

## Consent Agreement

This agreement is by and between Solstice Marketing Concepts, LLC, a Delaware limited liability company, residing at 665 Fifth Avenue, 8th Floor, New York, NY 10022 (“Solstice”) and Solstice E-comm LLC, a Nevada limited liability company, residing at 40 Bayview Avenue, Inwood, NY 11096 (“E-comm”).

WHEREAS, Solstice owns the marks SOLSTICE and SOLSTICE SUNGLASS BOUTIQUE for “retail store services featuring sunglasses” in Class 35;

WHEREAS, Solstice owns Reg. Nos. 2,404,845 and 3,396,949 at the U.S. Patent & Trademark Office, respectively, for the above marks;

WHEREAS, Solstice and E-comm have the same ultimate owner;

WHEREAS, by agreement dated July 7, 2020, Solstice assigned to E-comm the entirety of its business, including tangible and intangible assets, and goodwill, relating to “retail store services featuring sunglasses” conducted through e-commerce, viz., ownership and operation of a retail business for selling fashion eyewear, including sunglasses, on the Internet (the “Business Assignment”);

NOW, THEREFORE, for good and valuable consideration, the parties agree as follows:

1. Solstice consents to the registration, with the USPTO and around the world, by E-comm, of the marks SOLSTICE and SOLSTICE SUNGLASS BOUTIQUE, and any currently unregistered, related marks, for online retail store services featuring sunglasses, as well as any other merchandise through the online trade channel.
2. Solstice and E-comm shall coordinate their sales, marketing and fulfillment efforts to ensure they adhere to a common standard of quality, pricing, customer service and reliability. Notwithstanding, it is understood and agreed that their businesses shall be separate from the perspective of assets and liabilities.
3. Solstice and E-comm shall cooperate to avoid consumer confusion, if any, over their respective retail services, and shall adhere to separate trade channels at all times. Each party shall notify the other of any confusion that arises, and take such measures as are necessary to resolve such confusion, if any.

SOLSTICE MARKETING CONCEPTS, LLC

SOLSTICE E-COMM LLC

  
\_\_\_\_\_  
By: Mikey Rosenberg - CEO

  
\_\_\_\_\_  
By: Claudio Dotta – Manager

Date: July 07, 2020

Date: July 7, 2020