

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM354678

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT
<b>NATURE OF CONVEYANCE:</b>	MERGER AND CHANGE OF NAME
<b>EFFECTIVE DATE:</b>	09/01/2015

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
THE HAPPIEST BABY, INC.		09/01/2015	CORPORATION: DELAWARE

**NEWLY MERGED ENTITY DATA**

Name	Execution Date	Entity Type
THB INTERIM CORP	09/01/2015	CORPORATION: DELAWARE

**MERGED ENTITY'S NEW NAME (RECEIVING PARTY)**

<b>Name:</b>	HB INNOVATIONS INC
<b>Street Address:</b>	11357 Montana Ave
<b>City:</b>	Los Angeles
<b>State/Country:</b>	CALIFORNIA
<b>Postal Code:</b>	90049
<b>Entity Type:</b>	CORPORATION: DELAWARE

**PROPERTY NUMBERS Total: 23**

Property Type	Number	Word Mark
<b>Registration Number:</b>	3434465	THE HAPPIEST BABY ON THE BLOCK
<b>Serial Number:</b>	86239353	THE HAPPIEST BABY
<b>Registration Number:</b>	4418661	THE HAPPIEST BABY
<b>Serial Number:</b>	85875645	THE HAPPIEST BABY
<b>Registration Number:</b>	4501123	THE HAPPIEST BABY
<b>Serial Number:</b>	86306067	HAPPIEST BABY
<b>Serial Number:</b>	86561162	HAPPIEST BABY
<b>Registration Number:</b>	3851032	THE HAPPIEST BABY
<b>Registration Number:</b>	4566383	THE HAPPIEST BABY
<b>Registration Number:</b>	4432547	THE HAPPIEST BABY
<b>Serial Number:</b>	86644865	HAPPIEST BABY
<b>Registration Number:</b>	4501118	THE HAPPIEST TODDLER
<b>Serial Number:</b>	86016669	THE HAPPIEST TODDLER
<b>Registration Number:</b>	3318991	THE HAPPIEST TODDLER

OP \$590.00 3434465

Property Type	Number	Word Mark
Registration Number:	4537000	THE HAPPIEST TODDLER
Registration Number:	3329932	TODDLER-ESE
Registration Number:	3318990	THE 5 S'S
Registration Number:	3811487	FINALLY...KIDS DO COME WITH INSTRUCTIONS
Registration Number:	3619787	MAGIC...A MIRACLE...NO IT'S A REFLEX!
Registration Number:	3502246	MAGIC...A MIRACLE...NO IT'S A REFLEX!
Registration Number:	3313059	THE FAST FOOD RULE
Serial Number:	85868227	SUPER-SOOTHING WHITE NOISE
Registration Number:	3794300	SUPER SOOTHING SLEEP SOUNDS

**CORRESPONDENCE DATA**

**Fax Number:** 8186988245

*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:** 8186988455 ext. 2

**Email:** shannon@labizlaw.com

**Correspondent Name:** Shannon L. Van Dorn, Esq.

**Address Line 1:** 3500 W. Olive Avenue

**Address Line 2:** #300

**Address Line 4:** Burbank, CALIFORNIA 91505

<b>NAME OF SUBMITTER:</b>	Shannon L. Van Dorn, Esq.
<b>SIGNATURE:</b>	/Shannon L. Van Dorn, Esq./
<b>DATE SIGNED:</b>	09/10/2015

**Total Attachments: 8**

- source=Certificate - THB Name Change to THB Interim#page1.tif
- source=Certificate - THB Name Change to THB Interim#page2.tif
- source=Certificate - THB Name Change to THB Interim#page3.tif
- source=Certificate - THB Name Change to THB Interim#page4.tif
- source=Certificate - THB Interim Merger with HB Innovations#page1.tif
- source=Certificate - THB Interim Merger with HB Innovations#page2.tif
- source=Certificate - THB Interim Merger with HB Innovations#page3.tif
- source=Certificate - THB Interim Merger with HB Innovations#page4.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 AMENDMENT OF "THE HAPPIEST BABY, INC.", CHANGING ITS NAME FROM "THE HAPPIEST BABY, INC." TO "THE INTERIM CORP", FILED IN THIS OFFICE ON THE FIRST DAY OF SEPTEMBER, A.D. 2015, AT 2:53 O'CLOCK P.M.

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

3409131 8100

151243420

You may verify this certificate online  
at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)



  
Jeffrey W. Bullock, Secretary of State  
AUTHENTICATION: 2694774

DATE: 09-01-15

TRADEMARK  
REEL: 005620 FRAME: 0637

**CERTIFICATE OF AMENDMENT  
TO CERTIFICATE OF INCORPORATION OF  
THE HAPPIEST BABY, INC.**

The Happiest Baby, Inc., a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware, does hereby certify:

FIRST: The name of the corporation is The Happiest Baby, Inc., (the "Corporation").

SECOND: The Board of Directors of the Corporation, acting in accordance with the provisions of Sections 141 and 242 of the General Corporation Law of the State of Delaware, adopted resolutions to amend the Certificate of Incorporation of the Corporation as set forth below.

Article First is hereby amended in its entirety to read as follows:

"The name of this corporation is THB Interim Corp (the "Corporation")."

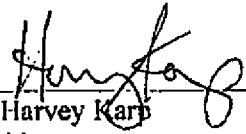
THIRD: The foregoing amendment of the Corporation's Certificate of Incorporation has been duly adopted by the Corporation's stockholders in accordance with the provisions of Section 228 and 242 of the General Corporation Law of the State of Delaware.

FOURTH: This amendment to the Corporation's Certificate of Incorporation shall be effective on and as of the date of filing of this Certificate of Amendment with the Secretary of State of the State of Delaware.

*[Signature Page Follows]*

IN WITNESS WHEREOF, The Happiest Baby, Inc. has caused this Certificate of Amendment to be signed by the undersigned, thereunto duly appointed, this 1st day of September, 2015.

THE HAPPIEST BABY, INC.

By:  \_\_\_\_\_  
Dr. Harvey Karp  
President

[Signature Page to Certificate of Amendment to Certificate of Incorporation of The Happiest Baby, Inc.]

TRADEMARK  
REEL: 005620 FRAME: 0639

# Delaware

PAGE 1

*The First State*

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "THB INTERIM CORP" IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE FIRST DAY OF SEPTEMBER, A.D. 2015.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

3409131 8300

151243420



  
Jeffrey W. Bullock, Secretary of State  
AUTHENTICATION: 2694782

DATE: 09-01-15

You may verify this certificate online  
at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)

TRADEMARK  
REEL: 005620 FRAME: 0640

# 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:


"THB INTERIM CORP", A DELAWARE CORPORATION,  
WITH AND INTO "HB INNOVATIONS INC." UNDER THE NAME OF "HB INNOVATIONS 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 SEPTEMBER, A.D. 2015, AT 5:49 O'CLOCK P.M.

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

5808557 8100M

151251646



  
Jeffrey W. Bullock, Secretary of State  
AUTHENTICATION: 2699523

DATE: 09-02-15

You may verify this certificate online  
at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)

TRADEMARK  
REEL: 005620 FRAME: 0641

**CERTIFICATE OF MERGER  
FOR THE MERGER OF THB INTERIM CORP  
WITH AND INTO  
HB INNOVATIONS INC.**

Pursuant to Section 251(c) of the  
General Corporation Law of the State of Delaware

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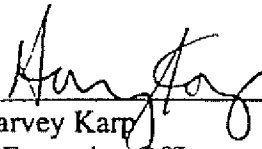
HB Innovations Inc., a Delaware corporation (the "**Company**"), does hereby certify to the following facts relating to the merger (the "**Merger**") of THB Interim Corp, a Delaware corporation (the "**Target**"), with and into the Company, with the Company continuing as the surviving corporation of the Merger (the "**Surviving Corporation**"):

- FIRST: The Company and the Target are the constituent corporations in the Merger, and each is a corporation incorporated pursuant to the laws of the State of Delaware.
- SECOND: An Agreement and Plan of Reorganization (the "**Merger Agreement**"), has been approved, adopted, certified, executed and acknowledged by the Company and by the Target in accordance with the provisions of Section 228 and subsection (c) of Section 251 of the Delaware General Corporation Law.
- THIRD: The surviving corporation of the Merger shall be the HB Innovations Inc.
- FOURTH: The Certificate of Incorporation of the Company, as now in force and effect, shall continue to be the Certificate of Incorporation of the Surviving Corporation until amended or changed pursuant to the provisions of the General Corporation Law of the State of Delaware.
- FIFTH: The executed Merger Agreement is on file at the principal place of business of the Surviving Corporation, at 11357 Montana Ave., Los Angeles, CA 90049.
- SIXTH: A copy of the executed Merger Agreement will be furnished by the Surviving Corporation, on request and without cost, to any stockholder of any constituent corporation of the Merger.
- SEVENTH: The Merger shall become effective upon filing of this Certificate of Merger with the Delaware Secretary of State.



IN WITNESS WHEREOF, HB Innovations Inc. has caused this Certificate of Merger to be executed by its duly authorized officer as of September 2, 2015.

**HB INNOVATIONS INC.**

By:   
Dr. Harvey Karp  
Chief Executive Officer

# Delaware

PAGE 1

*The First State*

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "HB INNOVATIONS INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE SECOND DAY OF SEPTEMBER, A.D. 2015.


AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.

5808557 8300

151252335

You may verify this certificate online  
at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)



  
Jeffrey W. Bullock, Secretary of State  
AUTHENTICATION: 2699929

DATE: 09-02-15

RECORDED: 09/10/2015

TRADEMARK  
REEL: 005620 FRAME: 0644