

COEXISTENCE AGREEMENT AND CONSENT

ZenZero LLC dba Trade (“ZenZero”) is the owner and operator of Trade restaurant located in Boston, Massachusetts (“Trade Restaurant”). Trade Restaurant was founded by restauranteurs Eric Papachristos and Sean Griffing and chef and restaurateur Jody Adams. Trade Restaurant opened in 2011 on Atlantic Wharf in Boston and has provided restaurant services for the last eight years. Since 2011 ZenZero has used the TRADE trademark in connection with its restaurant services.

In Stereo LLC founded its night club TRADE (“Trade DC”) in December of 2015 in the Logan Circle section of Washington, DC. Trade DC is known for its DJ nights and Happy Hours. In Stereo filed for trademark registration for the TRADE & Design mark on March 11, 2016 claiming use at least as early as November 2015 and is the owner of U.S. Reg. No. 5117712 for the mark, TRADE & Design for bar services (the Trade DC Registration).

In 2018, ZenZero applied for registration of its mark, TRADE, and received an Office Action citing the Trade DC Registration as a conflict. Trade and In Stereo have conferred, and after investigating each other’s use of their respective marks, advertising, marketing and target customers, conclude that their use of their respective marks would not likely result in public confusion, mistake or deception, for several reasons. The specific services are very different. The services currently provided by In Stereo under the mark are bar services for a stand-alone street-facing club/bar in a busy commercial district. In Stereo’s TRADE bar features dancing, live performances, and other special events. The respective marks are used in the marketplace in connection with collectively different services in terms of cuisine, offerings, style, and price point, which therefore results in different marketing and trade channels to different consumers in primarily different geographic markets. Trade Restaurant is a chef-driven restaurant in downtown Boston. Although Trade Restaurant does have a bar as most restaurants do, the food is the main focus. In contrast, Trade DC is a bar and night club only, and does not promote any food offerings. Due to the differences between the specific services, offerings and market space of Trade Restaurant and Trade DC, the target consumers are not the same, which means the channels of trade and marketing are also not the same. The two Trade establishments serve very different purposes- fine dining vs. cocktails and dancing, and so the decision to frequent Trade DC versus Trade Restaurant in Boston would involve not only different cities but very different purposes. The overall look and feel of the respective establishments is entirely different, as are the respective types of food and beverages provided. For at least these reasons, it would be abundantly clear to consumers encountering Trade Restaurant in Boston and the Trade night club in DC that the respective services provided thereunder emanate from entirely different sources and are not related.

In addition, the parties hereto agree that there has been no actual confusion in the marketplace over their four years of coexistence.

Therefore, in consideration of the mutual promises and covenants set forth herein, and for the reasons above stated, and intending to be legally bound thereby, the Parties hereto agree as follows: In Stereo expressly consents to ZenZero’s registration and use of the TRADE mark for

restaurant services and ZenZero consents to In Stereo's use and registration of the TRADE mark for bar services.

In the event that any potential or actual confusion unexpectedly arises in the marketplace, the parties will cooperate with one another to alleviate the potential or actual confusion and avoid further instances of such confusion. Specifically, if a party becomes aware of instances of potential or actual confusion, then that party will notify the other and the two parties will arrange for their representatives to confer over and identify appropriate steps resolve the matter. ZenZero and In Stereo are most familiar with their respective services and use of their respective marks in the marketplace and are the parties most interested in avoiding likely or actual consumer confusion, and these parties believe that consumer confusion is unlikely.

IN STEREO LLC

By:  _____

Name: John Guggenmos

Title: Managing Member

Date: _____ **July 4** , 2019

ZENZERO LLC DBA TRADE

By: _____

Name: _____

Title: _____

Date: _____ , 2019