

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM368934

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|---|--|-----------------------|-------------------------|
| SUBMISSION TYPE: | NEW ASSIGNMENT | | |
| NATURE OF CONVEYANCE: | ASSIGNMENT OF THE ENTIRE INTEREST AND THE GOODWILL | | |
| CONVEYING PARTY DATA | | | |
| Name | Formerly | Execution Date | Entity Type |
| Hookah, Inc. | | 01/12/2016 | CORPORATION: CALIFORNIA |
| RECEIVING PARTY DATA | | | |
| Name: | John Naddour | | |
| Street Address: | 15421 Red Hill Avenue | | |
| Internal Address: | Suite B | | |
| City: | Tustin | | |
| State/Country: | CALIFORNIA | | |
| Postal Code: | 92780 | | |
| Entity Type: | INDIVIDUAL: UNITED STATES | | |
| PROPERTY NUMBERS Total: 1 | | | |
| Property Type | Number | Word Mark | |
| Registration Number: | 4737701 | HOOKAHJOHN | |
| CORRESPONDENCE DATA | | | |
| Fax Number: | 7145469035 | | |
| <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> | | | |
| Phone: | 714-641-5100 | | |
| Email: | trademarks@rutan.com | | |
| Correspondent Name: | Lindsay Hulley c/o Rutan & Tucker, LLP | | |
| Address Line 1: | 611 Anton Boulevard | | |
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| Address Line 4: | Costa Mesa, CALIFORNIA 92626 | | |
| ATTORNEY DOCKET NUMBER: | 101875.0002T | | |
| NAME OF SUBMITTER: | Lindsay J. Hulley | | |
| SIGNATURE: | /Lindsay J. Hulley/ | | |
| DATE SIGNED: | 01/12/2016 | | |
| Total Attachments: 3 | | | |
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TRADEMARK ASSIGNMENT

This trademark assignment (this "Assignment") is made and entered into as of January 12, 2016 (the "Effective Date") by and between Hookah, Inc., a California corporation ("Assignor"), and John Naddour, an individual ("Assignee").

WHEREAS, Assignor wishes to assign to Assignee, and Assignee wishes to acquire from Assignor, the trademark and trademark registration set forth on Schedule A attached hereto (the "Assigned Trademark"); and

WHEREAS, Assignee is the successor to the portion of the business to which the Assigned Trademarks pertain, and that business is ongoing and existing, pursuant to Section 10 of the Trademark Act, 15 U.S.C. § 1060; 37 C.F.R. § 3.16.

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 its entire right, title, and interest in and to the Assigned Trademark, together with the goodwill of the business symbolized in the Assigned Trademark, and all other corresponding rights that are or may be secured under the laws of the United States and 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, damages, 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 Assigned Trademark, with the right to sue for and collect the same for its own use and enjoyment, and for the use and enjoyment of its successors, assigns, or other legal representatives.

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

IN WITNESS WHEREOF, Assignor has caused this Assignment to be executed by its duly authorized representative as of the Effective Date.

Assignor:

HOOKAH, INC., a California corporation

By: [Signature]
Name: John Naldour
Title: President

STATE OF CALIFORNIA)
) ss.
COUNTY OF _____)

On _____, 2016 before me, _____
(insert name and title of the officer)

personally appeared _____, who proved to me on the basis of satisfactory evidence to be the person whose name is subscribed to the within instrument and acknowledged to me that he/she executed the same in his/her authorized capacity, and that by his/her signature on the instrument the person, or the entity upon behalf of which the person acted, executed the instrument.

I certify under PENALTY OF PERJURY under the laws of the State of California that the foregoing paragraph is true and correct.

WITNESS my hand and official seal.

Notary Signature
[Seal]

My commission expires

SCHEDULE A

U.S. Trademark

| Mark | Registration No. | Registration Date |
|------------|------------------|-------------------|
| HOOKAHJOHN | 4,737,701 | May 19, 2015 |