|
| SUBMISSION TYPE: | NEW ASSIGNMENT | | |
| NATURE OF CONVEYANCE: | Trademark Assignment | | |
| SEQUENCE: | 2 | | |
| CONVEYING PARTY DATA | | | |
| Name | Formerly | Execution Date | Entity Type |
| Pennsylvania, LLC | | 11/04/2016 | Limited Liability Company: DELAWARE |
| RECEIVING PARTY DATA | | | |
| Name: | TextMe, Inc. | | |
| Street Address: | 655 Montgomery Street, #1400 | | |
| City: | San Francisco | | |
| State/Country: | CALIFORNIA | | |
| Postal Code: | 94111 | | |
| Entity Type: | Corporation: DELAWARE | | |
| PROPERTY NUMBERS Total: 1 | | | |
| Property Type | Number | Word Mark | |
| Registration Number: | 3421883 | TEXTME | |
| CORRESPONDENCE DATA | | | |
| Fax Number: | 2027393001 | | |
| <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: | 202-739-5517 | | |
| Email: | carole.klein@morganlewis.com, carolyn.himmelfarb@morganlewis.com | | |
| Correspondent Name: | Carole R. Klein | | |
| Address Line 1: | 1111 Pennsylvania Avenue, N.W. | | |
| Address Line 2: | Attention: TMSU | | |
| Address Line 4: | Washington, D.C. 20004 | | |
| NAME OF SUBMITTER: | Carole R. Klein | | |
| SIGNATURE: | /Carole R. Klein/ | | |
| DATE SIGNED: | 11/07/2016 | | |
| Total Attachments: 2 | | | |
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| source=TM Assignment - Pennsylvania LLC to TextMe Inc#page2.tif | | | |

CH \$40.00 3421883

EXHIBIT A

TRADEMARK ASSIGNMENT

This Trademark Assignment Agreement, effective as of November 4, 2016, is by and between Pennsylvania, LLC, a Delaware limited liability company ("Assignor"), and TextMe, Inc., a Delaware corporation ("Assignee").

WHEREAS, Assignor wishes to confirm and ratify that it has transferred and assigned to Assignee all of Assignor's right, title and interest in and to U.S. Trademark Registration No. 3421883 for the mark "TEXTME", which is registered with the United States Patent and Trademark Office (the "Mark"), pursuant to that certain Trademark Assignment Agreement and Mutual Release, dated November 4, 2016, by and among Assignor and Assignee.

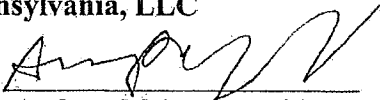
NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged,

1. Assignor does hereby assign, ratify and confirm that it has assigned to Assignee all of Assignor's right, title and interest in and to the Mark, together with the goodwill of the business symbolized by such Mark, the above identified registration for the Mark, and all rights of action and claims for future, present and past infringements thereof.
2. Assignor hereby authorizes the United States Patent and Trademark Office to record this Trademark Assignment. The right, title and interest is to be held and enjoyed by Assignee and Assignee's successors and assigns as fully and exclusively as it would have been held and enjoyed by Assignor had this assignment not been made.
3. Assignor further promises to execute and deliver to Assignee all other documents reasonably requested by Assignee to perfect and vest in Assignee all of Assignor's rights, title and interest in and to such Mark.

[Signature Page to Follow]


IN WITNESS WHEREOF, the undersigned have caused this Trademark Assignment Agreement to be executed as of the date first written above by their respective officers thereunto duly authorized at the addresses provided below.

Pennsylvania, LLC

By: 
Andrew M. Ray, President

Date: 11/4/2016

TextMe, Inc.

By: 
Amy Nicole Wilson, CFO

Date: 2016-11-04