

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

Assignment ID: TMI48142

|   |   |                       |                                       |
|---|---|-----------------------|---------------------------------------|
| <b>SUBMISSION TYPE:</b>   | NEW ASSIGNMENT  |                       |                                       |
| <b>NATURE OF CONVEYANCE:</b>  | Assignment of the entire interest and the goodwill through exercising post-default rights of foreclosure of security interest |                       |                                       |
| <b>CONVEYING PARTY DATA</b>   |   |                       |                                       |
| <b>Name</b>   | <b>Formerly</b>   | <b>Execution Date</b> | <b>Entity Type</b>                    |
| REVIVEMD305, LLC  |   | 10/16/2023            | Limited Liability Company:<br>FLORIDA |
| <b>RECEIVING PARTY DATA</b>   |   |                       |                                       |
| <b>Company Name:</b>  | NueCo Holdings, P.B.C.  |                       |                                       |
| <b>Street Address:</b>  | 25 Christopher St., Apt. 1  |                       |                                       |
| <b>City:</b>  | New York  |                       |                                       |
| <b>State/Country:</b>   | NEW YORK  |                       |                                       |
| <b>Postal Code:</b>   | 10014   |                       |                                       |
| <b>Entity Type:</b>   | Public Benefit Corporation: DELAWARE  |                       |                                       |
| <b>PROPERTY NUMBERS Total: 1</b>  |   |                       |                                       |
| <b>Property Type</b>  | <b>Number</b>   | <b>Word Mark</b>      |                                       |
| <b>Registration Number:</b>   | 6199228   | MY KETAMINE HOME      |                                       |
| <b>CORRESPONDENCE DATA</b>  |   |                       |                                       |
| <b>Fax Number:</b>  | 8668507498  |                       |                                       |
| <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>   | 2128834909  |                       |                                       |
| <b>Email:</b>   | adivino@cozen.com, phipdocketing@cozen.com  |                       |                                       |
| <b>Correspondent Name:</b>  | Amy F Divino  |                       |                                       |
| <b>Address Line 1:</b>  | Cozen O'Connor  |                       |                                       |
| <b>Address Line 2:</b>  | 3 WTC, 175 Greenwich Street, 55th Fl  |                       |                                       |
| <b>Address Line 4:</b>  | New York, NEW YORK 10007  |                       |                                       |
| <b>ATTORNEY DOCKET NUMBER:</b>  | 00597296  |                       |                                       |
| <b>NAME OF SUBMITTER:</b>   | Amy Divino  |                       |                                       |
| <b>SIGNATURE:</b>   | Amy Divino  |                       |                                       |
| <b>DATE SIGNED:</b>   | 02/23/2024  |                       |                                       |
| <b>Total Attachments: 5</b>   |   |                       |                                       |
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**TRADEMARK TRANSFER STATEMENT**  
(under Uniform Commercial Code Section 9-619)

WHEREAS, Nue Life Health Inc., a Delaware corporation ("**Nue Life Health**"), and ReviveMD305 LLC, a Florida limited liability company ("**ReviveMD**") and, together with Nue Life Health, each a "**Transferor**" and collectively, the "**Transferors**") are the owners of the United States trademarks and service marks and the goodwill associated therewith listed in Schedule 1 attached hereto (hereinafter collectively referred to as the "**Marks**");

WHEREAS, each Transferor, in that certain Intellectual Property Security Agreement, dated as of April 25, 2022, and recorded with the United States Patent and Trademark Office, previously granted to each of Venture Lending & Leasing IX, Inc. ("**Fund 9**") and WTI Fund X, Inc. ("**Fund 10**" and sometimes being referred to herein together with Fund 9, as "**Secured Parties**" and individually as a "**Secured Party**") security interests in all of such Transferor's right, title and interest in and to all intellectual property owned by such Transferor, including, without limitation, the Marks and associated goodwill of such Transferor as security for certain indebtedness and obligations;

WHEREAS, the Transferors have defaulted in connection with their secured indebtedness and obligations to Secured Parties;

WHEREAS, each Secured Party has exercised its post-default rights of foreclosure of its security interests in and to the Marks and the goodwill associated therewith, and pursuant to a power of sale and foreclosure has conveyed on October 16, 2023, the Marks and associated goodwill to NueCo Holdings, P.B.C., a Delaware public benefit corporation ("**Transferee**"); and

WHEREAS, by reason of the exercise of such post-default remedies, all rights of each Transferor in and to their respective Marks have been acquired by Transferee.

NOW, THEREFORE, in accordance with Section 9619(b) of the California Uniform Commercial Code, Transferee is entitled to a transfer of record of all right, title and interest of each Transferor in and to the Marks and associated goodwill of such Transferor, and request is hereby made that the Commissioner of Patents and Trademarks and the United States Patent and Trademark Office accept the foregoing transfer statement and promptly amend its records to reflect the aforesaid transfer to Transferee.

The mailing addresses of the Transferors, Secured Parties and the Transferee are as follows:

**Transferors:** Nue Life Health Inc. and ReviveMD305 LLC  
309 23<sup>rd</sup> St., Suite 220  
Miami Beach, FL 33139  
Attention: Chief Executive Officer

**Secured Parties:** Venture Lending & Leasing IX, Inc.  
WTI Fund X, Inc.  
104 La Mesa Drive, Suite 102  
Portola Valley, CA 94028  
Attention: Chief Financial Officer

Transferee:

NueCo Holdings, P.B.C.  
25 Christopher St., Apt. 1  
New York, NY 10014  
Attention: Daniel Love  
(dan@beckleywaves.com)

This instrument may be executed in one or more counterparts, each of which shall be deemed an original and all of which shall together constitute one and the same instrument. Delivery of an executed counterpart of a signature page to this instrument by facsimile or other means of electronic transmission (e.g., including pdf or any electronic signature complying with the U.S. federal ESIGN Act of 2000, e.g., www.docusign.com) shall be effective as delivery of a manually executed counterpart thereof and shall be deemed an original signature for all purposes.

[Signature page follows]

[Signature Page to Trademark Transfer Statement]

IN WITNESS WHEREOF, Secured Parties and Transferee have caused this instrument to be executed as of this 16<sup>th</sup> day of October 2023.

SECURED PARTIES:

VENTURE LENDING & LEASING IX, INC.

David Gravano

By: David Gravano (Jan 23, 2024 12:53 PST)

Name: David Gravano

Title: Investment Partner

WTI FUND X, INC.

David Gravano

By: David Gravano (Jan 23, 2024 12:53 PST)

Name: David Gravano

Title: Investment Partner

TRANSFeree:

NUECO HOLDINGS, P.B.C.

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

Name: Daniel Love

Title: President

[Signature Page to Trademark Transfer Statement]

IN WITNESS WHEREOF, Secured Parties and Transferee have caused this instrument to be executed as of this 16<sup>th</sup> day of October 2023.

SECURED PARTIES:

VENTURE LENDING & LEASING IX, INC.

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

Name: \_\_\_\_\_

Title: Authorized Signatory

WTI FUND X, INC.


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

Name: \_\_\_\_\_

Title: Authorized Signatory

TRANSFEEE:

NUECO HOLDINGS, P.B.C.

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

Name: Daniel Love

Title: President

Schedule 1

United States Trademarks/Service Marks

| U.S. Appl. No./<br>U.S. Reg. No. | Mark             | Applicant/Registrant |
|----------------------------------|------------------|----------------------|
| U.S. Reg. No. 6199228            | My Ketamine Home | ReviveMD 305         |
| U.S. Reg. No. 6925737            | Nue Life Health  | Nue Life Health      |
| U.S. Appl. No. 90647984          | Nue Life         | Nue Life Health      |
| U.S. Appl. No. 97249621          | nue.life         | Nue Life Health      |
| U.S. Appl. No. 97271317          | n.l              | Nue Life Health      |