

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM421069

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER		
EFFECTIVE DATE:	12/29/2015		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Barstool Sports, Inc.		12/29/2015	Corporation: MASSACHUSETTS
RECEIVING PARTY DATA			
Name:	Barstool Sports, Inc.		
Street Address:	15 W. 27th Street		
City:	New York		
State/Country:	NEW YORK		
Postal Code:	10001		
Entity Type:	Corporation: DELAWARE		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Registration Number:	4056227	VIVA LA STOOL	
Registration Number:	4056226	BARSTOOL SPORTS	
CORRESPONDENCE DATA			
Fax Number:	3105530687		
<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:	3105533610		
Email:	ipmail@greenbergglusker.com		
Correspondent Name:	Jesse Saivar		
Address Line 1:	1900 Avenue of the Stars		
Address Line 2:	Suite 2100		
Address Line 4:	Los Angeles, CALIFORNIA 90067		
NAME OF SUBMITTER:	Jesse Saivar		
SIGNATURE:	/jesse saivar/		
DATE SIGNED:	03/24/2017		
Total Attachments: 7			
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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:

"BARSTOOL SPORTS, INC.", A MASSACHUSETTS CORPORATION,
WITH AND INTO "BARSTOOL SPORTS, INC." UNDER THE NAME OF
"BARSTOOL SPORTS, INC.", A CORPORATION ORGANIZED AND EXISTING
UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED
IN THIS OFFICE ON THE TWENTY-NINTH DAY OF DECEMBER, A.D. 2015,
AT 8:46 O`CLOCK A.M.




Jeffrey W. Bullock, Secretary of State

5898282 8100M
SR# 20171778904

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

Authentication: 202198506
Date: 03-15-17

TRADEMARK
REEL: 006018 FRAME: 0506

CERTIFICATE OF MERGER
OF
BARSTOOL SPORTS, INC.
(a Massachusetts corporation)
INTO
BARSTOOL SPORTS, INC.
(a Delaware corporation)

Barstool Sports, Inc. a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware, does hereby certify:

FIRST: That the name and state of incorporation of each of the constituent corporations of the merger are as follows:

<u>Name</u>	<u>State of Incorporation</u>
Barstool Sports, Inc.	Massachusetts
Barstool Sports, Inc.	Delaware

SECOND: That an Agreement and Plan of Merger between the parties to the merger has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations in accordance with the requirements of Subsection (c) of Section 252 and Section 103 of the General Corporation Law of the State of Delaware.

THIRD: That the name of the surviving corporation of the merger is Barstool Sports, Inc., a Delaware corporation.

FOURTH: That the Certificate of Incorporation of Barstool Sports, Inc., a Delaware corporation, which will survive the merger, shall be the Certificate of Incorporation of the surviving corporation.

FIFTH: That the executed Agreement and Plan of Merger is on file at the principal place of business of the surviving corporation. The address of said principal place of business is 75 Adams Street, Suite B, Milton, MA 02186

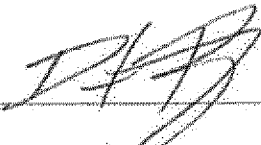
SIXTH: That a copy of the Agreement and Plan of Merger will be furnished by the surviving corporation upon request and without cost to any stockholder of any constituent corporation.

SEVENTH: That the total number of shares of all classes of capital stock which Barstool Sports, Inc., a Massachusetts corporation, had authority to issue was 275,000 shares of Common Stock, no par value per share.

EIGHTH: That this Certificate of Merger shall be effective upon filing.

IN WITNESS WHEREOF, Barstool Sports, Inc., a Delaware corporation, has caused this Certificate to be executed by its President this 29th day of December, 2015.

BARSTOOL SPORTS, INC.

By:  _____

David Pormoy

President

DF
PC

The Commonwealth of Massachusetts

William Francis Galvin
Secretary of the Commonwealth
One Ashburton Place, Boston, Massachusetts 02108-1512

Articles of Merger Involving Domestic Corporations, Foreign Corporations or Foreign Other Entities (General Laws Chapter 156D, Section 11.06; 950 CMR 113.37)

Exact name, jurisdiction and date of organization of each party to the merger:

(1) EXACT NAME	(2) JURISDICTION	DATE OF ORGANIZATION
Barstool Sports, Inc.	Massachusetts	2/19/2014
Barstool Sports, Inc.	Delaware	12/29/2015

(3) The foreign corporation or other entity is is not* authorized to conduct business in the Commonwealth.

(4) Exact name of the surviving entity: Barstool Sports, Inc.

(5) Jurisdiction under the laws of which the surviving entity will be organized: Delaware

(6) The merger shall be effective at the time and on the date approved by the Division, unless a later effective date not more than 90 days from the date and time of filing is specified: _____

(7-8) For each domestic corporation that is a party to the merger:**

(check appropriate box)

The plan of merger was duly approved by the shareholders, and where required, by each separate voting group as provided by G.L. Chapter 156D and the articles of organization.

OR

The plan of merger did not require the approval of the shareholders.

(9) Participation of each other domestic entity, foreign corporation, or foreign other entity was duly authorized by the law under which the other entity or foreign corporation is organized and by its organizational documents.

* Check appropriate box


** Provide this information for each domestic corporation separately

(10) Attach any amendment to articles of organization of the surviving entity, where the survivor is a domestic business corporation.

(11) Attach the articles of organization of the surviving entity, where the survivor is a NEW domestic business corporation, including all the supplemental information required by 950 CMR 113.16.

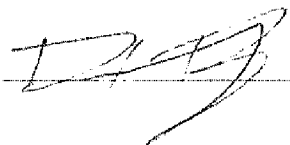
(12) State the executive office address of the surviving foreign other entity if such information is not on the public record in the foreign jurisdiction: 75 Adams Street, Suite B, Milton, MA 02186

(number, street, city or town, state, zip code)

Signed by:  _____
(signature of authorized individual)

- Chairman of the board of directors,
- President,
- Other officer,
- Court-appointed fiduciary,

on this 29th day of December - 2015

Signed by:  _____
(signature of authorized individual)

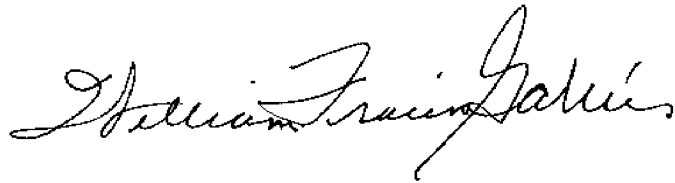
- Chairman of the board of directors,
- President,
- Other officer,
- Court-appointed fiduciary,

on this 29th day of December - 2015

THE COMMONWEALTH OF MASSACHUSETTS

I hereby certify that, upon examination of this document, duly submitted to me, it appears that the provisions of the General Laws relative to corporations have been complied with, and I hereby approve said articles; and the filing fee having been paid, said articles are deemed to have been filed with me on:

December 29, 2015 09:16 AM

A handwritten signature in black ink, reading "William Francis Galvin". The signature is written in a cursive style with a large, prominent initial "W".

WILLIAM FRANCIS GALVIN

Secretary of the Commonwealth