

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM754481

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	ASSIGNMENT OF THE ENTIRE INTEREST AND THE GOODWILL		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Action Behavior Centers LLC		09/06/2022	Limited Liability Company:
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Holocene Acquisition II LLC		
<b>Street Address:</b>	200 Clarendon Street, 54th Floor		
<b>City:</b>	Boston		
<b>State/Country:</b>	MASSACHUSETTS		
<b>Postal Code:</b>	02116		
<b>Entity Type:</b>	Limited Liability Company: DELAWARE		
<b>PROPERTY NUMBERS Total: 3</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	5627170	A	
<b>Registration Number:</b>	5767117	A ACTION BEHAVIOR CENTERS	
<b>Registration Number:</b>	5767115	ACTION BEHAVIOR CENTERS	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	3128622200		
<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>			
<b>Phone:</b>	3128622000		
<b>Email:</b>	luis.moreau@kirkland.com		
<b>Correspondent Name:</b>	Kirkland & Ellis LLP / Luis Moreau		
<b>Address Line 1:</b>	300 N LaSalle Dr		
<b>Address Line 4:</b>	Chicago, ILLINOIS 60654		
<b>ATTORNEY DOCKET NUMBER:</b>	39606-4		
<b>NAME OF SUBMITTER:</b>	Luis Moreau		
<b>SIGNATURE:</b>	/Luis Moreau/		
<b>DATE SIGNED:</b>	09/09/2022		
<b>Total Attachments: 5</b>			
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## **TRADEMARK ASSIGNMENT**

**THIS TRADEMARK ASSIGNMENT** (this "Assignment") is made and entered into as of September 6, 2022 ("Effective Date") by and between Action Behavior Centers LLC, a Texas limited liability company, with its principal office at 485 Chris Kelly Blvd. Hutto, TX 78634 ("Assignor"), and Holocene Acquisition II LLC, a Delaware limited liability company, with its principal office at 200 Clarendon Street, 54th Floor Boston, Massachusetts 02116 ("Assignee").

**WHEREAS**, Assignor and Assignee are parties to that certain Intellectual Property Purchase and License Agreement dated September 6, 2022 (the "Agreement"); and

**WHEREAS**, pursuant to the Agreement, Assignor wishes to assign to Assignee, and Assignee wishes to acquire from Assignor the United States trademark registrations set forth on Schedule A attached hereto together with the goodwill of the business associated therewith (collectively, the "Marks").

**NOW, THEREFORE**, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor hereby sells, assigns, transfers and sets over to Assignee the entire right, title and interest in and to the Marks, for the United States and for all foreign countries, including, without limitation, any registrations and applications therefor, any renewals and extensions of the registrations, and all other corresponding rights that are or may be secured under the laws of the United States or any foreign country, now or hereafter in effect, for Assignee's own use and enjoyment, and for the use and enjoyment of Assignee's successors, assigns or 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, together with all income, royalties or payments due or payable as of the Effective Date or thereafter, including, without limitation, all claims for damages by reason of past, present or future infringement or other unauthorized use of the Marks, with the right to sue for, and collect the same for Assignee's own use and enjoyment and for the use and enjoyment of its successors, assigns or other legal representatives.

Assignor hereby requests the Commissioner of Patents and Trademarks, and the corresponding entities or agencies in any applicable foreign countries, to record Assignee as the assignee and owner of the Marks.

Assignor shall take all further actions, and provide to Assignee, Assignee's successors, assigns or other legal representatives, all such cooperation and assistance (including, without limitation, the execution and delivery of any and all affidavits, declarations, oaths, samples, exhibits, specimens, assignments, powers of attorney or other documentation), requested by Assignee to more fully and effectively effectuate the purposes of this Assignment, including, without limitation, with respect to the following: (1) the preparation and prosecution of any application for registration, or any application for renewal of a registration, relating to any of the rights assigned herein; (2) the prosecution or defense of any interference, opposition, infringement or other proceedings that may arise in connection with any of the rights assigned herein, including, without limitation, testifying as to any facts relating to the Marks and this Assignment; (3) obtaining any additional trademark protection relating to rights assigned herein

that Assignee reasonably may deem appropriate that may be secured under the laws now or hereafter in effect in the United States or in any foreign country; and (4) in the implementation or perfection of this Assignment in all applicable jurisdictions throughout the world.

\* \* \* \* \*

IN WITNESS WHEREOF, the parties hereto have executed this Agreement as of the date first written above.

**ACTION BEHAVIOR CENTERS LLC**

DocuSigned by:  
  
By: \_\_\_\_\_  
Name: Hersh Sanghavi  
Title: Chief Executive Officer

**HOLOCENE ACQUISITION II LLC**

By: \_\_\_\_\_  
Name: Brandon C. White  
Title: President

IN WITNESS WHEREOF, the parties hereto have executed this Agreement as of the date first written above.

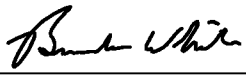
**ACTION BEHAVIOR CENTERS LLC**

By: \_\_\_\_\_

Name: Hersh Sanghavi

Title: Chief Executive Officer

**HOLOCENE ACQUISITION II LLC**



By:  \_\_\_\_\_

Name: Brandon C. White

Title: President

**SCHEDULE A**

**U.S. TRADEMARK REGISTRATIONS**

<b>Trademark No.</b>	<b>Registration Date</b>	<b>Mark</b>
5627170	December 11, 2018	
5767117	June 4, 2019	
5767115	June 4, 2019	ACTION BEHAVIOR CENTERS