

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM825202

SUBMISSION TYPE:	RESUBMISSION
NATURE OF CONVEYANCE:	ASSIGNMENT OF THE ENTIRE INTEREST AND THE GOODWILL
RESUBMIT DOCUMENT ID:	900784933

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
OTR GLOBAL HOLDINGS II, INC.		05/12/2023	Corporation: DELAWARE

RECEIVING PARTY DATA

Name:	OTR Global, LLC
Street Address:	Four Manhattanville Rd, Suite 201
City:	Purchase
State/Country:	NEW YORK
Postal Code:	10577
Entity Type:	Limited Liability Company: DELAWARE

PROPERTY NUMBERS Total: 8

Property Type	Number	Word Mark
Registration Number:	6948605	OTR GLOBAL
Registration Number:	5254392	OTR GLOBAL FIELD FORCE
Registration Number:	4881996	OTR VIEWPOINT
Registration Number:	3839748	OTR FIELD FORCE
Registration Number:	3857305	OTR GLOBAL PRIMARY INTELLIGENCE
Registration Number:	3519265	OTR
Registration Number:	2865996	OFF THE RECORD
Registration Number:	2399150	OFF THE RECORD RESEARCH

CORRESPONDENCE DATA

Fax Number: 8446706009

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.

Phone: 602-285-5000

Email: ASanchez@dickinson-wright.com

Correspondent Name: DICKINSON WRIGHT PLLC

Address Line 1: 1850 NORTH CENTRAL AVENUE, SUITE 1400

Address Line 4: PHOENIX, ARIZONA 85004-4568

ATTORNEY DOCKET NUMBER: 93603-00007

NAME OF SUBMITTER:	K. Lance Anderson
SIGNATURE:	/K. Lance Anderson/
DATE SIGNED:	07/18/2023
Total Attachments: 6 source=REVISED OTR-BWG IP Transfer (executed-redacted)#page1.tif source=REVISED OTR-BWG IP Transfer (executed-redacted)#page2.tif source=REVISED OTR-BWG IP Transfer (executed-redacted)#page3.tif source=REVISED OTR-BWG IP Transfer (executed-redacted)#page4.tif source=Cover Sheet#page1.tif source=Cover Sheet#page2.tif	

INTELLECTUAL PROPERTY ASSIGNMENT ACKNOWLEDGEMENT

This **Intellectual Property Assignment Acknowledgement** (this "Acknowledgement"), is entered into as of May 12, 2023, by and among **OTR Global Holdings II Inc.**, a Delaware corporation ("OTR Corp"), **BWG Strategy, LLC**, a Delaware limited liability company ("BWG"), and **OTR Global, LLC**, a Delaware limited liability company ("OTR LLC").

WHEREAS, OTR Corp and BWG entered into that certain Equity and Asset Purchase Agreement, dated as of February 24, 2023 (the "Purchase Agreement"), pursuant to which, (i) OTR Corp sold all of the issued and outstanding membership interests of OTR LLC to BWG, and (ii) OTR Corp assigned certain intellectual property assets set forth on Exhibit A (the "**IP Assets**") to BWG (which were immediately contributed to OTR LLC); and

WHEREAS, the parties hereto intend to enter in this agreement to specify that BWG or OTR LLC, as the case may be, has the authority to contact that United States Patent and Trademark Office (the "USPTO") to effectuate the assignment of the IP Assets.

WHEREAS, Assignee is desirous of acquiring the Trademarks, and Assignor has agreed to assign to Assignee its entire worldwide right, title and interest in, to and under the Trademarks, together with the goodwill of the business connected with the use of and symbolized by the Trademarks;

NOW THEREFORE, and incorporating all above paragraphs as part of this agreement, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, and intending to be legally bound hereby, Assignor hereby sells, assigns, transfers and conveys to Assignee its entire worldwide right, title and interest in, to and under the Trademarks, and any associated applications and registrations therefor, together with the goodwill of the business connected with the use of and symbolized by the Trademarks, and all rights and causes of action to recover past, present or future damages, royalties, fees, profits or other relief, including but not limited to, equitable and injunctive relief ensuing from infringement of the Trademarks.

NOW, THEREFORE, in consideration of the mutual covenants, terms and conditions set forth, and for other good and valuable consideration, the receipt and sufficiency of which are acknowledged, the parties hereto agree:

1. Acknowledgement of Assignment. OTR Corp acknowledges and agrees that, on February 24, 2023, pursuant to and in accordance with the Purchase Agreement, the IP Assets, and all rights, title and interest therein, was assigned to BWG and immediately contributed to OTR LLC, resulting in OTR LLC owning all right, title and interest in an to the IP Assets immediately following consummation of the transaction contemplated by the Purchase Agreement.


2. Authorization to File. OTR Corp hereby authorizes the Commissioner of the USPTO and other empowered officials and/or the appropriate empowered officials in relevant jurisdictions outside the United States to transfer all registrations and applications for trademarks, patents or other registrations included in the IP Assets to OTR LLC as assignee of the entire right, title and interest therein or otherwise as OTR LLC may direct, in accordance with this instrument of assignment, and to issue to OTR LLC all registrations that may issue with respect to any applications for a trademark or service mark included in the IP Assets, in accordance with this Acknowledgement.

[signature page follows]

IN WITNESS WHEREOF, the parties have duly executed and delivered this Acknowledgement as of the date first above written.


OTR CORP:

OTR GLOBAL HOLDINGS II, INC.

By: 
Name: Kevin Heneghan
Title: Chairman of the Board

BWG:

BWG STRATEGY, LLC

By: 
Name: Joseph J. Hegenbart
Its: Authorized Signatory

OTR LLC:

OTR GLOBAL, LLC

By: 
Name: Joseph J. Hegenbart
Its: Authorized Signatory

Exhibit A

IP Assets

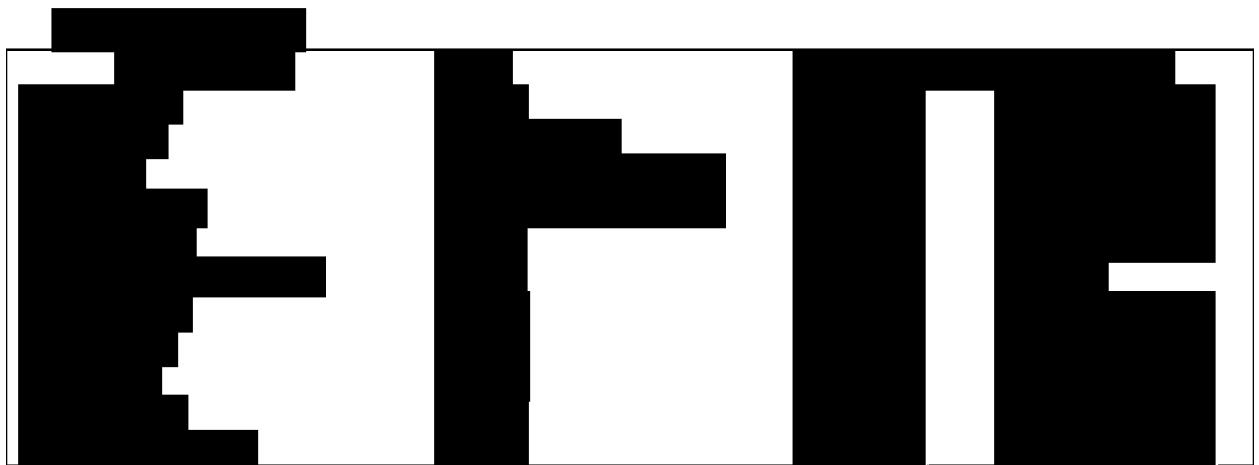
[Exhibit A – IP Assets]

1. Trademarks

a. Registered

- i. OTR Global Primary Intelligence – Reg. No. 3857305, Filed April 16, 2008
- ii. OTR Global – Reg. No. 6948605, Filed December 12, 2021
- iii. OTR – Reg. No. 3519265, Filed October 4, 2007
- iv. OTR VIEWPOINT – Reg. No. 4881996, Filed August 8, 2013
- v. OTR Field Force – Reg. No. 3839748, Filed November 11, 2008
- vi. OFF THE RECORD RESEARCH – Reg. No. 2399150, Filed June 30, 1999
- vii. OFF THE RECORD – Reg. No. 2865996, Filed May 2, 2002
- viii. OTR GLOBAL FIELD FORCE – Reg. No. 5254392, Filed August 3, 2016

[REDACTED]



[REDACTED]

[REDACTED]