

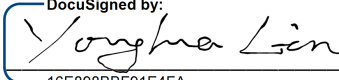
Project Contribution Agreement FlagAI

This Contribution Agreement (“Agreement”) is effective as of 1/20/2023 | 2:46 上午 PST by and among LF Projects, LLC, a Delaware series limited liability company (“Assignee”), having its place of business at 2810 N Church St, PMB 57274, Wilmington, Delaware 19802-4447 US, FlagAI a Series of LF Projects, LLC (“Series”), having its place of business at 2810 N Church St, PMB 57274, Wilmington, Delaware 19802-4447 US, and Beijing Academy of Artificial Intelligence, a Chinese company (“Assignor”), having its place of business at 150 Chengfu Road, Beijing, China.

- 1) **Background.** Assignor is the owner of the FlagAI word mark and FlagAI design and logo marks, including any applications and registrations therefor set forth in Schedule 1 to the Assignment attached hereto as Exhibit A (collectively, the “Trademarks”). Assignor wishes to assign the rights to such Trademarks to Assignee in connection with the establishment of FlagAI as the Series.
- 2) **Assignment of Trademarks.** For good and adequate consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor hereby assigns to Assignee, its successors and assigns, in perpetuity all rights, title and interest as Assignor may possess, anywhere in the world, in and to the Trademarks, together with (i) the goodwill symbolized by said Trademarks, (ii) the business or portion of the business to which the Trademarks pertain, (iii) all registrations and applications (including intent-to-use applications) for the Trademarks pursuant to the Assignment attached hereto as Exhibit A.
- 3) **Assignment of Accounts.** For good and adequate consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor hereby assigns to Series, its successors and assigns, in perpetuity all rights, title and interest as Assignor may possess, anywhere in the world, in and to:
 - a) any registered accounts that either (i) incorporate any Trademark or (ii) are used by, or relied upon, by the project (including, without limitation, social media and GitHub accounts (including <https://github.com/FlagAI-Open>), collectively the “Accounts”); and
 - b) any top-level domain names and all related registrations leveraged by FlagAI that incorporate any Trademark (collectively, the “Domain Names”).
- 4) **Assistance.** Assignor will assist each of Assignee and Series as reasonably necessary to secure, perfect, maintain or evidence the rights hereby transferred. To the best knowledge of Assignor, neither the execution or performance of this Agreement will violate the terms of any agreement between the Assignor and any third party.

Executed as the effective date set forth above.


BEIJING ACADEMY OF ARTIFICIAL INTELLIGENCE

By: 
DocuSigned by:
16E898BBF91E4FA...

Name: Yonghua Lin

Title: Head of AI Engineer


LF PROJECTS, LLC

By: 
DocuSigned by:
314787C0ED48484...

Name: Michael Dolan

Title: Manager

FLAGAI A SERIES OF LF PROJECTS, LLC

By: 
DocuSigned by:
314787C0ED48484...

Name: Michael Dolan

Title: Series Manager

Exhibit A

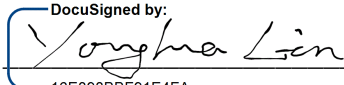
Trademark Assignment

WHEREAS, Beijing Academy of Artificial Intelligence (“Assignor”), having its place of business at 150 Chengfu Road, Beijing, China is the owner of FlagAI word mark and FlagAI design and logo trademarks, including the applications and registrations therefor set forth in Schedule 1 attached hereto (“Trademarks”);

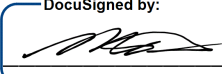
WHEREAS, LF Projects, LLC, a Delaware limited liability company (“Assignee”), having a place of business at 2810 N Church St, PMB 57274, Wilmington, Delaware 19802-4447 US, desires to acquire all right, title and interest in and to the Trademarks, together with the associated goodwill;

NOW, THEREFORE, pursuant to the Project Contribution Agreement entered into between the parties on the 1/20/2023 | 2:46 上午 PST and for good and adequate consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor hereby assigns to Assignee all rights, title and interest as Assignor may possess in and to the Trademarks worldwide, together with (i) the goodwill symbolized by said Trademarks, (ii) the business or portion of the business to which the Trademarks pertain, (iii) all registrations and applications (including intent-to-use applications) for the Trademarks.

BEIJING ACADEMY OF ARTIFICIAL INTELLIGENCE

By: 
DocuSigned by:
16E898BBF91E4FA...
Name: Yonghua Lin
Title: Head of AI Engineer

LF PROJECTS, LLC

By: 
DocuSigned by:
314787C0ED48484...
Name: Michael Dolan
Title: Manager
Date: 1/23/2023 | 11:52 AM PST

SCHEDULE 1

Trademark Registrations:

MARK	COUNTRY	STATUS	APP #	REG #

Trademark Applications:

MARK	COUNTRY	STATUS	APP #

Unregistered Marks:

FlagAI

Logo Marks: