

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM358917

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	04/01/2015

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
CALIFORNIA FRAGRANCE COMPANY		03/31/2015	CORPORATION: CALIFORNIA

RECEIVING PARTY DATA

Name:	CF ACQUISITION, INC.
Street Address:	171 EAST SECOND STREET
City:	HUNTINGTON STATION
State/Country:	NEW YORK
Postal Code:	11746
Entity Type:	CORPORATION: NEW YORK

PROPERTY NUMBERS Total: 1

Property Type	Number	Word Mark
Registration Number:	2072727	BE CALM

CORRESPONDENCE DATA

Fax Number: 3125548015

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) 554-8000

Email: kep@pattishall.com

Correspondent Name: Belinda J. Scrimenti

Address Line 1: 200 South Wacker Drive, Suite 2900

Address Line 4: Chicago, ILLINOIS 60606-5896

ATTORNEY DOCKET NUMBER:	1019-000-00056 (BE CALM)
NAME OF SUBMITTER:	Belinda J. Scrimenti
SIGNATURE:	/Belinda J. Scrimenti/
DATE SIGNED:	10/16/2015

Total Attachments: 5

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STATE OF NEW YORK
DEPARTMENT OF STATE

I hereby certify that the annexed copy has been compared with the original document in the custody of the Secretary of State and that the same is a true copy of said original.



WITNESS my hand and official seal of the Department of State, at the City of Albany, on April 2, 2015.

Anthony Giardina

Anthony Giardina
Executive Deputy Secretary of State

CSC 45
DRAW DOWN

150401000

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CERTIFICATE OF MERGER

OF

CALIFORNIA FRAGRANCE COMPANY

And

CF ACQUISITION, INC.

INTO

CF ACQUISITION, INC.

Under Section 904 of the Business Corporation Law

It is hereby certified, upon behalf of each of each of the constituent corporations herein named, as follows:

FIRST: The Board of Directors of each of the constituent corporations has duly adopted a plan of merger setting forth the terms and conditions of the merger of said corporations.

SECOND: The name of the domestic constituent corporation, which is to be the surviving corporation, and which is hereinafter sometimes referred to as the "surviving constituent corporation", is CF Acquisition, Inc. The date upon which its certificate of incorporation was filed by the Department of State is March 6, 2015.

THIRD: The name of the foreign constituent corporation, which is being merged into the surviving constituent corporation, and which is hereinafter sometimes referred to as the "merged constituent corporation", is California Fragrance Company. The jurisdiction of its incorporation is California; and the date of its incorporation therein is January 10, 1989. The Application for Authority in the State of New York of the merged constituent corporation to transact business as a foreign corporation therein was filed by the Department of State of the State

of New York on May 21, 1999. The merged constituent corporation did not adopt a fictitious name pursuant to Section 1301 of the Business Corporation Law.

FOURTH: As to each constituent corporation, the plan of merger sets forth the designation and number of outstanding shares of each class and series, the specification of the classes and series entitled to vote on the plan of merger, and the specification of each class and series entitled to vote as a class on the plan of merger, as follows:

CF ACQUISITION, INC.

80 shares of common stock, no par value, are outstanding and all such shares are entitled to vote. There is no other class of shares authorized by the surviving constituent corporation.

CALIFORNIA FRAGRANCE COMPANY

100,000 shares of common stock, no par value, are outstanding and all such shares are entitled to vote. There is no other class of shares authorized by the surviving constituent corporation.


FIFTH: The merger herein certified was authorized in respect of the surviving constituent corporation by the written consent of holders of outstanding shares of the corporation entitled to vote on the plan of merger, having not less than the minimum requisite proportion of votes, which has been given in accordance with section 615 of the Business Corporation Law of the State of New York. Written notice has been given as and to the extent required by the said section 615.

SIXTH: The merger herein certified was authorized in respect of the merged constituent corporation in accordance with the laws of its jurisdiction of incorporation and is in compliance with said laws.


SEVENTH: The effective date of the merger herein certified, insofar as the provisions of the Business Corporation Law of the State of New York govern such effective date, shall be the 1st day of April 2015.

Signed on March 31, 2015

CF ACQUISITION, INC.

By: 
Elizabeth Flaherty, Secretary

CALIFORNIA FRAGRANCE COMPANY

By: 
Elizabeth Flaherty, Secretary

CSC 45
DRAW DOWN

538

CERTIFICATE OF MERGER

OF

CALIFORNIA FRAGRANCE COMPANY

And

CF ACQUISITION, INC.

INTO

CF ACQUISITION, INC.

Under Section 904 of the Business Corporation Law

RECEIVED
2015 APR -1 AM 11:04

Filed by: Walker Flanary
41 Natcon Drive
Shirley, New York 11967

Paul R. Stolovskij

cc

RECEIVED
2015 MAR 31 PM 12:05

Paul R.

STATE OF NEW YORK
DEPARTMENT OF STATE
FILED APR 01 2015

TAXS: _____
BY: *Paul*

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