

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM606206

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNMENT OF THE ENTIRE INTEREST AND THE GOODWILL		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
PGI Holding Corporation	FORMERLY PsychoGenics Inc.	10/27/2020	Corporation: DELAWARE
RECEIVING PARTY DATA			
Name:	PGI Drug Discovery LLC		
Also Known As:			
Street Address:	11811 North Freeway 5th Floor, Unit #709		
City:	Houston		
State/Country:	TEXAS		
Postal Code:	77060		
Entity Type:	Limited Liability Company: DELAWARE		
PROPERTY NUMBERS Total: 3			
Property Type	Number	Word Mark	
Serial Number:	77721643	PHENOCUBE	
Serial Number:	77714434	NEUROCUBE	
Serial Number:	78123769	SMARTCUBE	
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>			
Phone:	2406851070		
Email:	chsu@psychogenics.com		
Correspondent Name:	Cindy Hsu		
Address Line 1:	215 College Road		
Address Line 4:	Paramu, NEW JERSEY 07652		
NAME OF SUBMITTER:	Cindy Hsu		
SIGNATURE:	/Cindy Hsu/		
DATE SIGNED:	11/02/2020		
Total Attachments: 5			
source=Assigment of Good Will cubes PGI-H to PGI-DD 10.27.2020#page1.tif			
source=Assigment of Good Will cubes PGI-H to PGI-DD 10.27.2020#page2.tif			

source=PGI Drug Discovery_Assignment & Assumption Agr_9-30-11 (redacted)#page1.tif
source=PGI Drug Discovery_Assignment & Assumption Agr_9-30-11 (redacted)#page2.tif
source=PGI Drug Discovery_Assignment & Assumption Agr_9-30-11 (redacted)#page3.tif

ASSIGNMENT OF GOOD WILL OF BUSINESS

WHEREAS, PGI Holding Corporation, a Delaware corporation formerly known as PsychoGenics Inc. ("Assignor"), and PGI Drug Discovery LLC, a Delaware limited liability company ("Assignee"), are parties to the Assignment and Assumption Agreement effective as of September 30, 2011 ("Agreement");

WHEREAS, pursuant to the Agreement, Assignor had sold, assigned and transferred to Assignee all right, title, and interest in and to the following marks registered on the Principal Register of the United States Patent and Trademark Office, SMARTCUBE® (Application Serial No. 78/123,769 filed on April 24, 2002), NEUROCUBE® (Application Serial No. 77/714,434 filed on April 15, 2009) and PHENOCUBE® (Application Serial No. 77/721,643 filed on April 24, 2009) (collectively the "Marks"); and

WHEREAS, Assignor hereby wishes to transfer all goodwill of the business symbolized by the Marks.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor hereby sells, assigns and transfers to Assignee all goodwill of the business symbolized by the Marks.

PGI Holding Corporation

By: 

Name: Emer Leahy

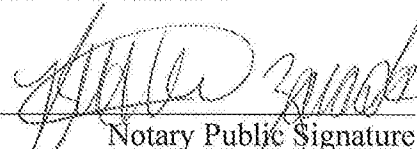
Title: President & CEO

Dated effective as of: October 27, 2020

State of New Jersey)
)
County of Bergen) ss

On ^{October} 26, 20 20 before me, ~~Leahy, Eneer~~ ^{Kristen Zavada}, Notary Public in and for said county, personally appeared Eneer Leahy, who, stated to my satisfaction that this person (a) was the maker of the attached instrument; (b) was authorized to and did execute this instrument of, the entity named in this instrument; and (c) executed this instrument as the act of the entity named in the instrument

(Affix Notary Stamp Here)


Notary Public Signature

KRISTEN ZAVADA
NOTARY PUBLIC
STATE OF NEW JERSEY
MY COMMISSION EXPIRES 10/04/2022

My Commission Expires: 10/4/22

DRUG DISCOVERY
ASSIGNMENT AND ASSUMPTION AGREEMENT

September 30th

ASSIGNMENT AND ASSUMPTION AGREEMENT, dated as of [●], 2011, made by and between PGI HOLDING CORPORATION, a Delaware corporation (the "Assignor") and PGI DRUG DISCOVERY LLC, a Delaware limited liability company (the "Assignee").

WITNESSETH:

WHEREAS, Assignor owns and operates a drug discovery business (the "Drug Discovery Business") the assets and liabilities of which are described on Exhibit A hereto

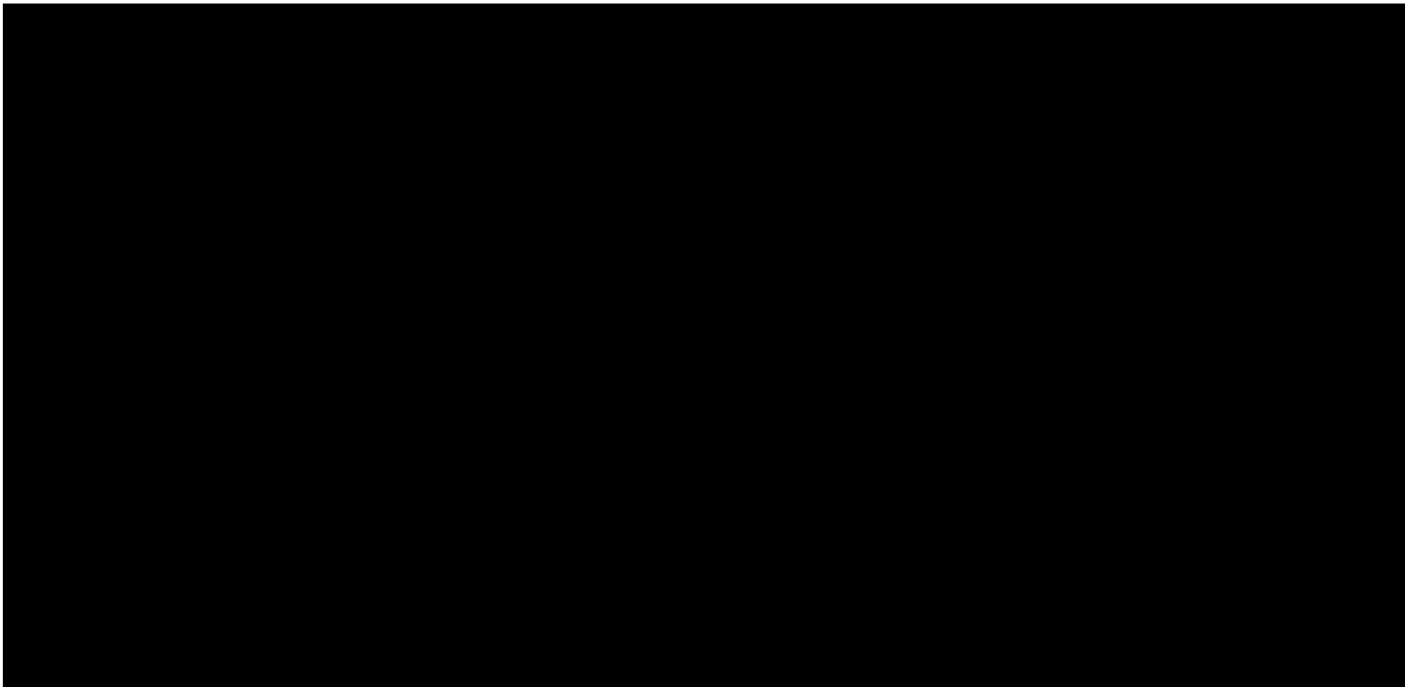


NOW, THEREFORE, in consideration of the premises and the mutual agreements herein, and for other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the parties hereto agree as follows:

ARTICLE I

Section 1.1 The Assignor hereby sells, assigns and transfers to the Assignee, and the Assignee hereby accepts from the Assignor, the Drug Discovery Business.

Section 1.2 The Assignee hereby assumes all liabilities and obligations related to the ownership and operation of the Drug Discovery Business.



ARTICLE III

MISCELLANEOUS

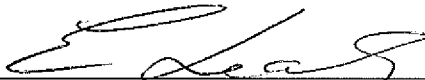
Section 3.1 Any term of this Agreement may be amended or waived if such amendment or waiver is in writing and signed by the Assignee and the Assignor.

Section 3.2 This Agreement constitutes the entire agreement between the parties hereto with respect to the subject matter hereof and supersedes all prior agreements and understandings, oral or written, with respect to such matters.

Section 3.3 This Agreement shall be governed and construed in accordance with the Laws of the State of New York without regard to principles of conflicts of law.

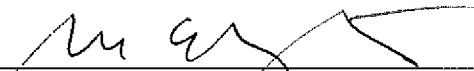
IN WITNESS WHEREOF, the parties hereto have executed this Agreement as of the date first written above.

PGI HOLDING CORPORATION

By: 
Name: EMER LEAHY
Title: PRESIDENT

PGI DRUG DISCOVERY LLC

By: PGI Holding Corporation
Managing Member

By: 
Name: Stanley A. Gaffowitz
Title: Vice President + Secretary

PSYCHOGENICS IP PORTFOLIO STATUS REPORT

September 26, 2011

Trademarks

K&S DOCKET NO.	COUNTRY	MARK, APPLICATION SERIAL NO. AND FILING DATE	STATUS
13565-104001	U.S.	MARK: SMARTCUBE SERIAL NO: 78/123,769 FILING DATE: April 24, 2002	<u>REGISTERED TRADEMARK</u> October 18, 2005 - Certificate of Registration issued. Registration no. 3007735 October 18, 2011 - Affidavit of Use due October 18, 2015 - First Renewal due
13565-104001	U.S.	MARK: COGNOCUBE SERIAL NO: 77714,421 FILING DATE: April 15, 2009	<u>APPLICATION ALLOWED</u> November 10, 2011 - Statement of Use due
13565-104001	U.S.	MARK: NEUROCUBE SERIAL NO: 77714,434 FILING DATE: April 15, 2009	<u>APPLICATION ALLOWED</u> November 10, 2011 - Statement of Use due
13565-104001	U.S.	MARK: PHENOCUBE SERIAL NO: 77721,643 FILING DATE: April 24, 2009	<u>APPLICATION ALLOWED</u> November 10, 2011 - Statement of Use due



Reference #2.