

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM373084

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER		
EFFECTIVE DATE:	12/31/2015		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Five Star Painting, Inc.		12/18/2015	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	Five Star Painting Inc.		
Street Address:	1010 N. University Parks Drive		
City:	Waco		
State/Country:	TEXAS		
Postal Code:	76707		
Entity Type:	CORPORATION: NEVADA		
PROPERTY NUMBERS Total: 3			
Property Type	Number	Word Mark	
Serial Number:	86560700	FIVE STAR PAINTING	
Serial Number:	77089678	FIVE STAR PAINTING	
Serial Number:	86562182	FIVE STAR PAINTING	
CORRESPONDENCE DATA			
Fax Number:	4045414607		
<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:	4048156500		
Email:	vnorthcutt@kilpatricktownsend.com		
Correspondent Name:	William H. Brewster		
Address Line 1:	1100 Peachtree St., Suite 2800		
Address Line 2:	Kilpatrick Townsend & Stockton LLP		
Address Line 4:	Atlanta, GEORGIA 30309		
ATTORNEY DOCKET NUMBER:	0935723		
NAME OF SUBMITTER:	Valetta Northcutt, Paralegal		
SIGNATURE:	/val northcutt/		
DATE SIGNED:	02/12/2016		
Total Attachments: 5			

OP \$90.00 86560700

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Delaware

The First State

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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:

"FIVE STAR PAINTING, INC.", A DELAWARE CORPORATION, WITH AND INTO "FIVE STAR PAINTING INC." UNDER THE NAME OF "FIVE STAR PAINTING INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF NEVADA, AS RECEIVED AND FILED IN THIS OFFICE ON THE TWENTY-THIRD DAY OF DECEMBER, A.D. 2015, AT 4:26 O`CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE THIRTY-FIRST DAY OF DECEMBER, A.D. 2015 AT 11:59 O`CLOCK P.M.

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




Jeffrey W. Bullock, Secretary of State

5916654 8100M
SR# 20151521469

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

Authentication: 10696237
Date: 12-29-15

TRADEMARK
REEL: 005731 FRAME: 0035

**MERGING
FIVE STAR PAINTING, INC.,
a Delaware corporation**

**INTO
FIVE STAR PAINTING INC,
a Nevada corporation**

(Pursuant to Section 253 of the Delaware General Corporation Law)

Five Star Painting, Inc., a corporation duly organized and existing under the laws of the State of Delaware (the “**Company**”), does hereby certify to the following facts relating to the merger (the “**Merger**”) of the Company with and into Five Star Painting Inc, a corporation duly organized and existing under the laws of the State of Nevada (the “**Subsidiary**,” and collectively with the Company, the “**Constituent Entities**”), with the Subsidiary remaining as the surviving corporation (the “**Surviving Entity**”):

FIRST: That it was organized pursuant to the provisions of the Delaware General Corporation Law, as amended (the “**DGCL**”) on the 1st day of December, 2014.

SECOND: That it owns 100% of the outstanding shares of the capital stock of the Subsidiary, a corporation organized pursuant to the provisions of the Nevada Revised Statutes, as amended, on the 18th day of May, 2007.

THIRD: The Board of Directors of the Company, by the following resolutions duly adopted on December 18, 2015, determined to merge the Company with and into the Subsidiary pursuant to Section 253 of the DGCL:

WHEREAS, the Company owns all of the outstanding shares of capital stock of Five Star Painting Inc., a Nevada corporation (the “**Subsidiary**”); and

WHEREAS, the Board of Directors (the “**Board**”) of the Company has deemed it advisable and in the best interests of the Company and its sole stockholder (the “**Stockholder**”), that the Company be merged with and into the Subsidiary pursuant to Section 253 of the DGCL by entering into the Agreement and Plan of Merger, substantially in the form attached hereto as *Exhibit A* (the “**Merger Agreement**”), pursuant to which each outstanding share of common stock of the Subsidiary held by the Company will be cancelled and each outstanding share of common stock of the Company held by the Stockholder will be exchanged for one share of common stock of the Subsidiary (the “**Merger**”), with the Subsidiary as the surviving corporation of the Merger.

NOW, THEREFORE, BE IT RESOLVED, that the Merger, and the form, terms, and provisions of the Merger Agreement, be, and they hereby are, ratified, approved and adopted in all respects;

FURTHER RESOLVED, that the Board recommends that the Stockholder approve the Merger;

FURTHER RESOLVED, that, subject to approval of the Merger by the Stockholder, the officers of the Company are authorized in the name and on behalf of the Company to execute and deliver the Merger Agreement, with such changes thereto from the form approved hereby as such officer executing the same may deem necessary or advisable, the execution and filing or delivery thereof to conclusively evidence approval by such officer;

FURTHER RESOLVED, that by virtue of the Merger, and without any action on the part of the holder thereof, each then outstanding share of capital stock of the Company shall be cancelled and no consideration shall be issued in respect thereof;

FURTHER RESOLVED, that, at any time prior to the time at which the Merger becomes effective in accordance with the DGCL, the Merger may be terminated by the Board;

FURTHER RESOLVED, that any and all prior lawful actions taken by the officers of the Company in connection with the matters or transactions authorized by the foregoing resolutions are hereby confirmed, ratified, adopted and approved;

FURTHER RESOLVED, that each officer of the Company is hereby authorized and directed to execute and deliver any and all other documents, certificates, instruments, and agreements required or contemplated in connection with the Merger and any and all other documents, certificates, instruments and agreements deemed necessary or appropriate in connection therewith, and to take all actions deemed necessary or appropriate to cause the Company's obligations thereunder to be performed; and

FURTHER RESOLVED, that the officers of the Company be, and each hereby is, authorized and directed to make, execute and acknowledge, for and on behalf of the Company, a Certificate of Ownership and Merger for the purpose of effecting the Merger and to file the same in the office of the Secretary of State of the State of Delaware, and to do all other acts and things that may be necessary to carry out and effectuate the purpose and intent of the resolutions relating to the Merger.

FOURTH: The sole stockholder of the Company approved the Merger and the Merger Agreement by resolutions duly adopted on December 18, 2015 pursuant to Section 228 of the DGCL.

FIFTH: The Articles of Incorporation of the Surviving Entity, as in effect immediately prior to the Merger, will be the Articles of Incorporation of the Surviving Entity.

SIXTH: An executed copy of the Merger Agreement is on file at the principal place of business of the Surviving Entity, at 1010 N. University Parks Drive, Waco, TX 76707, and will be furnished by the Surviving Entity, on request and without cost, to any stockholder of the Constituent Entities.

SEVENTH: The Surviving Entity agrees to assume all of the obligations of the Company.

EIGHTH: The Surviving Entity agrees that it may be served with process in the State of Delaware in any action, suit or proceeding for the enforcement of any obligation of any domestic company irrevocably appointing the Secretary of State as its agent for service of process in any such action, suit or proceeding and the address to which a copy of such process shall be mailed to by the Secretary of State is 1010 N. University Parks Drive, Waco, TX 76707.

NINTH: This Certificate of Ownership and Merger, and the Merger, shall be effective as of 11:59 p.m. on December 31, 2015.

[The remainder of this page is intentionally left blank.]

IN WITNESS WHEREOF, the undersigned, for purposes of effectuating the Merger of the Constituent Entities, have caused this Certificate of Ownership and Merger to be duly executed.

Dated: December 18, 2015

FIVE STAR PAINTING, INC.,
a Delaware corporation

By: Mary Kay Liston
Mary Kay Liston, President

FIVE STAR PAINTING INC,
a Nevada corporation

By: Mary Kay Liston
Mary Kay Liston, President

[SIGNATURE PAGE TO CERTIFICATE OF OWNERSHIP AND MERGER]