

TRADEMARK ASSIGNMENT

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT
<b>NATURE OF CONVEYANCE:</b>	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
Pipedream Products, Inc.		09/18/2013	CORPORATION: CALIFORNIA

**RECEIVING PARTY DATA**

Name:	PD Products, LLC
Street Address:	21350 Lassen Street
City:	Chatsworth
State/Country:	CALIFORNIA
Postal Code:	91311
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE

**PROPERTY NUMBERS Total: 92**

Property Type	Number	Word Mark
Serial Number:	86042092	FETISH FANTASY LOCKING SYSTEM
Serial Number:	86042084	WEB WALL
Serial Number:	86030639	SUPER SIZE ME
Serial Number:	86030644	REAL FEEL
Serial Number:	85972116	PLEASURE PRODUCTS
Serial Number:	85954329	CERAMIX
Serial Number:	85946843	PURE ALUMINIUM
Serial Number:	85884285	ROTO-BATOR
Serial Number:	85875429	MIDGET-MAN
Serial Number:	85875440	MIDGET MAN
Serial Number:	85873085	ANAL FANTASY COLLECTION
Serial Number:	85856195	FETISH FANTASY ANAL
Serial Number:	85824890	SEXPERT
Serial Number:	85653664	FETISH FANTASY SEX SWING

CH \$2315.00 86042092

Serial Number:	85647392	FETISH FANTASY GREY
Serial Number:	85620132	PIPEDREAM PLANOGRAMMER
Serial Number:	85531351	FETISH FANTASY WEAR
Registration Number:	4178674	ELITE SILICONE
Serial Number:	85478186	FETISH FANTASY FUSION
Registration Number:	4085456	SEX THERAPY
Registration Number:	4199843	JELLY GEMS
Serial Number:	85323385	FETISH FANTASY BASIX
Registration Number:	4067269	MEGA MASTURBATOR
Registration Number:	4059870	THE TUGGIE
Registration Number:	4176512	PUMP WORX
Registration Number:	4088908	FETISH FANTASY EXTREME
Registration Number:	3985350	FANTA FLESH
Serial Number:	85155292	MIA ISABELLA
Serial Number:	85155302	MIA ISABELLA
Registration Number:	3886472	SHOCK THERAPY
Registration Number:	4165071	FETISH FANTASY ELITE
Registration Number:	4094251	FETISH FANTASY LINGERIE
Registration Number:	3841467	PIPEDREAM COMPANY STORE
Registration Number:	3841269	LE REVE
Registration Number:	3909138	ICICLES
Registration Number:	4106010	METAL WORX
Registration Number:	3777322	PIPEDREAM EXTREME TOYZ
Serial Number:	77804365	PIPEDREAM COMPANY STORE
Registration Number:	3715238	WALL BANGERS
Registration Number:	3759260	WOW VIBE!
Registration Number:	3714888	PURE SEX
Registration Number:	3647432	WANACHI
Registration Number:	3556369	FETISH FANTASY SERIES
Serial Number:	77385271	SEXY BITCH
Serial Number:	77385283	SEXY BITCH
Serial Number:	77385285	SEXY BITCH
Registration Number:	3387931	BASIX RUBBER WORKS
Registration Number:	3189458	BACHELORETTE PARTY FAVORS
Registration Number:	3158800	LUV TOUCH

**TRADEMARK**

**REEL: 005118 FRAME: 0908**

	3171592	SEX SHOT
Registration Number:	3320650	PORTABLE PLEASURES
Registration Number:	3260185	FINGER FUN
Serial Number:	78719982	BEGINNERS BONDAGE
Serial Number:	78717023	FETISH FANTASY
Registration Number:	3120243	HOOCH
Registration Number:	3027514	MONICA SWEETHEART'S
Registration Number:	2992250	FRESH SEX
Registration Number:	2987550	PULSABATH
Registration Number:	2992226	FANTASY SWING
Registration Number:	2933237	MEGA STRETCH
Registration Number:	2933221	READY-4-ACTION TOYZ
Registration Number:	2935000	MINI-MITE
Serial Number:	78379628	CLASSIX
Registration Number:	3313037	PIPEDREAM
Registration Number:	3647987	PIPEDREAM
Registration Number:	3043275	LIQUID LOVE
Registration Number:	2888577	ALWAYS ON THE CUTTING EDGE
Registration Number:	2914952	SINFUL SENSATIONS
Registration Number:	2880493	BACHELORETTE PARTY FAVORS
Registration Number:	3256777	PIPEDREAM
Registration Number:	2822721	LOVERS LOTTO
Registration Number:	2812765	PIN THE MACHO ON THE MAN
Registration Number:	2822722	RUBBA-WEAR
Registration Number:	2814825	FORE-PLAYING CARDS
Registration Number:	2814826	PARADICE
Registration Number:	2814828	THE PERFECT DATE
Registration Number:	2824744	FURRY CUFFS
Registration Number:	2824745	GLOW IN THE DARK EROTIC DICE
Registration Number:	2814827	LOVE MASK
Registration Number:	2859081	EDIBLE CROTCHLESS GUMMY PANTIES
Registration Number:	2763833	MOIST
Registration Number:	2734440	BODY GLIMMER
Registration Number:	2771209	LEGEND TOYZ
Registration Number:	2774954	BEYOND 2000

	76439932	INTERACTIVE TOYZ
Serial Number:	76439935	DICKY MINTZ
Serial Number:	75627596	FORE-PLAYING CARDS
Serial Number:	75627597	FURRY CUFFS
Serial Number:	75627704	DICKY SIPPER
Serial Number:	75106997	SEXY SCRATCHERS
Registration Number:	1951572	EXPLORING ULTIMATE FANTASIES
Registration Number:	2063661	BODY HEAT

**CORRESPONDENCE DATA**

Fax Number: 7818460062  
*Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.*  
Phone: 781-585-4504  
Email: jlavalley@gtclawgroup.com  
Correspondent Name: Jennifer Lavalley, GTC Law Group LLP  
Address Line 1: 400 Blue Hill Drive, Suite 2  
Address Line 4: Westwood, MASSACHUSETTS 02090

ATTORNEY DOCKET NUMBER:	PIPEDREAM ASSIGNMENT
NAME OF SUBMITTER:	Jennifer Heisler Lavalley
Signature:	/JHL/
Date:	09/27/2013

**Total Attachments: 14**  
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source=US Pipedream\_PD Products TM Assignment##page2.tif  
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## TRADEMARK ASSIGNMENT

This Trademark Assignment is executed as of September 18, 2013 by and between Pipedream Products, Inc. ("Assignor"), a California corporation, and PD Products, LLC, a Delaware limited liability company ("Assignee").

WHEREAS, Assignee and Assignor have entered into a Contribution Agreement, dated as of the date hereof (the "Contribution Agreement");

WHEREAS, Assignor owns the trademarks and registrations and applications for registration therefore identified on Exhibit A attached hereto (the "Marks");

WHEREAS, in accordance with the Contribution Agreement, Assignor has agreed to assign the Marks to Assignee;

NOW THEREFORE, for valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the parties hereto expressly agree that:

Assignor hereby irrevocably transfers, grants, conveys, assigns, and relinquishes exclusively to Assignee all of Assignor's ownership, right, title, and interest in and to the Marks, together with the portion of the business to which the Marks pertain, in perpetuity (or for the longest period of time otherwise permitted by law), including, without limitation, all ownership, right, title, interest, and benefit of Assignor throughout the world in and goodwill of the business symbolized by the Marks, including but not limited to any common law rights, any registrations and applications relating thereto and any renewals and extensions thereof.

In furtherance of this assignment, Assignor hereby irrevocably assigns to Assignee, and Assignor acknowledges that Assignee has succeeded to all of Assignor's right, title, and standing to:

1. receive all rights and benefits (including, without limitation, any litigation proceeds) pertaining to the Marks;
2. institute and prosecute all actions, suits, claims and proceedings and take all actions that Assignee, in its sole discretion, may deem necessary or proper to collect, assert, or enforce any claim, right, or title of any kind in and to any and all of the Marks, including, without limitation, all actions, suits, claims and proceedings related to past, present and future infringements, violations and misappropriations of the Marks under trademark and other intellectual property laws;
3. defend and compromise any and all actions, suits, or proceedings, including, without limitation, all actions, suits, claims and proceedings related to past, present and future infringements, violations and misappropriations, relating to such transferred and assigned rights, title, interest, and benefits and the Marks generally, and
4. do all other such acts and things in relation thereto as Assignee, in its sole discretion, deems advisable.

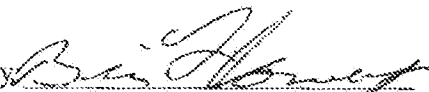
Assignor agrees to execute all papers and to perform such other proper acts as Assignee may deem necessary to secure for Assignee or its designee the rights herein assigned. If, after reasonable effort, Assignee is unable to secure Assignor's signature on any document needed to apply for or prosecute any right or protections relating to the Marks, Assignor hereby designates, appoints, and grants power of attorney to Assignee and its duly authorized officers and agents as Assignor's agents and attorneys-in-fact, to act for and on Assignor's behalf, to execute, verify and file any such applications and to do all other lawfully permitted acts to further the prosecution and issuance of trademarks and other rights and protections thereon with the same legal force and effect as if executed by Assignor.

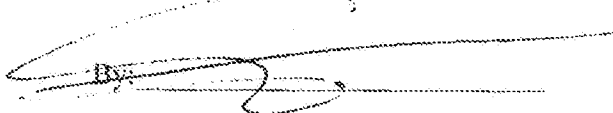
This Assignment may not be modified except by a written document signed by both parties.

This Assignment shall be binding upon the parties, their successors and assigns.

PD Products, LLC

Pipedream Products, Inc.

By: 

By: 

Name (Print): Brian Flowers

Name (Print): Nick Onofriano

Title: CFO

Title: CEO

Date: 9-24-13

Date: 9-24-13

TRADEMARK

REEL: 005118 FRAME: 0912

**EXHIBIT A**

**US Trademarks**

<b>Mark/Image</b>	<b>Country</b>	<b>Application No. Application Date</b>	<b>Registration No. Registration Date</b>	<b>Status</b>
FETISH FANTASY LOCKING SYSTEM	United States	App 86042092 App 19-AUG-2013		Pending
WEB WALL	United States	App 86042084 App 19-AUG-2013		Pending
SUPER SIZE ME	United States	App 86030639 App 06-AUG-2013		Pending
REAL FEEL	United States	App 86030644 App 06-AUG-2013		Pending
PLEASURE PRODUCTS	United States	App 85972116 App 27-JUN-2013		Pending
CERAMIX	United States	App 85954329 App 07-JUN-2013		Pending
PURE ALUMINIUM	United States	App 85946843 App 30-MAY-2013		Pending

ROTO-BATOR	United States	App 85884285 App 22-MAR-2013	Reg 4388253 Reg 20-AUG-2013	Registered
MIDGET-MAN	United States	App 85875429 App 13-MAR-2013	Reg 4388228 Reg 20-AUG-2013	Registered
MIDGET MAN	United States	App 85875440 App 13-MAR-2013	Reg 4388229 Reg 20-AUG-2013	Registered
ANAL FANTASY COLLECTION	United States	App 85873085 App 11-MAR-2013		Published
FETISH FANTASY ANAL	United States	App 85856195 App 21-FEB-2013		Published
SEXPERT	United States	App 85824890 App 16-JAN-2013		Published
FETISH FANTASY SEX SWING	United States	App 85653664 App 15-JUN-2012		Published




FETISH FANTASY GREY	United States	App 85647392 App 08-JUN-2012		Abandoned
PHEDREAM PLANOGRAMMER	United States	App 85620132 App 08-MAY-2012		Published
FETISH FANTASY WEAR	United States	App 85531351 App 01-FEB-2012		Published
ELITE SILICONE	United States	App 85478216 App 21-NOV-2011	Reg 4178674 Reg 24-JUL-2012	Registered
FETISH FANTASY FUSION	United States	App 85478186 App 21-NOV-2011		Published
SEX THERAPY	United States	App 85375613 App 19-JUL-2011	Reg 4085456 Reg 10-JAN-2012	Registered



JELLY GEMS	United States	App 85374277 App 18-JUL-2011	Reg 4199843 Reg 28-AUG-2012	Registered
FETISH FANTASY BASIC	United States	App 85323385 App 17-MAY-2011		Published
MEGA MASTURBATOR	United States	App 85322241 App 16-MAY-2011	Reg 4067269 Reg 06-DEC-2011	Registered
THE TUGGIE	United States	App 85298329 App 19-APR-2011	Reg 4059870 Reg 22-NOV-2011	Registered
PUMP WORX	United States	App 85221626 App 19-JAN-2011	Reg 4176512 Reg 17-JUL-2012	Registered
FETISH FANTASY EXTREME	United States	App 85177237 App 15-NOV-2010	Reg 4088908 Reg 17-JAN-2012	Registered
FANTA FLESH	United States	App 85177228 App 15-NOV-2010	Reg 3985350 Reg 28-JUN-2011	Registered
MIA ISABELLA	United States	App 85155292 App 18-OCT-2010		Abandoned

MIA ISABELLA	United States	App 85155302 App 18-OCT-2010		Abandoned
SHOCK THERAPY	United States	App 85066895 App 18-JUN-2010	Reg 3886472 Reg 07-DEC-2010	Registered
FETISH FANTASY ELITE	United States	App 85037031 App 12-MAY-2010	Reg 4165071 Reg 26-JUN-2012	Registered
FETISH FANTASY LINGERIE	United States	App 85018874 App 20-APR-2010	Reg 4094251 Reg 31-JAN-2012	Registered
PIPERHELM COMPANY SUE REE	United States	App 77961094 App 17-MAR-2010	Reg 3841467 Reg 31-AUG-2010	Registered
LE REVE	United States	App 77925291 App 01-FEB-2010	Reg 3841269 Reg 31-AUG-2010	Registered
ICICLES	United States	App 77884554 App 02-DEC-2009	Reg 3909138 Reg 18-JAN-2011	Registered
METAL WORX	United States	App 77869508 App 10-NOV-2009	Reg 4106010 Reg 28-FEB-2012	Registered

PIPE DREAM EXTREME TOYZ	United States	App 77810541 App 21-AUG-2009	Reg 3777322 Reg 20-APR-2010	Registered
PIPE DREAM COMPANY STORE	United States	App 77804365 App 13-AUG-2009		Abandoned
WALL BANGERS	United States	App 77746468 App 28-MAY-2009	Reg 3715238 Reg 24-NOV-2009	Registered
WOW VIBE!	United States	App 77731939 App 07-MAY-2009	Reg 3759260 Reg 09-MAR-2010	Registered
PURE SEX	United States	App 77723926 App 28-APR-2009	Reg 3714888 Reg 24-NOV-2009	Registered
WANACHI	United States	App 77633451 App 15-DEC-2008	Reg 3647432 Reg 30-JUN-2009	Registered
FETISH FANTASY SERIES	United States	App 77396365 App 13-FEB-2008	Reg 3556369 Reg 06-JAN-2009	Registered
SEXY BITCH	United States	App 77385271 App 31-JAN-2008		Abandoned

SEXY BITCH	United States	App 77385283 App 31-JAN-2008		Abandoned
SEXY BITCH	United States	App 77385285 App 31-JAN-2008		Abandoned
BASIX RUBBER WORKS	United States	App 77152028 App 09-APR-2007	Reg 3387931 Reg 26-FEB-2008	Registered
BACHELORETTE PARTY FAVORS	United States	App 78820037 App 21-FEB-2006	Reg 3189458 Reg 26-DEC-2006	Registered
LUV TOUCH	United States	App 78817590 App 17-FEB-2006	Reg 3158800 Reg 17-OCT-2006	Registered
SEX SHOT	United States	App 78796318 App 20-JAN-2006	Reg 3171592 Reg 14-NOV-2006	Registered
PORTABLE PLEASURES	United States	App 78754600 App 15-NOV-2005	Reg 3320650 Reg 23-OCT-2007	Registered

FINGER FUN	United States	App 78740337 App 25-OCT-2005	Reg 3260185 Reg 10-JUL-2007	Registered
BEGINNERS BONDAGE	United States	App 78719982 App 24-SEP-2005		Abandoned
FETISH FANTASY	United States	App 78717023 App 20-SEP-2005		Abandoned
	United States	App 78683495 App 02-AUG-2005	Reg 3120243 Reg 25-JUL-2006	Cancelled
MONICA SWEETHEART'S	United States	App 78450580 App 14-JUL-2004	Reg 3027514 Reg 13-DEC-2005	Cancelled
FRESH SEX	United States	App 78441767 App 25-JUN-2004	Reg 2992250 Reg 06-SEP-2005	Cancelled
PULSABATH	United States	App 78441774 App 25-JUN-2004	Reg 2987550 Reg 23-AUG-2005	Cancelled

FANTASY SWING	United States	App 78440211 App 23-JUN-2004	Reg 2992226 Reg 06-SEP-2005	Registered
MEGA STRETCH	United States	App 78380408 App 08-MAR-2004	Reg 2933237 Reg 15-MAR-2005	Registered
READY-4-ACTION TOYZ	United States	App 78379401 App 05-MAR-2004	Reg 2933221 Reg 15-MAR-2005	Cancelled
MINI-MITE	United States	App 78379615 App 05-MAR-2004	Reg 2935000 Reg 22-MAR-2005	Registered
CLASSIX	United States	App 78379628 App 05-MAR-2004		Abandoned
	United States	App 76550808 App 10-OCT-2003	Reg 3313037 Reg 16-OCT-2007	Registered
	United States	App 76978837 App 10-OCT-2003	Reg 3647987 Reg 30-JUN-2009	Registered
LIQUID LOVE	United States	App 76545131 App 16-SEP-2003	Reg 3043275 Reg 17-JAN-2006	Cancelled

ALWAYS ON THE CUTTING EDGE	United States	App 76528584 App 10-JUL-2003	Reg 2888577 Reg 28-SEP-2004	Registered
SINFUL SENSATIONS	United States	App 76522907 App 17-JUN-2003	Reg 2914952 Reg 28-DEC-2004	Cancelled
BACHELORETTE PARTY FAVORS	United States	App 76514675 App 15-MAY-2003	Reg 2880493 Reg 31-AUG-2004	Cancelled
PIPEDREAM	United States	App 76514099 App 13-MAY-2003	Reg 3256777 Reg 26-JUN-2007	Registered
LOVERS LOTTO	United States	App 76504391 App 08-APR-2003	Reg 2822721 Reg 16-MAR-2004	Registered
PIN THE MACHO ON THE MAN	United States	App 76504390 App 08-APR-2003	Reg 2812765 Reg 10-FEB-2004	Registered
RUBBA-WEAR	United States	App 76504392 App 08-APR-2003	Reg 2822722 Reg 16-MAR-2004	Registered
FORE-PLAYING CARDS	United States	App 76504393 App 08-APR-2003	Reg 2814825 Reg 17-FEB-2004	Registered
PARADICE	United States	App 76504394 App 08-APR-2003	Reg 2814826 Reg 17-FEB-2004	Registered



THE PERFECT DATE	United States	App 76504396 App 08-APR-2003	Reg 2814828 Reg 17-FEB-2004	Registered
FURRY CUFFS	United States	App 76504388 App 08-APR-2003	Reg 2824744 Reg 23-MAR-2004	Registered
GLOW IN THE DARK EROTIC DICE	United States	App 76504389 App 08-APR-2003	Reg 2824745 Reg 23-MAR-2004	Registered
LOVE MASK	United States	App 76504395 App 08-APR-2003	Reg 2814827 Reg 17-FEB-2004	Registered
EDIBLE CROTCHLESS GUMMY PANTIES	United States	App 76504387 App 08-APR-2003	Reg 2859081 Reg 29-JUN-2004	Registered
MOIST	United States	App 76439933 App 12-AUG-2002	Reg 2763833 Reg 16-SEP-2003	Registered
BODY GLIMMER	United States	App 76439938 App 12-AUG-2002	Reg 2734440 Reg 08-JUL-2003	Cancelled
LEGEND TOYZ	United States	App 76439937 App 12-AUG-2002	Reg 2771209 Reg 07-OCT-2003	Cancelled
BEYOND 2000	United States	App 76439936 App 12-AUG-2002	Reg 2774954 Reg 21-OCT-2003	Cancelled

INTERACTIVE TOYZ	United States	App 76439932 App 12-AUG-2002		Abandoned
DICKY MINTZ	United States	App 76439935 App 12-AUG-2002		Abandoned
FORE-PLAYING CARDS	United States	App 75627596 App 25-JAN-1999		Abandoned
FURRY CUFFS	United States	App 75627597 App 25-JAN-1999		Abandoned
DICKY SIPPER	United States	App 75627704 App 22-JAN-1999		Abandoned
SEXY SCRATCHERS	United States	App 75106997 App 20-MAY-1996		Abandoned
EXPLORING ULTIMATE FANTASIES	United States	App 74655272 App 03-APR-1995	Reg 1951572 Reg 23-JAN-1996	Registered
BODY HEAT	United States	App 74549792 App 15-JUL-1994	Reg 2063661 Reg 20-MAY-1997	Registered