

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM382728

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	MERGER		
<b>EFFECTIVE DATE:</b>	04/30/2016		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Hawthorne Direct Inc.		04/29/2016	Corporation: IOWA
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Hawthorne Direct, LLC		
<b>Street Address:</b>	300 N. 16th Street		
<b>City:</b>	Fairfield		
<b>State/Country:</b>	IOWA		
<b>Postal Code:</b>	52556		
<b>Entity Type:</b>	Limited Liability Company: IOWA		
<b>PROPERTY NUMBERS Total: 6</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Serial Number:</b>	86890986	WHERE MEMORABLE MEETS MEASURABLE	
<b>Serial Number:</b>	86890445	HAWTHORNE	
<b>Registration Number:</b>	4595786	THE ART OF BRAND THE SCIENCE OF RESPONSE	
<b>Registration Number:</b>	4480936	PURESTAT	
<b>Registration Number:</b>	3466511	HAWTHORNE DIRECT	
<b>Registration Number:</b>	2311993	HAWTHORNE DIRECT	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	6023826070		
<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>			
<b>Phone:</b>	(602) 382-6389		
<b>Email:</b>	snance@swlaw.com		
<b>Correspondent Name:</b>	J. Damon Ashcraft - Snell & Wilmer LLP		
<b>Address Line 1:</b>	One Arizona Center		
<b>Address Line 2:</b>	400 East Van Buren Street		
<b>Address Line 4:</b>	Phoenix, ARIZONA 85004-2202		
<b>ATTORNEY DOCKET NUMBER:</b>	62565.00002		
<b>NAME OF SUBMITTER:</b>	J. Damon Ashcraft		
<b>SIGNATURE:</b>	/jda51024/		

CH \$165.00 86890986

<b>DATE SIGNED:</b>	05/02/2016
<b>Total Attachments: 4</b> source=Articles of Merger#page1.tif source=Articles of Merger#page2.tif source=Articles of Merger#page3.tif source=Articles of Merger#page4.tif	

**IOWA**

No: W01044647  
Date: 04/29/2016

**SECRETARY OF STATE**

489DLC-515070  
HAWTHORNE DIRECT, LLC

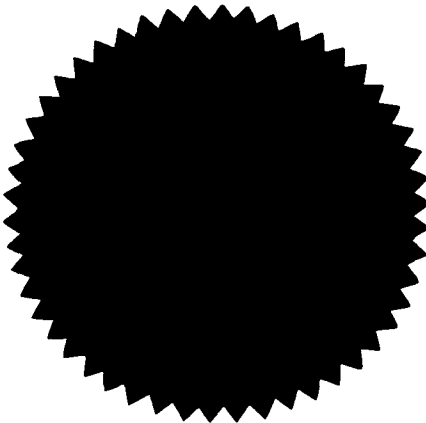
**ACKNOWLEDGEMENT OF DOCUMENT FILED**

The Secretary of State acknowledges receipt of the following document:

Articles of Merger

The document was filed on Apr 29 2016 2:30PM, to be effective as of Apr 30 2016 11:59PM.

The amount of \$50.00 was received in full payment of the filing fee.



PAUL D. PATE SECRETARY OF STATE



515070-S  
111481-NS

**ARTICLES OF MERGER  
OF  
HAWTHORNE DIRECT INC.  
AND  
HDI ACQUISITIONS, LLC**

Pursuant to Section 490.1106 of the Iowa Business Corporation Act, as amended, and Section 489.1004 of the Revised Uniform Limited Liability Company Act of Iowa, the undersigned adopt these Articles of Merger and certify as follows:

1. Name and Jurisdiction. The merging entities are Hawthorne Direct Inc., a corporation organized and existing under the laws of the State of Iowa, and HDI Acquisitions, LLC, a limited liability company organized and existing under the laws of the State of Iowa.

2. Surviving Entity. Pursuant to the merger, Hawthorne Direct Inc. will be merged with and into HDI Acquisitions, LLC, with HDI Acquisitions, LLC surviving the merger as an Iowa limited liability company (the "Surviving Entity").

3. Name Change. The name of the Surviving Entity shall be changed to "Hawthorne Direct, LLC".

4. Certificate of Organization. The Certificate of Organization of HDI Acquisitions, LLC shall be amended and restated to read as set forth on Exhibit A attached hereto, and, as so amended and restated, shall be the Certificate of Organization of the Surviving Entity.

5. Effective Date and Time. Pursuant to the Revised Uniform Limited Liability Company Act of Iowa, the merger shall be effective at 11:59 p.m. Central Time on the later of April 30, 2016, or the effective date of the filing of these Articles of Merger with the Iowa Secretary of State.

6. Requisite Vote. The plan of merger was duly approved by the shareholders of Hawthorne Direct Inc. in the manner required by the Iowa Business Corporation Act and the Articles of Incorporation of Hawthorne Direct Inc. The merger was duly approved by all action required by the Iowa Business Corporation Act. The plan of merger, the performance of its terms and the merger were duly authorized and approved by all action required by the Revised Uniform Limited Liability Company Act of Iowa and the Certificate of Organization of HDI Acquisitions, LLC.

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SIGNATURE PAGE FOLLOWS

01/16/21 ZENAVI 00.00 DIANEZ 4/29/16  
MERG 785197

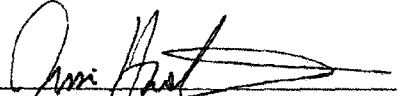
SECRETARY OF STATE  
IOWA  
APR 29 PM 2:30


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IN WITNESS WHEREOF, these Articles of Merger have been executed on this 29th day of April, 2016.

Hawthorne Direct Inc.

HDI Acquisitions, LLC

By:   
Jessica Hawthorne-Castro,  
Chief Executive Officer

By:   
Jessica Hawthorne-Castro,  
Manager

**EXHIBIT A**

**AMENDED AND RESTATED  
CERTIFICATE OF ORGANIZATION  
OF  
HDI ACQUISITIONS, LLC**

**COMPANY NAME & ADDRESS**

The name of the limited liability company is Hawthorne Direct, LLC (the “Company”). The street and mailing address of the Company’s principal office is 300 N. 16<sup>th</sup> St., Fairfield, IA 52556. The original Certificate of Organization of the Company was filed with the Iowa Secretary of State on January 21, 2016.

**REGISTERED OFFICE AND AGENT**

The street and mailing address of the Company's initial registered office is 505 5<sup>th</sup> Avenue, Suite 729, Des Moines, IA 50309, and the name of its initial registered agent at such address is Corporation Service Company.

FILED  
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SECRETARY OF STATE  
4.29-16  
2:30PM  
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