

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

|   |                                 |                |                            |
|---|---------------------------------|----------------|----------------------------|
| SUBMISSION TYPE:  | NEW ASSIGNMENT                  |                |                            |
| NATURE OF CONVEYANCE:   | MERGER                          |                |                            |
| EFFECTIVE DATE:   | 10/29/2013                      |                |                            |
| <b>CONVEYING PARTY DATA</b>   |                                 |                |                            |
| Name  | Formerly                        | Execution Date | Entity Type                |
| Comfort Gear, Inc.  |                                 | 10/28/2013     | CORPORATION: NEW HAMPSHIRE |
| <b>RECEIVING PARTY DATA</b>   |                                 |                |                            |
| Name:   | Tender Corporation              |                |                            |
| Street Address:   | 106 Burndy Road                 |                |                            |
| City:   | Littleton                       |                |                            |
| State/Country:  | NEW HAMPSHIRE                   |                |                            |
| Postal Code:  | 03561                           |                |                            |
| Entity Type:  | CORPORATION: DELAWARE           |                |                            |
| <b>PROPERTY NUMBERS Total: 2</b>  |                                 |                |                            |
| Property Type   | Number                          | Word Mark      |                            |
| Registration Number:  | 2531280                         | COMFORT GEAR   |                            |
| Registration Number:  | 2811493                         | READY 4        |                            |
| <b>CORRESPONDENCE DATA</b>  |                                 |                |                            |
| Fax Number:   | 6036255650                      |                |                            |
| <i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i> |                                 |                |                            |
| Phone:  | 603-628-1311                    |                |                            |
| Email:  | mark.wright@mclane.com          |                |                            |
| Correspondent Name:   | Mark A. Wright                  |                |                            |
| Address Line 1:   | 900 Elm Street                  |                |                            |
| Address Line 4:   | Manchester, NEW HAMPSHIRE 03101 |                |                            |
| ATTORNEY DOCKET NUMBER:   | 95055                           |                |                            |
| NAME OF SUBMITTER:  | Mark A. Wright                  |                |                            |

OP \$65.00 2531280

**900274634**

**TRADEMARK**  
**REEL: 005173 FRAME: 0978**

|  |                  |
|--|------------------|
| Signature:   | /Mark A. Wright/ |
| Date:  | 12/16/2013       |
| Total Attachments: 4<br>source=Merger filing#page1.tif<br>source=Merger filing#page2.tif<br>source=Merger filing#page3.tif<br>source=Merger filing#page4.tif |                  |

# State of New Hampshire

Filing fee: \$35.00  
Use black print or type.

Form 26  
RSA 293-A:11.05

## ARTICLES OF MERGER OF DOMESTIC AND FOREIGN CORPORATIONS

### TENDER CORPORATION (surviving corporation)

PURSUANT TO THE PROVISIONS of the New Hampshire Business Corporation Act, the undersigned domestic and foreign corporations adopt the following articles of merger for the purpose of merging them into one of such corporations:

FIRST: The plan of merger was approved by each of the undersigned corporations in the manner prescribed by the New Hampshire Business Corporation Act. **THE PLAN OF MERGER IS ATTACHED.** (Note 1)

Name of Domestic Corporation: COMFORT GEAR, INC.

- (Check one) A.  Shareholder approval **was not** required.
- B.  Shareholder approval **was** required. (Note 2)

| Designation<br>(class or series) of<br>voting group | No. of shares<br>outstanding | Total no.<br>of votes<br>entitled<br>to be cast | Total no. of<br>votes cast |         | OR | Total no. of<br>undisputed<br>votes FOR |
|---|------------------------------|---|----------------------------|---------|----|---|
|   |                              |   | FOR                        | AGAINST |    |   |

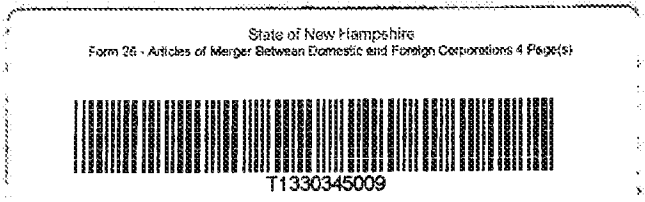
SECOND: The number of votes cast for the plan by each voting group was sufficient for approval by each voting group.

\*\*\*\*\*

Name of Foreign Corporation: TENDER CORPORATION

State of Incorporation DELAWARE

THIRD: The laws of the state under which the foreign corporation was organized permit such a merger and the foreign corporation has complied with the laws of that state in effecting the merger.



FOURTH: The aggregate number of shares, which the surviving corporation has authority to issue as a result of the merger is (Note 3): \_\_\_\_\_

TENDER CORPORATION (Note 4)

(Corporate Name)

*Bradley C. O'Dell*

(Signature)

(Note 5)

Bradley C. O'Dell

(Print or type name)

Assistant

Vice President and Secretary

(Title)

(Note 5)

Date signed: 10/28/13

\*\*\*\*\*

COMFORT GEAR, INC. (Note 4)

(Corporate Name)

*Bradley C. O'Dell*

(Signature)

(Note 5)

Bradley C. O'Dell

(Print or type name)

Assistant

Vice President and Secretary

(Title)

(Note 5)

Date signed: 10/28/13

- Notes:
1. The Plan of Merger must be submitted with this form.
  2. All sections under "B" must be completed. If any voting group is entitled to vote separately, give respective information for each voting group. (See RSA 293-A:1.40 for definition of voting group.)
  3. Complete this section if surviving corporation is a domestic corporation.
  4. Exact corporate names of respective corporations executing the Articles.
  5. Signature and title of person signing for the corporation. Must be signed by chairman of the board of directors, president or other officer; or see RSA 293-A:1.20(f) for alternative signatures.

DISCLAIMER: All documents filed with the Corporation Division become public records and will be available for public inspection in either tangible or electronic form.

Mail fee and DATED AND SIGNED ORIGINAL (INCLUDING PLAN OF MERGER) to: Corporation Division, Department of State, 107 North Main Street, Concord NH 03301-4989. Physical location: 25 Capitol Street, 3<sup>rd</sup> Floor, Concord, NH 03301.

PLAN OF MERGER  
MERCING  
COMFORT GEAR, INC.  
(a New Hampshire corporation)  
INTO  
TENDER CORPORATION  
(a Delaware corporation)

1. Tender Corporation, a business corporation of the State of Delaware and the owner of all of the outstanding shares of Comfort Gear, Inc., a business corporation of the State of New Hampshire, hereby merges Comfort Gear, Inc. into Tender Corporation pursuant to the provisions of the New Hampshire Business Corporation Act and pursuant to the provisions of Delaware General Corporation Law ("DGCL").

2. The separate existence of Comfort Gear, Inc. shall cease at the effective time and date of the merger pursuant to the provisions of the New Hampshire Business Corporation Act; and Tender Corporation shall continue its existence as the surviving corporation pursuant to the provisions of the DGCL.

3. The Certificate of Incorporation of Tender Corporation is not amended in any respect by this Plan of Merger.

4. The issued shares of Comfort Gear, Inc. shall not be converted or exchanged in any manner, but each said share which is issued immediately prior to the effective time and date of the merger shall, at the effective time and date of the merger, be surrendered and extinguished.

5. The issued shares of Tender Corporation shall not be converted or exchanged in any manner, but each said share which is issued at the Effective Time and date of the merger shall continue to represent one issued share of Tender Corporation.

6. No shares of Tender Corporation and no shares, securities, or obligations convertible into such shares are to be issued or delivered under this Plan of Merger.

7. The Board of Directors and the proper officers of Tender Corporation are hereby authorized, empowered, and directed to do any and all acts and things, and to make, execute, deliver, file, and/or record any and all instruments, papers, and documents which shall be or become necessary, proper, or convenient to carry out or put into effect any of the provisions of this Plan of Merger or of the merger herein provided for.

*[Signature Page Follows]*

IN WITNESS WHEREOF, the proper officers of Tender Corporation and Comfort Gear, Inc. have caused this Plan of Merger to be signed the 28<sup>th</sup> day of October, 2013.

**TENDER CORPORATION**

By: Bradley C. O'Dell  
Bradley C. O'Dell Assistant  
Vice President and Secretary

**COMFORT GEAR, INC.**

By: Bradley C. O'Dell  
Bradley C. O'Dell Assistant  
Vice President and Secretary

*Signature Page to Plan of Merger*