

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	03/26/2007

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
Little Hotties Warmers Inc.	FORMERLY Little Hotties Warmers Inc (Georgia Corp.)	03/26/2007	CORPORATION: WASHINGTON

**RECEIVING PARTY DATA**

Name:	Little Hotties Warmers Inc.
Street Address:	8731 South 212th Street
City:	Kent
State/Country:	WASHINGTON
Postal Code:	98031
Entity Type:	CORPORATION: WASHINGTON

**PROPERTY NUMBERS Total: 2**

Property Type	Number	Word Mark
Serial Number:	78564781	KILL THE CHILL!
Serial Number:	78399093	LITTLE HOTTIES

**CORRESPONDENCE DATA**

Fax Number: (800)254-5644  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
 Phone: 206-577-7369  
 Email: bryanpape@littlehottieswarmers.com  
 Correspondent Name: Richard Wood  
 Address Line 1: 8731 South 212th Street  
 Address Line 4: Kent, WASHINGTON 98031

NAME OF SUBMITTER:	Richard Wood
Signature:	/rickwood/

OP \$65.00 78564781

Date:

01/06/2009

**Total Attachments: 6**

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UNITED STATES OF AMERICA

The State of



Washington

Secretary of State

I, **SAM REED**, Secretary of State of the State of Washington and custodian of its seal, hereby issue this

**CERTIFICATE OF INCORPORATION**

to

**LITTLE HOTTIES WARMERS, INC.**

a/an WA Profit Corporation. Charter documents are effective on the date indicated below.

Date: 3/16/2007

UBI Number: 602-706-487

APPID: 805059



Given under my hand and the Seal of the State of Washington at Olympia, the State Capital

Sam Reed, Secretary of State

TRADEMARK

REEL: 003913 FRAME: 0678

## ARTICLES OF MERGER

Pursuant to the provisions of the Washington Business Corporation Act, Chapter 23B.11 RCW and Title 14, Chapter 2, Article 11 of the Georgia Business Corporation Code, the undersigned corporation hereby submits the following Articles of Merger for filing for the purpose of merging **LITTLE HOTTIES WARMERS, INC.**, a Georgia corporation ("**Georgia Hotties**"), into **LITTLE HOTTIES WARMERS, INC.**, a Washington corporation ("**Washington Hotties**").

### ARTICLE I

The Plan of Merger of Georgia Hotties into Washington Hotties is attached as Exhibit A.

### ARTICLE II

The Plan of Merger was duly approved by the shareholders of Georgia Hotties pursuant to RCW 23B.11.030 and Georgia Code Section 14-2-1103.

### ARTICLE III

Approval by the shareholders of Washington Hotties was not required.

DATED: March 26, 2007.

**LITTLE HOTTIES WARMERS, INC.**,  
a Washington corporation

By: Richard T. Wood  
Name: Richard T. Wood  
Its: President

## PLAN OF MERGER

**THIS PLAN OF MERGER** is made and entered into this 26<sup>th</sup> day of March, 2007, by and between **LITTLE HOTTIES WARMERS, INC.**, a Georgia corporation ("*Georgia Hotties*"), and **P. T. HOLDINGS CORPORATION**, a Washington corporation ("*Washington Hotties*" or the "*Surviving Corporation*").

### RECITALS

**A.** Georgia Hotties is a corporation organized and existing under the laws of the State of Georgia and has authorized capital stock consisting of 1,000,000 shares of common stock with a par value of One Dollar (\$1.00) per share, of which One Thousand (1,000) shares are issued and outstanding, all of which are held by Richard T. Wood.

**B.** Washington Hotties is a corporation organized and existing under the laws of the State of Washington and has authorized capital stock consisting of 1,000,000 shares of no par value common stock, of which One Thousand (1,000) shares are issued and outstanding, all of which are held by Richard T. Wood.

**C.** The Boards of Directors of Georgia Hotties and Washington Hotties, respectively, deem it advisable for Georgia Hotties to merge with and into Washington Hotties.

**NOW, THEREFORE**, in consideration of the mutual covenants and agreements contained herein, Georgia Hotties and Washington Hotties hereby agree to the following Plan of Merger:

**1. *Names of Constituent Corporations.*** Georgia Hotties will merge with and into Washington Hotties. Washington Hotties will be the Surviving Corporation.

**2. *Terms and Conditions of Merger.*** The effective date of merger shall be the date upon which the Articles of Merger are filed with the last of the Secretary of State of Georgia and the Secretary of State of Washington.

**3. *Governing Law.*** The laws of the State of Washington shall govern the Surviving Corporation.

**4. *Name.*** The name of the Surviving Corporation shall be Little Hotties Warmers, Inc.

**5. *Registered Office.*** The address of the registered office of the Surviving Corporation shall be 999 Third Avenue, Suite 1900, Seattle, Washington 98104.

**6. *Accounting.*** The assets and liabilities of Georgia Hotties and Washington Hotties (collectively the "*Constituent Corporations*") as of the effective date of the merger shall be taken up on the books of the Surviving Corporation at the amounts at which they are carried at that time on the respective books of the Constituent Corporations.

**7. *Articles of Incorporation.*** The Articles of Incorporation of Washington Hotties as of the effective date of the merger shall be the Articles of Incorporation of the Surviving Corporation until the same shall be altered or amended in accordance with the provisions thereof.

**8. *Bylaws.*** The Bylaws of Washington Hotties as of the effective date of the merger shall be the Bylaws of the Surviving Corporation until the same shall be altered or amended in accordance with the provisions thereof.

9. **Directors.** The directors of Washington Hotties as of the effective date of the merger shall be the directors of the Surviving Corporation until their respective successors are duly elected and qualified.

10. **Manner and Basis of Converting Shares.** As of the effective date of the merger:

(a) Each share of issued and outstanding Georgia Hotties common stock shall be canceled. No shares of the Surviving Corporation shall be issued in conversion or exchange for such cancellation.

(b) Any shares of stock of Georgia Hotties in the treasury of Georgia Hotties on the effective date of the merger shall be surrendered to the Surviving Corporation for cancellation, and no shares of the Surviving Corporation shall be issued in respect thereof.

(c) On the effective date of the merger, holders of certificates of common stock in Georgia Hotties shall surrender them to the Surviving Corporation, or its appointed agent, in such manner as the Surviving Corporation legally shall require. Upon receipt of such certificate, the Surviving Corporation shall cancel the same.

11. **Shareholder Approval.** This Plan of Merger shall be submitted to the shareholders of Georgia Hotties for their approval in the manner provided by the Georgia Business Corporation Code. After approval by a vote of the holders of two-thirds (2/3) of the shares entitled to vote thereon and the holders of two-thirds (2/3) of the shares entitled to vote thereon, if any, of each voting group, the Articles of Merger shall be filed as required under the laws of the States of Washington and Georgia.

12. **Termination of Merger.** This merger may be abandoned at any time prior to the filing of Articles of Merger with the Secretary of State, upon a vote of a majority of the Board of Directors of both Georgia Hotties and Washington Hotties. If the merger is terminated, there shall be no liability on the part of either Constituent Corporation, their respective Boards of Directors, or shareholders.

13. **Counterparts.** This Plan of Merger may be executed in any number of counterparts, and all such counterparts and copies shall be and constitute an original instrument.

**IN WITNESS WHEREOF**, this Plan of Merger has been adopted by the undersigned corporations as of the day and year first above written.

**LITTLE HOTTIES WARMERS, INC.,**  
a Georgia corporation

By: Richard T. Wood  
Name: Richard T. Wood  
Its: President

**LITTLE HOTTIES WARMERS, INC.,**  
a Washington corporation

By: Richard T. Wood  
Name: Richard T. Wood  
Its: President

**CONSENT OF DIRECTORS AND SOLE SHAREHOLDER**

**OF**

**LITTLE HOTTIES WARMERS, INC.**

**IN LIEU OF SPECIAL MEETING**

The undersigned, sole Director and shareholder of **LITTLE HOTTIES WARMERS, INC.**, a Georgia (the "**Corporation**"), acting without a meeting in the undersigned's their respective capacities as sole Director and shareholder, DOES HEREBY UNANIMOUSLY CONSENT to the taking of the action herein set forth.

**RESOLVED:** That the Corporation merge with and into Little Hotties Warmers, Inc., a Washington corporation, in accordance with the terms of the Plan of Merger annexed to these consent resolutions ("**Merger Agreement**").

**FURTHER RESOLVED:** That the officers of the Corporation be, and they hereby are, authorized to execute and file Articles of Merger with the Secretary of State of the State of Washington

**FURTHER RESOLVED:** That Richard T. Wood is authorized to execute and deliver the Merger Agreement on behalf of the Corporation.

**FURTHER RESOLVED:** That by executing this Consent, the sole shareholder of the Corporation hereby waives any right to advance notice of the shareholders meeting.

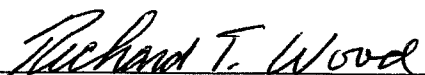
**FURTHER RESOLVED:** That this instrument may be executed in counterparts.

**FURTHER RESOLVED:** That this instrument may be executed by facsimile.

The execution of this Consent shall constitute a written waiver of any notice required by the Georgia Business Corporation Code and this Corporation's Articles of Incorporation and Bylaws.

**IN WITNESS WHEREOF**, this Consent is made and entered into this 26<sup>th</sup> day of March, 2007.

**SOLE DIRECTOR AND SHAREHOLDER:**

  
Richard T. Wood

**CONSENT OF SOLE DIRECTOR AND SHAREHOLDER**

**OF**

**LITTLE HOTTIES WARMERS, INC.**

**IN LIEU OF SPECIAL MEETING**

The undersigned, being the sole Director and shareholder of LITTLE HOTTIES WARMERS, INC., a Washington corporation (the "**Corporation**"), acting without a meeting in the undersigned's capacity as Director and shareholder, DOES HEREBY UNANIMOUSLY CONSENT to the taking of the action herein set forth.

**RESOLVED:** That the Corporation merge with Little Hotties Warmers, Inc., a Georgia corporation, with the Corporation as the surviving corporation, in accordance with the terms of the Plan of Merger annexed to these consent resolutions ("**Merger Agreement**").

**FURTHER RESOLVED:** That the officers of the Corporation be, and they hereby are, authorized to execute and file Articles of Merger with the Secretary of State of the State of Washington

**FURTHER RESOLVED:** That Richard T. Wood is authorized to execute and deliver the Merger Agreement on behalf of the Corporation.


**FURTHER RESOLVED:** That this instrument may be executed in counterparts.

**FURTHER RESOLVED:** That this instrument may be executed by facsimile.

The execution of this Consent shall constitute a written waiver of any notice required by the Washington Business Corporation Act and this Corporation's Articles of Incorporation and Bylaws.

**IN WITNESS WHEREOF**, this Consent is made and entered into this 26<sup>th</sup> day of March, 2007.

**SOLE DIRECTOR AND SHAREHOLDER:**

  
Richard T. Wood