

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM357098

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER AND CHANGE OF NAME
EFFECTIVE DATE:	08/12/2015

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
SCT PERFORMANCE, LLC		08/12/2015	LIMITED LIABILITY COMPANY: NORTH CAROLINA

NEWLY MERGED ENTITY DATA

Name	Execution Date	Entity Type
BULLY DOG ACQUISITION, LLC	08/12/2015	LIMITED LIABILITY COMPANY: DELAWARE

MERGED ENTITY'S NEW NAME (RECEIVING PARTY)

Name:	DERIVE POWER, LLC
Street Address:	4150 Church St.
Internal Address:	Suite 1024
City:	Sanford
State/Country:	FLORIDA
Postal Code:	32771
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE

PROPERTY NUMBERS Total: 24

Property Type	Number	Word Mark
Registration Number:	4404215	CHAPERONE
Registration Number:	3686789	ECONOMIZER
Registration Number:	4039756	ITSX
Registration Number:	3664395	LESS FUEL! MORE POWER!
Registration Number:	3371568	LIVEWIRE
Registration Number:	3394060	LIVEWIRE
Registration Number:	4404264	LIVEWIRE TS
Registration Number:	3439748	MORE POWER! LESS FUEL!
Registration Number:	3467695	POWER FLASH
Registration Number:	3497658	SCT
Registration Number:	3664394	SCT ECONOMIZER

CH \$615.00 4404215

Property Type	Number	Word Mark
Registration Number:	3901416	SCTFLASH
Registration Number:	3467694	SF3
Registration Number:	3981323	THE TUNING BRAND YOU CAN TRUST
Registration Number:	3706656	TOUCH SCREEN XTREME
Registration Number:	3632383	X3
Registration Number:	3513437	X3 POWER FLASH
Registration Number:	4590211	X4
Registration Number:	4590212	X4 POWER FLASH
Serial Number:	85624739	SCT CHAPERONE
Serial Number:	86385341	TUNE VAULT
Serial Number:	86443810	DERIVE ADVANTAGE
Serial Number:	86443854	DERIVE POWER
Registration Number:	3497659	SCT

CORRESPONDENCE DATA

Fax Number: 3126095005
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: 312-609-7814
Email: amichalec@vedderprice.com
Correspondent Name: Anita Michalec
Address Line 1: 222 N. LaSalle St.
Address Line 4: Chicago, ILLINOIS 60601

ATTORNEY DOCKET NUMBER:	40312000044
NAME OF SUBMITTER:	Anita Michalec
SIGNATURE:	/Anita Michalec/
DATE SIGNED:	10/01/2015

Total Attachments: 3
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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:

"SCT PERFORMANCE, LLC", A NORTH CAROLINA LIMITED LIABILITY COMPANY,


WITH AND INTO "BULLY DOG ACQUISITION, LLC" UNDER THE NAME OF "DERIVE POWER, LLC", A LIMITED LIABILITY COMPANY ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWELFTH DAY OF AUGUST, A.D. 2015, AT 11:30 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE TWELFTH DAY OF AUGUST, A.D. 2015, AT 5 O'CLOCK P.M.

5479645 8100M

151161661




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 2637608

DATE: 08-12-15

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

TRADEMARK
REEL: 005635 FRAME: 0662

STATE OF DELAWARE
CERTIFICATE OF MERGER
OF
FOREIGN LIMITED LIABILITY COMPANY
INTO
DOMESTIC LIMITED LIABILITY COMPANY

BULLY DOG ACQUISITION, LLC
AND
SCT PERFORMANCE, LLC

Pursuant to Title 6, Section 18-209 of the Delaware Limited Liability Company Act, the undersigned limited liability companies executed the following Certificate of Merger:

FIRST: The name of the surviving Delaware limited liability company is Bully Dog Acquisition, LLC (the "Bully Dog"), and the name of the North Carolina limited liability company being merged into this surviving limited liability company is SCT Performance, LLC (the "Terminating Company").

SECOND: An agreement and plan of merger (the "Agreement of Merger") has been approved, adopted, certified, executed and acknowledged by each of Bully Dog and Terminating Company.

THIRD: Immediately prior to the merger, the name of the surviving entity is "Bully Dog Acquisition, LLC", and as of the effective time of the merger the name of the surviving entity is "Derive Power, LLC" (the "Surviving Company").

FOURTH: The Certificate of Formation of the Surviving Company shall be its Certificate of Formation.

FIFTH: The merger is to become effective at 5:00 p.m. on August 12, 2015.

SIXTH: The Agreement of Merger is on file at 4150 Church St., Suite 1024, Sanford, FL, 32771 the place of business of the Surviving Company.

SEVENTH: A copy of the Agreement of Merger will be furnished by the Surviving Company on request, without cost, to any member of the Terminating Company.

IN WITNESS WHEREOF, the Survivor has caused this Certificate of Merger to be signed by an authorized officer this 12 day of August, 2015.

BULLY DOG ACQUISITION, LLC

By: Amy Bagwell
Name: Amy Bagwell
Title: CFO + Secretary