

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM380744

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Certificate of Merger		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Shemin Nurseries, Inc.		02/08/2016	Corporation: DELAWARE
RECEIVING PARTY DATA			
Name:	SiteOne Landscape Supply, LLC		
Street Address:	300 Colonial Center Parkway, Suite 600		
City:	Roswell		
State/Country:	GEORGIA		
Postal Code:	30076		
Entity Type:	Limited Liability Company: DELAWARE		
PROPERTY NUMBERS Total: 5			
Property Type	Number	Word Mark	
Registration Number:	1306272		
Registration Number:	1260303		
Registration Number:	3037958		
Registration Number:	4225748	CHOICETURF	
Registration Number:	4553415	CHOICEMELT	
CORRESPONDENCE DATA			
Fax Number:	2129096836		
<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:	212-909-6000		
Email:	trademarks@debevoise.com		
Correspondent Name:	Anna N. Smith, Esq.		
Address Line 1:	919 Third Avenue		
Address Line 2:	Debevoise & Plimpton LLP		
Address Line 4:	New York, NEW YORK 10022		
ATTORNEY DOCKET NUMBER:	24667-1200		
NAME OF SUBMITTER:	Anna N. Smith		
SIGNATURE:	/Anna Smith/		
DATE SIGNED:	04/15/2016		

CH \$140.00 1306272

Total Attachments: 4

source=Certificate of Merger_Shemin#page1.tif

source=Certificate of Merger_Shemin#page2.tif

source=Certificate of Merger_Shemin#page3.tif

source=Certificate of Merger_Shemin#page4.tif

Delaware

The First State

Page 1

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:

"CLP SN HOLDINGS, INC.", A DELAWARE CORPORATION,

"SHEMIN NURSERIES HOLDING CORP.", A DELAWARE CORPORATION,

"SHEMIN NURSERIES, INC.", A DELAWARE CORPORATION,

WITH AND INTO "SITEONE LANDSCAPE SUPPLY, LLC" UNDER THE NAME OF "SITEONE LANDSCAPE SUPPLY, LLC", A LIMITED LIABILITY COMPANY ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE ON THE EIGHTH DAY OF FEBRUARY, A.D. 2016, AT 5:04 O`CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE EIGHTH DAY OF FEBRUARY, A.D. 2016 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

3389631 8100M
SR# 20160666370

Authentication: 201807470
Date: 02-10-16

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

TRADEMARK
REEL: 005771 FRAME: 0863

CERTIFICATE OF MERGER

of

SHEMIN NURSERIES, INC.

(a Delaware corporation),

SHEMIN NURSERIES HOLDING CORP.

(a Delaware corporation),

and

CLP SN HOLDINGS, INC.

(a Delaware corporation)

with and into

SITEONE LANDSCAPE SUPPLY, LLC

(a Delaware limited liability company)

Pursuant to Title 8, Section 264(c) of the Delaware General Corporation Law ("DGCL") and Title 6, Section 18-209 of the Delaware Limited Liability Company Act (the "Act"), the undersigned executes the following Certificate of Merger:

FIRST: The name and jurisdiction of formation and type of entity of the domestic limited liability company and each of the domestic corporations which are to merge are as follows:

- (a) Shemin Nurseries, Inc., a Delaware corporation;
- (b) Shemin Nurseries Holding Corp., a Delaware corporation;
- (c) CLP SN Holdings, Inc., a Delaware corporation; and
- (d) SiteOne Landscape Supply, LLC, a Delaware limited liability company.

SECOND: The name of the surviving entity in the merger is SiteOne Landscape Supply, LLC.

THIRD: An Agreement and Plan of Merger has been approved, adopted, certified, executed and acknowledged by each of the entities which is to merge in accordance with the DGCL and the Act.

FOURTH: This Certificate of Merger and the merger contemplated herein shall become effective at 11:59 p.m., Eastern Time, on February 8, 2016.


FIFTH: The executed Agreement and Plan of Merger is on file at 300 Colonial Center Parkway, Suite 600, Roswell, GA 30076, the principal place of business of the surviving limited liability company.

SIXTH: A copy of the Agreement and Plan of Merger will be furnished by the surviving limited liability company on request, without cost, to any member of the domestic limited liability company, any stockholder of any constituent corporation or any person holding an interest in any entity which is to merge.

(REMAINDER OF PAGE LEFT BLANK, SIGNATURE PAGE TO FOLLOW)

IN WITNESS WHEREOF, the surviving limited liability company has caused this Certificate of Merger to be executed this 8th day of February, 2016.

SITEONE LANDSCAPE SUPPLY, LLC

By: 
Name: Briley Brisondine
Title: Executive Vice President, General Counsel & Secretary