

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT			
NATURE OF CONVEYANCE:	MERGER			
EFFECTIVE DATE:	10/02/2012			
CONVEYING PARTY DATA				
	Name	Formerly	Execution Date	Entity Type
	Atlas Owens LLC		10/02/2012	LIMITED LIABILITY COMPANY: NEW JERSEY
RECEIVING PARTY DATA				
Name:	Atlas Owens, Inc.			
Street Address:	31 South Street			
Internal Address:	Suite 101			
City:	Morristown			
State/Country:	NEW JERSEY			
Postal Code:	07960			
Entity Type:	CORPORATION: DELAWARE			
PROPERTY NUMBERS Total: 2				
	Property Type	Number	Word Mark	
	Registration Number:	4219011	ATLAS OWENS	
	Registration Number:	4262116	IN CONTROL	
CORRESPONDENCE DATA				
Fax Number:				
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>				
Phone:	612-465-8090			
Email:	egrumbles@adamsmohan.com			
Correspondent Name:	Ernest W. Grumbles			
Address Line 1:	287 E. 6th St.			
Address Line 2:	suite 140			
Address Line 4:	Saint Paul, MINNESOTA 55101			
NAME OF SUBMITTER:	Ernest W. Grumbles			

OP \$65.00 4219011

Signature:	/ewg/
Date:	02/10/2014
Total Attachments: 11 source=inControl Ads - Certificate of Merger (Delaware) (Filed)#page1.tif source=inControl Ads - Certificate of Merger (Delaware) (Filed)#page2.tif source=inControl Ads - Certificate of Merger (Delaware) (Filed)#page3.tif source=inControl Ads - Certificate of Merger (New Jersey) (Filed)#page1.tif source=inControl Ads - Certificate of Merger (New Jersey) (Filed)#page2.tif source=inControl Ads - Certificate of Merger (New Jersey) (Filed)#page3.tif source=inControl Ads - Certificate of Merger (New Jersey) (Filed)#page4.tif source=inControl Ads - Certificate of Merger (New Jersey) (Filed)#page5.tif source=inControl Ads - Certificate of Merger (New Jersey) (Filed)#page6.tif source=inControl Ads - Certificate of Merger (New Jersey) (Filed)#page7.tif source=inControl Ads - Certificate of Merger (New Jersey) (Filed)#page8.tif	

Delaware

PAGE 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:


"ATLAS OWENS LLC", A NEW JERSEY LIMITED LIABILITY COMPANY, WITH AND INTO "ATLAS OWENS, INC." UNDER THE NAME OF "ATLAS OWENS, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE SECOND DAY OF OCTOBER, A.D. 2012, AT 2:23 O'CLOCK P.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.

5200290 8100M

121090787




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 9888066

DATE: 10-02-12

You may verify this certificate online
at corp.delaware.gov/authver.shtml

TRADEMARK
REEL: 005213 FRAME: 0382

CERTIFICATE OF MERGER

MERGING

ATLAS OWENS LLC
(a New Jersey limited liability company)

WITH AND INTO

ATLAS OWENS, INC.
(a Delaware corporation)

Pursuant to the provisions of Section 264 of the General Corporation Law of the State of Delaware, Atlas Owens, Inc., a Delaware corporation, hereby certifies that:

FIRST: Atlas Owens LLC (the "Merging Entity") is organized and existing pursuant to the Limited Liability Company Act of the State of New Jersey and that Atlas Owens, Inc. (the "Surviving Entity") is organized and existing pursuant to the General Corporation Law of the State of Delaware.

SECOND: An Agreement and Plan of Merger (the "Merger Agreement") has been approved, adopted, certified, acknowledged, and executed by each of the aforesaid constituent entities, in accordance with Section 264 of the Delaware General Corporation Law.

THIRD: The Certificate of Incorporation of the Surviving Entity shall be its Certificate of Incorporation.

FOURTH: The Merger Agreement is on file at the principal place of business of the Surviving Entity at 163 Madison Avenue, Suite 220-27, Morristown, New Jersey 07960.

FIFTH: That a copy of the Merger Agreement will be furnished by the Surviving Entity, on request and without cost, to any member of the Merging Entity and any stockholder of the Surviving Entity.


SIXTH: The effective date of the merger shall be upon the filing of this Certificate of Merger with the Secretary of State of the State of Delaware and a Certificate of Merger with the Treasurer of the State of New Jersey in accordance with Section 42:2B-20 of the New Jersey Limited Liability Company Act (the "Effective Date").

[SIGNATURE PAGE FOLLOWS]

IN WITNESS WHEREOF, the undersigned officers of the Surviving Corporation and of the Merging Corporation, do hereby execute this Certificate of Merger on this 2nd day of October, 2012.


Surviving Entity:

ATLAS OWENS, INC.
(a Delaware corporation)

By: 
Name: Donald Owen Nelson
Title: Chief Executive Officer

Merging Entity:

ATLAS OWENS LLC
(a New Jersey limited liability company)

By: 
Name: Donald Owen Nelson
Title: Chief Executive Officer

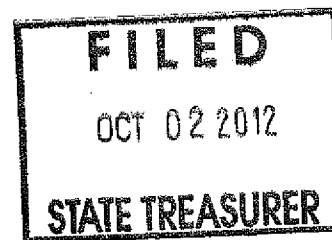
CERTIFICATE OF MERGER

MERGING

ATLAS OWENS LLC
(a New Jersey limited liability company)

WITH AND INTO

ATLAS OWENS, INC.
(a Delaware corporation)



To the Department of Treasury
State of New Jersey

Pursuant to the provisions of Section 42:2B-20 of the New Jersey Limited Liability Company Act, Atlas Owens, Inc., a Delaware corporation, hereby certifies that:

FIRST: The names of the merging entities are: (i) Atlas Owens LLC, a limited liability company organized and existing pursuant to the New Jersey Limited Liability Company Act (the "Merging Entity"); and (ii) Atlas Owens, Inc., a corporation organized and existing pursuant to the Delaware General Corporation Law (the "Surviving Entity").

SECOND: An Agreement and Plan of Merger (the "Merger Agreement") has been approved, adopted, certified, acknowledged, and executed by each of the aforesaid constituent entities, in accordance with Section 42:2B-20 of the New Jersey Limited Liability Company Act.

THIRD: The Merger Agreement is on file at the principal place of business of the Surviving Entity at 163 Madison Avenue, Suite 220-27, Morristown, New Jersey 07960.

FOURTH: A copy of the Merger Agreement will be furnished by the Surviving Entity, on request and without cost, to any member of the Merging Entity and any stockholder of the Surviving Entity.

FIFTH: The effective date of the merger shall be upon the filing of this Certificate of Merger with the Treasurer of the State of New Jersey and a Certificate of Merger with the Secretary of State of the State of Delaware in accordance with Section 264 of the General Corporation Law of the State of Delaware (the "Effective Date").

SIXTH: The Surviving Entity will continue its existence as the Surviving Entity under its present name pursuant to the Delaware General Corporation Law.

SEVENTH: The Surviving Entity agrees that it may be served with process in the State of New Jersey in any action, suit or proceeding for enforcement of any obligation of the Merging Entity, and irrevocably appoints the Secretary of State of New Jersey as its agent to accept service of process in any such action, suit or proceeding. The Secretary of State shall mail any such process to the Surviving Entity at 163 Madison Avenue, Suite 220-27, Morristown, New Jersey 07960.

[SIGNATURE PAGE FOLLOWS]

IN WITNESS WHEREOF, the undersigned officers of the Surviving Corporation and of the Merging Corporation, do hereby execute this Certificate of Merger on this 2nd day of October, 2012.

Surviving Entity:

ATLAS OWENS, INC.
(a Delaware corporation)

By: 

Name: Donald Owen Nelson
Title: President

Merging Entity:

ATLAS OWENS LLC
(a New Jersey limited liability company)

By: 

Name: Donald Owen Nelson
Title: Chief Executive Officer

[NEW JERSEY CERTIFICATE OF MERGER SIGNATURE PAGE]

TRADEMARK

REEL: 005213 FRAME: 0387

EXHIBIT A

AGREEMENT AND PLAN OF MERGER

AGREEMENT AND PLAN OF MERGER

OF

ATLAS OWENS LLC
(a New Jersey limited liability company)

WITH AND INTO

ATLAS OWENS, INC.
(a Delaware corporation)

This AGREEMENT AND PLAN OF MERGER (the "Plan of Merger") is dated as of October 2, 2012 by and between Atlas Owens LLC, a New Jersey limited liability company, and Atlas Owens, Inc., a Delaware corporation.

A. The name of the merging entity is Atlas Owens LLC, a New Jersey limited liability company (the "Merging Entity").

B. The name of the surviving entity is Atlas Owens, Inc., a Delaware corporation (the "Surviving Entity").

C. The manner and basis of converting the membership interests or other securities or obligations of the Merging Entity and the stock or other securities or obligations of the Surviving Entity, or the cash or other consideration to be paid or delivered upon surrender of the stock or other securities or obligations of the Merging Entity is as follows:

1. On the Effective Date (as defined below), the 100% membership interests of the sole member of the Merging Entity that are issued and outstanding immediately prior to the Effective Date, shall be converted into 100,000 issued and outstanding shares of common stock, \$0.01 par value per share, of the Surviving Entity ("Common Stock"), and from and after the effective time of the merger, the holder of all said issued and outstanding membership interests of the Merging Entity shall automatically be and become the holder of Common Stock of the Surviving Entity upon the basis above specified.

2. On the Effective Date, each membership interest of the Merging Entity that is issued and outstanding immediately prior to the Effective Date shall be canceled, null, and void.

D. Other provisions with regard to the merger are as follows:

1. A Certificate of Merger (the "New Jersey Certificate of Merger") to be filed with the Treasurer of the State of New Jersey in accordance with Section 42:2B-20 of the New Jersey Limited Liability Company Act and a Certificate of Merger (the "Delaware Certificate of Merger") to be filed with the Secretary of State of the State of Delaware in accordance with Section 264 of the General Corporation Law of the State of Delaware shall be delivered to the appropriate state officials for filing. The merger shall become effective upon the filing of the New Jersey Certificate of Merger and the Delaware Certificate of Merger (the "Effective Date").

2. On the Effective Date, the Certificate of Incorporation of the Surviving Entity, as it shall exist on such date, shall be and remain the Certificate of Incorporation of the Surviving Entity until the same shall be altered, amended or repealed as provided by law.

3. On the Effective Date, the bylaws of the Surviving Entity as they exist on such date shall be and remain the bylaws of the Surviving Entity until the same shall be altered, amended or repealed as therein provided and in accordance with applicable law.

4. On the Effective Date, Donald Owen Nelson, the present sole director of the Surviving Entity shall be and remain the sole director of the Surviving Entity and shall hold office until his successor shall be elected and qualified.

5. On the Effective Date, the present officers of the Surviving Entity shall be and remain the officers of the Surviving Entity and shall hold office until the earlier of death, resignation or removal or until their respective successors shall be elected and qualified, and said officers shall be the following:

<u>Office</u>	<u>Name</u>
Chief Executive Officer	Donald Owen Nelson
President	Donald Owen Nelson
Treasurer	Donald Owen Nelson
Secretary	Donald Owen Nelson

6. On the Effective Date, the Surviving Entity shall possess all the rights, privileges, immunities and franchises, of a public as well as a private nature, of the Merging Entity and the Surviving Entity, and all property, real, personal and mixed, all debts due on whatever account, and all other choses in action, and all and every other interest of or belonging to or due to the Merging Entity or the Surviving Entity, shall be taken and deemed to be transferred to and vested in the Surviving Entity without further act or deed; and the title to any real estate, or any interest therein, vested in either the Merging Entity or the Surviving Entity shall not revert or be in any way impaired by the merger. Such transfer to and vesting in the Surviving Entity shall be deemed to occur by

operation of law, and no consent or approval of any other person shall be required in connection with any such transfer or vesting unless such consent or approval is specifically required by express provision in a contract, agreement, decree, order or other instrument to which the Merging Entity or the Surviving Entity is a party or by which it is bound.

7. If, at any time after the Effective Date, the Surviving Entity shall consider or be advised that any instruments or further assurances are necessary or desirable in order to evidence the vesting in the Surviving Entity of the title of the Merging Entity to any of its properties or rights, privileges, powers, franchises or immunities, then the last acting officers of the Merging Entity or the corresponding officers of the Surviving Entity are hereby authorized to execute and acknowledge all such instruments of further assurance and to do such other acts or things in the name of the Merging Entity as may be requisite or desirable to carry out the purposes of this Plan of Merger.

[SIGNATURE PAGE FOLLOWS]

IN WITNESS WHEREOF, the undersigned officers of the Surviving Corporation and of the Merging Corporation, do hereby execute this Certificate of Merger on this 2nd day of October, 2012.

Surviving Entity:

ATLAS OWENS, INC.
(a Delaware corporation)

By: 

Name: Donald Owen Nelson
Title: Chief Executive Officer

Merging Entity:

ATLAS OWENS LLC
(a New Jersey limited liability company)

By: 

Name: Donald Owen Nelson
Title: Chief Executive Officer

[DELAWARE CERTIFICATE OF MERGER SIGNATURE PAGE]