

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM314813

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER AND CHANGE OF NAME
EFFECTIVE DATE:	10/16/2013

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Kill Cliff LLC		10/16/2013	LIMITED LIABILITY COMPANY: GEORGIA

NEWLY MERGED ENTITY DATA

Name	Execution Date	Entity Type
Kill Cliff, Inc.	10/16/2013	COMPANY: DELAWARE

MERGED ENTITY'S NEW NAME (RECEIVING PARTY)

Name:	Kill Cliff, Inc.
Street Address:	3715 Northside Parkway
Internal Address:	Building 400, Suite 475
City:	Atlanta
State/Country:	GEORGIA
Postal Code:	30327
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 4

Property Type	Number	Word Mark
Registration Number:	3591057	KILL CLIFF
Registration Number:	4353876	TEST POSITIVE FOR AWESOME
Registration Number:	4375980	NECTAR OF THE WODS
Registration Number:	4431341	STRONG IS BEAUTIFUL

CORRESPONDENCE DATA

Fax Number: 2024660502

Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.

Phone: 2024660530

Email: pcj@jorgensenfirm.com

Correspondent Name: Paul C. Jorgensen

Address Line 1: 1250 24TH STREET NW

Address Line 2: Suite 300

Address Line 4: WASHINGTON, D.C. 20037

TRADEMARK

NAME OF SUBMITTER:	Paul C. Jorgensen
SIGNATURE:	/Paul C. Jorgensen/
DATE SIGNED:	08/21/2014
Total Attachments: 4 source=KC Assn and DE Art Merger#page1.tif source=KC Assn and DE Art Merger#page2.tif source=KC Assn and DE Art Merger#page3.tif source=KC Assn and DE Art Merger#page4.tif	

Delaware

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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:

"KILL CLIFF, LLC", A GEORGIA LIMITED LIABILITY COMPANY, WITH AND INTO "KILL CLIFF, INC." UNDER THE NAME OF "KILL CLIFF, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE SIXTEENTH DAY OF OCTOBER, A.D. 2013, AT 10:55 O'CLOCK A.M.


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

5406712 8100M

131200851

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




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 0818173

DATE: 10-16-13

TRADEMARK
REEL: 005349 FRAME: 0602

**CERTIFICATE OF MERGER
FOR THE MERGER
OF
KILL CLIFF, LLC
a Georgia limited liability company,

WITH AND INTO
KILL CLIFF, INC.
a Delaware corporation**

Pursuant to Title 8, Section 264 of the General Corporation Law of the State of Delaware ("GCL") and Section 14-11-901 of the Georgia Limited Liability Company Act ("GLLCA"), Kill Cliff, LLC, a Georgia limited liability company, and Kill Cliff, Inc., a Delaware corporation, have duly approved, adopted, certified, executed and acknowledged an Agreement and Plan of Merger in accordance with applicable laws.

FIRST: The entities that are merging are Kill Cliff, LLC, a Georgia limited liability company ("Kill Cliff GA"), and Kill Cliff, Inc., a Delaware corporation ("Kill Cliff DE"). The surviving corporation of the merger is Kill Cliff DE.

SECOND: The Agreement and Plan of Merger dated as of October 15, 2013 (the "Merger Agreement"), by and among Kill Cliff DE and Kill Cliff GA, has been approved, adopted, certified, executed and acknowledged by each of the constituent entities pursuant to Section 264 of the GCL and Section 14-11-903 of the GLLCA.

THIRD: The surviving corporation of the merger is Kill Cliff, Inc.

FOURTH: The Certificate of Incorporation of Kill Cliff DE shall be the Certificate of Incorporation of the surviving corporation.

FIFTH: The merger shall be effective on October 15, 2013.


SIXTH: The executed Agreement and Plan of Merger is on file at the principal place of business of Kill Cliff, Inc., which is located 3715 Northside Pkwy, Bldg 400, Suite 475, Atlanta, Georgia 30327.

SEVENTH: A copy of the Agreement and Plan of Merger will be furnished by Kill Cliff DE, on request and without cost, to any member of Kill Cliff GA or any shareholder of Kill Cliff DE.

[signature on next page]

IN WITNESS WHEREOF, the undersigned corporation has executed this Certificate of Merger this 18th day of October, 2013.

KILL CLIFF, INC., a Delaware
corporation

By: 
Name: Todd Ehlrich
Title: Chief Executive Officer

[SIGNATURE PAGE TO CERTIFICATE OF MERGER-DE]