

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
 Stylesheet Version v1.2

ETAS ID: TM321762

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER		
EFFECTIVE DATE:	12/31/2004		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Motivation Design, LLC		12/31/2004	LIMITED LIABILITY COMPANY: NEW YORK
RECEIVING PARTY DATA			
Name:	Motivation Design, LLC		
Street Address:	2D Fanaras Drive		
City:	Salisbury		
State/Country:	MASSACHUSETTS		
Postal Code:	01952		
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	2951553	TIRE TOTE	
CORRESPONDENCE DATA			
Fax Number:	9789277477		
<i>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.</i>			
Phone:	(978) 927-7377		
Email:	agg@ProtectInventions.com		
Correspondent Name:	ANTOINETTE G. GIUGLIANO, PC		
Address Line 1:	100 Cummings Center		
Address Line 2:	Suite 213C		
Address Line 4:	Beverly, MASSACHUSETTS 01915		
ATTORNEY DOCKET NUMBER:	0009.0006-000		
NAME OF SUBMITTER:	Antoinette G Giugliano		
SIGNATURE:	/Antoinette G Giugliano/		
DATE SIGNED:	10/31/2014		
Total Attachments: 3			
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source=merger#page2.tif			
source=merger#page3.tif			

OP \$40.00 2951553

CERTIFICATE OF MERGER
OF

MOTIVATION DESIGN, LLC

(Insert name of Domestic Entity)

AND

(Insert name of Foreign Limited Liability Company)

INTO

MOTIVATION DESIGN, LLC

(Insert name of Foreign Limited Liability Company)

Under Section 1003 of the Limited Liability Company Law

FIRST: The name (and if the name has been changed, the name under which it was formed) and jurisdiction of formation or organization of each limited liability company or other business entity that is to merge is: _____

MOTIVATION DESIGN, LLC, a New York limited liability company

MOTIVATION DESIGN, LLC, a Delaware limited liability company

SECOND: For each domestic limited liability company and domestic other business entity, the date when its initial articles of organization or formation document was filed with Department of State is: _____

July 9, 2003

THIRD: For each foreign limited liability company and foreign other business entity, the jurisdiction and date of filing of its original articles of organization or formation document and the date when its application for authority was filed with the Department of State is (if no such application has been filed, a statement to such effect and a statement that the foreign surviving limited liability company is not to do business in this state until it has filed an application for authority with the Department of State): _____

December 21, 2004. The foreign surviving limited liability company
will not do business in this state until it has filed an application for authority
with the Department of State

FOURTH: The agreement of merger has been approved and executed by each domestic limited liability company or other business entity that is to merge.

FIFTH: The name of the surviving foreign limited liability company is: _____

MOTIVATION DESIGN, LLC, a Delaware limited liability company

SIXTH: (optional) The future effective date of the merger, which does not exceed 30 days from the date of filing, is: _____

December , 2004

CERTIFICATE OF MERGER
OF

MOTIVATION DESIGN, LLC

(Insert name of Domestic Entity)

AND

(Insert name of Foreign Limited Liability Company)

INTO

MOTIVATION DESIGN, LLC

(Insert name of Foreign Limited Liability Company)

Under Section 1003 of the Limited Liability Company Law

Filed by: Gordon Spader
(Name)

65 Parker St., Suite 5A
(Mailing address)

Newburyport, MA 01950
(City, State and Zip code)

NOTE: This form was prepared by the New York State Department of State for filing a certificate of merger with a foreign limited liability company survivor. It does not contain all optional provisions under the law. You are not required to use this form. You may draft your own form or use forms available at legal supply stores. The Department of State recommends that legal documents be prepared under the guidance of an attorney. The certificate must be submitted with a \$60 filing fee made payable to the Department of State.

(For office use only.)

SEVENTH: The surviving foreign limited liability company may be served with process in this state in any action or special proceeding for the enforcement of any liability or obligation of any domestic limited liability company, domestic business corporation or domestic other business entity previously amenable to suit in this state that is to merge and for the enforcement that is provided in the Limited Liability Company Law of the right of members of any domestic limited liability company, shareholders of any domestic business corporation or owners of any domestic other business entity to receive payment for their interests against the surviving foreign limited liability company.

EIGHTH: Pursuant to Section 623 of the Business Corporation Law, Section 1005 of the Limited Liability Company Law or any applicable statute, the surviving foreign limited liability company will promptly pay to the shareholders of each domestic business corporation, members of each domestic limited liability company or owners of any constituent other business entity the amount, if any, to which they shall be entitled under the provisions of the Business Corporation Law, Limited Liability Company Law and any applicable statute relating to the right of shareholders, members and owners to receive payment for their interest.

NINTH: The Secretary of State is designated as agent of the foreign limited liability company upon whom process against it may be served. The address within or without this state to which the Secretary of State shall mail a copy of any process served upon him or her is: c/o National Registered Agents, Inc., 9 Lookerman Street, Suite 1B
Dover, Delaware 19901, County of Kent

TENTH: This merger is permitted by the jurisdiction of incorporation or organization for each foreign other business entity and foreign limited liability company and is in compliance therewith.

ELEVENTH: The agreement of merger is on file at the following place of business of the surviving foreign limited liability company: c/o Motivation Design, LLC
65 Parker Street, Suite 5A, Newburyport, Massachusetts 01950

TWELFTH: A copy of the agreement of merger will be furnished by the surviving foreign limited liability company on request and without cost to any member of any domestic limited liability company or to any person holding an interest in any other business entity that is to merge pursuant to such agreement.

Motivation Design, LLC

(Name of Domestic Entity)

X

(Signature)

Gordon Spater

(Type or print name)

Authorized Person

(Title or capacity of signer)

Motivation Design, LLC

(Name of Foreign Limited Liability Company)

X

(Signature)

Gordon Spater

(Type or print name)

Authorized Person

(Title or capacity of signer)