

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM318289

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	04/01/2014

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
6798535 Canada Inc.		04/01/2014	CORPORATION: CANADA

RECEIVING PARTY DATA

Name:	4437497 Canada Inc.
Street Address:	145 King Street East
Internal Address:	3rd Floor
City:	Toronto, Ontario
State/Country:	CANADA
Postal Code:	M5C 2Y7
Entity Type:	CORPORATION: CANADA

PROPERTY NUMBERS Total: 9

Property Type	Number	Word Mark
Registration Number:	2314584	A
Registration Number:	2324007	A
Registration Number:	1862046	ALLIANCE
Registration Number:	1908870	ALLIANCE
Registration Number:	1872285	ALLIANCE
Registration Number:	1831153	ALLIANCE
Registration Number:	4336573	ALLIANCE ATLANTIS
Registration Number:	4378007	ALLIANCE ATLANTIS
Registration Number:	3494355	DRAGON BOOSTER

CORRESPONDENCE DATA

Fax Number: 2024347400

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: 2025853510

Email: snweller@mintz.com

Correspondent Name: Susan Neuberger Weller

Address Line 1: 701 Pennsylvania Avenue, N.W.

Address Line 2: Suite 900

Address Line 4: Washington, D.C. 20004

TRADEMARK

ATTORNEY DOCKET NUMBER:	20825-146
DOMESTIC REPRESENTATIVE	
Name:	Susan Neuberger Weller
Address Line 1:	701 Pennsylvania Avenue, N.W.
Address Line 2:	Suite 900
Address Line 4:	Washington, D.C. 20004
NAME OF SUBMITTER:	Susan Neuberger Weller
SIGNATURE:	/Susan Neuberger Weller/
DATE SIGNED:	09/29/2014
Total Attachments: 5 source=Merger - 6798535 Canada Inc. to 4437497 Canada Inc. #page1.tif source=Merger - 6798535 Canada Inc. to 4437497 Canada Inc. #page2.tif source=Merger - 6798535 Canada Inc. to 4437497 Canada Inc. #page3.tif source=Merger - 6798535 Canada Inc. to 4437497 Canada Inc. #page4.tif source=Merger - 6798535 Canada Inc. to 4437497 Canada Inc. #page5.tif	



Certificate of Amalgamation

Canada Business Corporations Act

Certificat de fusion

Loi canadienne sur les sociétés par actions

4437497 CANADA INC.

Corporate name / Dénomination sociale

873946-3

Corporation number / Numéro de société

I HEREBY CERTIFY that the above-named corporation resulted from an amalgamation, under section 185 of the *Canada Business Corporations Act*, of the corporations set out in the attached articles of amalgamation.

JE CERTIFIE que la société susmentionnée est issue d'une fusion, en vertu de l'article 185 de la *Loi canadienne sur les sociétés par actions*, des sociétés dont les dénominations apparaissent dans les statuts de fusion ci-joints.

Virginie Ethier

Director / Directeur

2014-04-01

Date of Amalgamation (YYYY-MM-DD)
Date de fusion (AAAA-MM-JJ)

**Canada Business Corporations Act (CBCA)
FORM 9
ARTICLES OF AMALGAMATION
(Section 185)**

1 - Corporate name of the amalgamated corporation
4437497 CANADA INC.

2 - The province or territory in Canada where the registered office is situated (do not indicate the full address)
Ontario

3 - The classes and any maximum number of shares that the corporation is authorized to issue
an unlimited number of Class A Voting Shares; and
an unlimited number of Class B Non-Voting Shares.
The rights, privileges, restrictions and conditions attaching to the Class A Voting Shares and the Class B Non-Voting Shares are as set out in Schedule A attached.

4 - Restrictions, if any, on share transfers
The shares of the Corporation shall be subject to the restriction on the transfer of securities set out under Other provisions.

5 - Minimum and maximum number of directors (for a fixed number of directors, please indicate the same number in both boxes)
Minimum number Maximum number

6 - Restrictions, if any, on the business the corporation may carry on
None

7 - Other provisions, if any
See Schedule B attached.

8 - The amalgamation has been approved pursuant to that section or subsection of the Act which is indicated as follows:

<input type="radio"/> 183 - Long form : approved by special resolution of shareholders	<input checked="" type="radio"/> 184(1) - Vertical short-form : approved by resolution of directors	<input type="radio"/> 184(2) - Horizontal short-form : approved by resolution of directors
--	---	--

9 - Declaration
I hereby certify that I am a director or an authorized officer of the following corporation:

Name of the amalgamating corporations	Corporation number	Signature
4437497 Canada Inc.	443749-7	
6798535 Canada Inc.	873945-5	

Note: Misrepresentation constitutes an offence and, on summary conviction, a person is liable to a fine not exceeding \$5,000 or to imprisonment for a term not exceeding six months or to both (subsection 250(1) of the CBCA).

SCHEDULE A

The rights, privileges, restrictions and conditions attaching to the Class A Voting Shares and the Class B Non-Voting Shares are as follows:

CLASS A VOTING SHARES

1. Dividends

Subject to the prior rights of the holders of any shares ranking senior to the Class A Voting Shares and Class B Non-Voting Shares with respect to priority in the payment of dividends, the holders of the Class A Voting Shares and the Class B Non-Voting Shares shall be entitled to receive dividends and the Corporation shall pay dividends thereon as and when declared by the directors of the Corporation out of the moneys properly applicable to the payment of dividends in such amount and in such form as the directors may from time to time determine. All dividends which the directors may declare or pay in any fiscal year of the Corporation shall be declared and paid in equal amounts per share on all Class A Voting Shares and Class B Non-Voting Shares at the time outstanding without preference or distinction.

2. Liquidation, Dissolution or Winding-up

In the event of the dissolution, liquidation or winding-up of the Corporation, whether voluntary or involuntary, or any other distribution of assets of the Corporation among its shareholders for the purpose of winding-up its affairs or otherwise and subject to the prior rights of any other shares ranking senior to the Class A Voting Shares and Class B Non-Voting Shares with respect to priority in the distribution of assets upon dissolution, liquidation, winding-up or distribution for the purpose of winding-up or otherwise, the holders of the Class A Voting Shares and the Class B Non-Voting Shares at the time outstanding shall be entitled to receive the remaining property and assets of the Corporation on an equal basis per share without preference or distinction.

3. Voting

The holders of the Class A Voting Shares shall be entitled to receive notice of and to attend all meetings of the shareholders of the Corporation and shall have one vote for each Class A Voting Share held at all meetings of the shareholders of the Corporation except meetings (if any) at which only holders of another specified class or series of shares of the Corporation are entitled to vote separately as a class or series.

CLASS B NON-VOTING SHARES

1. Dividends

Subject to the prior rights of the holders of any shares ranking senior to the Class A Voting Shares and Class B Non-Voting Shares with respect to priority in the payment of dividends, the holders of the Class A Voting Shares and the Class B Non-Voting Shares shall be entitled to receive dividends and the Corporation shall pay dividends thereon as and when declared by the directors of the Corporation out of the moneys properly applicable to the payment of dividends

in such amount and in such form as the directors may from time to time determine. All dividends which the directors may declare or pay in any fiscal year of the Corporation shall be declared and paid in equal amounts per share on all Class A Voting Shares and Class B Non-Voting Shares at the time outstanding without preference or distinction.

2. Liquidation, Dissolution or Winding-up

In the event of the dissolution, liquidation or winding-up of the Corporation, whether voluntary or involuntary, or any other distribution of assets of the Corporation among its shareholders for the purpose of winding-up its affairs or otherwise and subject to the prior rights of any other shares ranking senior to the Class A Voting Shares and Class B Non-Voting Shares with respect to priority in the distribution of assets upon dissolution, liquidation, winding-up or distribution for the purpose of winding-up or otherwise, the holders of the Class A Voting Shares and the Class B Non-Voting Shares at the time outstanding shall be entitled to receive the remaining property and assets of the Corporation on an equal basis per share without preference or distinction.

3. Non-Voting

The holders of the Class B Non-Voting Shares shall be entitled to receive notice of and to attend all meetings of the shareholders of the Corporation; however, except as otherwise required by law, the holders of the Class B Non-Voting Shares shall not be entitled to vote at meetings of the shareholders of the Corporation.

SCHEDULE B

Other Provisions

- (a) The right to transfer securities of the Corporation (other than debt securities that are not convertible into shares of the Corporation) shall be restricted in that no holder of such securities shall be entitled to transfer any security or securities without either:
 - (i) the express sanction of the holders of more than 50% of the Class A Voting Shares of the Corporation outstanding at the relevant time expressed by a resolution passed at a meeting of the shareholders or by an instrument or instruments in writing signed by the holders of more than 50% of such shares; or
 - (ii) the express sanction of the directors of the Corporation expressed by a resolution passed by the votes of a majority of the directors of the Corporation at a meeting of the board of directors or signed by all of the directors entitled to vote on that resolution at a meeting of directors.
- (b) The directors may appoint from time to time one or more additional directors within the limits provided in the *Canada Business Corporations Act*.
- (c) The directors may from time to time determine the number of directors of the Corporation.