

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM778867

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNMENT OF THE ENTIRE INTEREST AND THE GOODWILL		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Rare Beauty Brands, Inc.		12/30/2022	Corporation: DELAWARE
RECEIVING PARTY DATA			
Name:	Goodwill Brands LLC		
Street Address:	10428 Wyton Drive		
City:	Los Angeles		
State/Country:	CALIFORNIA		
Postal Code:	90024		
Entity Type:	Limited Liability Company: CALIFORNIA		
PROPERTY NUMBERS Total: 12			
Property Type	Number	Word Mark	
Registration Number:	5218288	BE WELL	
Registration Number:	5218287	GET IT ON	
Registration Number:	5143679	PLANT	
Registration Number:	5175116	PLANT APOTHECARY	
Registration Number:	5298487	SUPERFACIAL	
Registration Number:	5828144	GROUND CONTROL	
Registration Number:	5928702	START HAPPY	
Registration Number:	6688255	CLOUD BREAK	
Registration Number:	6681135	DAY MAKER	
Registration Number:	6688256	NIGHT GARDEN	
Serial Number:	90621909	VIRGIN SKIN	
Registration Number:	6688257	FIRM BELIEVER	
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:	ip@msf-law.com		
Correspondent Name:	Susan M. Schlesinger		
Address Line 1:	125 Park Avenue, 7th Floor		
Address Line 2:	MEISTER SEELIG & FEIN PLLC		

OP \$315.00 5218288

Address Line 4:	New York, NEW YORK 10017
ATTORNEY DOCKET NUMBER:	10810-1
NAME OF SUBMITTER:	Susan M. Schlesinger
SIGNATURE:	/Susan M. Schlesinger/
DATE SIGNED:	01/06/2023
Total Attachments: 6 source=Rare Beauty Brands (Plant Apothecary) - Trademark Assignment(8848435.1)#page1.tif source=Rare Beauty Brands (Plant Apothecary) - Trademark Assignment(8848435.1)#page2.tif source=Rare Beauty Brands (Plant Apothecary) - Trademark Assignment(8848435.1)#page3.tif source=Rare Beauty Brands (Plant Apothecary) - Trademark Assignment(8848435.1)#page4.tif source=Rare Beauty Brands (Plant Apothecary) - Trademark Assignment(8848435.1)#page5.tif source=Rare Beauty Brands (Plant Apothecary) - Trademark Assignment(8848435.1)#page6.tif	

TRADEMARK ASSIGNMENT

This Trademark Assignment (the “Assignment”) is made and entered into effective as of December 30, 2022 by and between Rare Beauty Brands, Inc. (formerly known as Iontera, Inc.), a Delaware corporation having a principal place of business at 83 Morse Street, Unit 8A, Norwood, MA 02062 (“Assignor”), and Goodwill Brands LLC, a California limited liability company having a principal place of business at 10428 Wyton Drive Los Angeles, CA 90024 (“Assignee”).

WHEREAS, Assignor is the owner of the marks set forth in Exhibit A hereof (hereinafter referred to as the “Marks”); and

WHEREAS, Assignor and Assignee have executed that certain Asset Purchase Agreement dated as of the date hereof (the “Purchase Agreement”); and

WHEREAS, pursuant to the Purchase Agreement, Assignor desires to assign and Assignee desires to receive all right, title and interest in and to all of the Marks and the goodwill associated with said Marks and the applications and registrations thereof.

NOW, THEREFORE, for good and valuable consideration as set forth in the Purchase Agreement, the receipt and sufficiency of which are hereby acknowledged, Assignor and Assignee agree that:

1. Assignor has the power and authority to grant this Assignment.
2. Assignor does hereby sell, assign, transfer and convey to Assignee, and Assignee hereby accepts, all right, title and interest of Assignor in, to and under the Marks and all designs and trade dress associated with the Marks throughout the world, any registrations and applications for registration thereof, together with the applicable portion of the ongoing and existing business with which the Marks are used or intended to be used and the goodwill of the business connected and/or associated with the use thereof and symbolized thereby, and all rights, interests, claims, causes of action and demands recoverable in law or equity, that Assignor has or may have in profits and damages for past, present and future infringements of the Marks, including, without limitation, the right to compromise, sue for and collect such profits and damages; the same to be held and enjoyed exclusively by Assignee, its successors and assigns or their legal representatives, as fully and entirely as the same would have been held and enjoyed by Assignor if this Assignment had not been made.
3. Assignor hereby authorizes and requests the corresponding trademark offices whose duty it is to issue, certify, or assign registrations or applications for trademarks or service marks to issue, certify or assign as appropriate the same to Assignee in accordance with the terms of this Assignment.
4. Assignor hereby agrees to execute and deliver to Assignee such additional instruments, documents, conveyances or assurances and take such other action as shall be necessary or otherwise reasonably requested by Assignee to confirm and assure the transactions contemplated hereby, to vest in Assignee the beneficial and record title to the Marks, and to put Assignee in actual possession and operating control of such Marks.

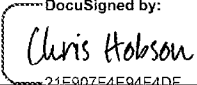
5. Assignor agrees not to (and agrees not to assist any third party to) oppose, seek to cancel or otherwise challenge or interfere with Assignee's or any of its successors', assigns' or their legal representatives' use and/or registration of the Marks in the future.

[Signature page follows]

IN WITNESS WHEREOF, Assignor and Assignee have executed this Assignment effective as of the date first written above.

ASSIGNOR:

RARE BEAUTY BRANDS, INC.

DocuSigned by:

By: _____
Name: Chris Hobson
Title: Chief Executive Officer
Date: December 30, 2022

**Agreed and Accepted as of
the date first above written.**

ASSIGNEE:

GOODWILL BRANDS LLC

By: _____
Name: Tracy Holland
Title: Managing Member

IN WITNESS WHEREOF, Assignor and Assignee have executed this Assignment effective as of the date first written above.

ASSIGNOR:

RARE BEAUTY BRANDS, INC.

By: _____

Name: Chris Hobson

Title: Chief Executive Officer

Date: December 30, 2022

**Agreed and Accepted as of
the date first above written.**

ASSIGNEE:

GOODWILL BRANDS LLC

DocuSigned by:

By: Tracy Holland

Name: Tracy Holland

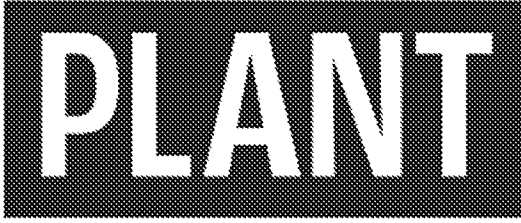
Title: Managing Member

EXHIBIT A

MARK	COUNTRY	APPLICATION NO.	STATUS	REGISTRATION NO.
BE WELL	US	87/223,234	Registered	5218288
GET IT ON	US	87/223,231	Registered	5218287
PLANT	US	87/059,917	Registered	5143679
PLANT APOTHECARY	US	87/063,735	Registered	5175116
SUPERFACIAL	US	87/223,253	Registered	5298487
GROUND CONTROL	US	88/280,246	Registered	5828144
START HAPPY	US	88/322,399	Registered	5928702
CLOUD BREAK	US	90/621,897	Registered	6688255
DAY MAKER	US	90/621,902	Registered	6681135
NIGHT GARDEN	US	90/621,914	Registered	6688256
VIRGIN SKIN	US	90/621,909	Pending - Suspended	
FIRM BELIEVER	US	90/621,919	Registered	6688257
PLANT APOTHECARY	China	37955463	Pending	
PLANT APOTHECARY	China	37955463A	Registered	37955463A
PLANT APOTHECARY	China	37971401	Registered	37971401
PLANT APOTHECARY	China	37947674	Registered	37947674
PLANT APOTHECARY	China	37989052	Registered	37989052
PLANT APOTHECARY	China	32532088	Registered	32532088

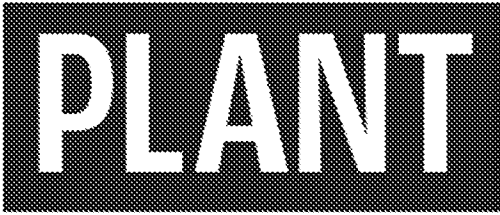
Unregistered Trademarks

PLANT APOTHECARY and Design trademark



A P O T H E C A R Y

PLANT and Design trademark



PLNT trademark

PLNT and Design trademark

CALM DOWN trademark

WAKEY WAKEY trademark

SUPERFACIAL NORMAL trademark

SUPERFACIAL OILY trademark

GROUND CONTROL trademark

VIRGIN SKIN trademark