

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM428549

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT
<b>NATURE OF CONVEYANCE:</b>	MERGER AND CHANGE OF NAME
<b>EFFECTIVE DATE:</b>	01/01/2017

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
Bulova Corporation		12/22/2016	Corporation: NEW YORK

**NEWLY MERGED ENTITY DATA**

Name	Execution Date	Entity Type
Citizen Watch Company of America, Inc.	12/22/2016	Corporation: CALIFORNIA

**MERGED ENTITY'S NEW NAME (RECEIVING PARTY)**

<b>Name:</b>	Citizen Watch Company of America, Inc.
<b>Doing Business As:</b>	d/b/a Bulova
<b>Street Address:</b>	350 Fifth Avenue
<b>Internal Address:</b>	Empire State Building, 29th Floor
<b>City:</b>	New York
<b>State/Country:</b>	NEW YORK
<b>Postal Code:</b>	10118
<b>Entity Type:</b>	Corporation: CALIFORNIA

**PROPERTY NUMBERS Total: 2**

Property Type	Number	Word Mark
<b>Registration Number:</b>	4343425	BULOVA ACCUTRON CALIBRATOR
<b>Registration Number:</b>	4343426	EFAS

**CORRESPONDENCE DATA**

Fax Number: 6098961469

*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: (212) 878-1424

Email: IPDocket@foxrothschild.com

Correspondent Name: Perla M. Kuhn c/o Fox Rothschild LLP

Address Line 1: Princeton Pike Corporate Center

Address Line 2: 997 Lenox Drive, Building 3

Address Line 4: Lawrenceville, NEW JERSEY 08648-2311

OP \$65.00 4343425

<b>NAME OF SUBMITTER:</b>	Perla M. Kuhn
<b>SIGNATURE:</b>	/Perla M. Kuhn/
<b>DATE SIGNED:</b>	05/23/2017

**Total Attachments: 25**

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# **ATTACHMENT 1**

**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 December 27, 2016.

A handwritten signature in black ink, appearing to read "B. Fitzgerald", written over a horizontal line.

Brendan W. Fitzgerald  
Executive Deputy Secretary of State

Rev. 06/13

CT-07

161223000 335

**CERTIFICATE OF MERGER**

**OF**

**BULOVA CORPORATION**

**INTO**

**CITIZEN WATCH COMPANY OF AMERICA, INC.**

**UNDER SECTION 907 OF THE BUSINESS CORPORATION LAW**

*December 22, 2016*

1. Bulova Corporation, a New York corporation, will merge with and into Citizen Watch Company of America, Inc., a California corporation, with Citizen Watch Company of America, Inc. as the surviving corporation. The name under which Bulova Corporation was formed is J. Bulova, Company.
2. Bulova Corporation has issued and outstanding 1,000 shares of common stock, par value \$1.00 per share, all of which are entitled to vote. Citizen Watch Company of America, Inc. has issued and outstanding 43,660,000 shares of common stock, par value \$1.00 per share, all of which are entitled to vote.
3. The effective date of the merger will be January 1, 2017.
4. The plan of merger relating to the merger was adopted by the board of directors and stockholder of Bulova Corporation. The merger is permitted by the laws of the State of California and is in compliance therewith.
5. Citizen Watch Company of America, Inc. was incorporated in California on April 1, 1975. The Application for Authority in the State of New York of Citizen Watch Company of America, Inc. to transact business as a foreign corporation therein was filed by the Department of State of the State of New York on October 4, 1976.
6. The certificate of incorporation of Bulova Corporation was filed by the Department of State of the State of New York on June 7, 1911.
7. Citizen Watch Company of America, Inc. agrees that it may be served with process in the State of New York in any action or special proceeding for the enforcement of any liability or obligation of any constituent corporation in the merger previously amenable to suit in the State of New York, and for the enforcement, as provided in the Business Corporation Law, of the right of shareholders of the constituent domestic corporation to receive payment for their shares against the surviving corporation.
8. Citizen Watch Company of America, Inc. agrees that, subject to the provisions of Section 623 of the Business Corporation Law, it will promptly pay to the shareholders of the constituent domestic corporation the amount or other consideration, if any, to which they shall be entitled under the provisions of the Business Corporation Law relating to the right of shareholders to receive payment for their shares.

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**TRADEMARK**  
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9. Citizen Watch Company of America, Inc. designates the Secretary of State of the State of New York as its agent upon whom process against it may be served in the manner set forth in paragraph (b) of Section 306 of the Business Corporation Law, in any action or special proceeding. The post office address to which the Secretary of State shall mail a copy of any process against it served upon the Secretary of State is c/o CT Corporation System, 111 Eighth Avenue, New York, NY 10011.
10. The constituent domestic corporation hereby certifies that all fees and taxes (including penalties and interest) administered by the Department of Taxation and Finance of the State of New York which are now due and payable by such constituent domestic corporation have been paid and that a cessation franchise tax report (estimated or final) through the date of the merger (which return, if estimated, shall be subject to amendment) has been filed by such constituent domestic corporation.
11. Citizen Watch Company of America, Inc. hereby agrees that it will within 30 days after the filing hereof file the cessation franchise tax report, if an estimated report was previously filed, and promptly pay to the Department of Taxation and Finance of the State of New York all fees and taxes (including penalties and interest), if any, due to such Department by the constituent domestic corporation.

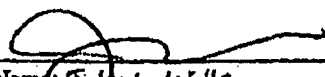
*[Signature page follows]*

The parties have executed this Certificate of Merger as of the date first written above.

CITIZEN WATCH COMPANY OF  
AMERICA, INC.

By:   
Name: Jeffrey Eden  
Title: President

BULOVA CORPORATION

By:   
Name: John Wille  
Title: CEO

{Signature page to Certificate of Merger}

CT-07

335

CERTIFICATE OF MERGER

OF

BULOVA CORPORATION

INTO

CITIZEN WATCH COMPANY OF AMERICA, INC.

UNDER SECTION 907 OF THE BUSINESS CORPORATION LAW

Filed By:

Hughes Hubbard & Reed LLP  
One Battery Park Plaza  
New York, NY 10004-1482

2015 DEC 23 PM 12: 05

FILED

*Cost Ref 10298159 AS*

DEPARTMENT

STATE OF NEW YORK  
DEPARTMENT OF STATE

FILED DEC 23 2015

TAX \$

BY: *[Signature]*

RECEIVED

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349

TRADEMARK

REEL: 006066 FRAME: 0336



# **ATTACHMENT 2**

***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  
January 4, 2017.

A handwritten signature in black ink, appearing to read "B. Fitzgerald", written over a horizontal line.

Brendan Fitzgerald  
Executive Deputy Secretary of State

Rev. 09/16

20170103049



Division of Corporations, State Records and Uniform Commercial Code

New York State Department of Corporations, State Records and Uniform Commercial Code One Commerce Plaza 99 Washington Avenue Albany, NY 12231 www.dos.ny.gov

Certificate of Assumed Name

(Pursuant to General Business Law §130)

1. REAL NAME OF ENTITY:

Citizen Watch Company of America, Inc.

1a. FICTITIOUS NAME, IF ANY, OF FOREIGN ENTITY (Not Assumed Name):

2. THE ENTITY WAS FORMED OR AUTHORIZED UNDER THE FOLLOWING NEW YORK LAW (Check one):

- Business Corporation Law, Limited Liability Company Law, Religious Corporations Law, Education Law, Not-for-Profit Corporation Law, Revised Limited Partnership Act, Other (specify law):

3. ASSUMED NAME OF ENTITY:

Bulova

4. PRINCIPAL PLACE OF BUSINESS IN NEW YORK STATE (MUST INCLUDE NUMBER AND STREET). IF NONE, CHECK THIS BOX AND PROVIDE OUT-OF- STATE ADDRESS:

1120 Avenue of the Americas, 10th Floor, New York, New York 10036

5. COUNTY(IES) IN WHICH ENTITY DOES OR INTENDS TO DO BUSINESS:

- ALL COUNTIES (or check applicable county(ies) below) Albany, Cattaraugus, Chenango, Delaware, Franklin, Hamilton, Lewis, Montgomery, Allegany, Cayuga, Clinton, Dutchess, Fulton, Herkimer, Livingston, Nassau, Bronx, Chautauqua, Columbia, Erie, Genesee, Jefferson, Madison, New York, Broome, Chemung, Cortland, Essex, Greene, Kings, Monroe, Niagara, Oneida, Orleans, Queens, St. Lawrence, Schuyler, Sullivan, Warren, Wyoming, Onondaga, Oswego, Rensselaer, Saratoga, Seneca, Tioga, Washington, Yates, Ontario, Otsego, Richmond, Schenectady, Steuben, Tompkins, Wayne, Orange, Putnam, Rockland, Schoharie, Suffolk, Ulster, Westchester

6. ADDRESS OF EACH LOCATION, INCLUDING NUMBER AND STREET, IF ANY, OF EACH PLACE WHERE THE ENTITY CARRIES ON, CONDUCTS OR TRANSACTS BUSINESS IN NEW YORK STATE. (Use page 2 if needed. The address(es) must be a number and street, city, state and zip code. The address(es) must be within the county(ies) indicated in paragraph 5.) If none, check this box: No New York State Business Location.

1120 Avenue of the Americas, 10th Floor, New York, New York 10036

350 Fifth Avenue, 29th Floor, New York, New York 10118

Print or Type Name of Signer: David Perlman

Signature: [Handwritten Signature]

Capacity of Signer (Check one): Authorized Person, Officer of the Corporation, General Partner of the Limited Partnership, Member of the Limited Liability Company, Manager of the Limited Liability Company

49

**Certificate of Assumed Name**

6. ADDRESS OF EACH LOCATION, INCLUDING NUMBER AND STREET, IF ANY, OF EACH PLACE WHERE THE ENTITY CARRIES ON OR CONDUCTS OR TRANSACTS BUSINESS IN NEW YORK STATE: (Continued)

One Bulova Avenue, a/k/a 26-15 Brooklyn-Queens Expressway, Woodside, New York 11377

1500 Broadway, New York, New York, 10036

Woodbury Common Premium Outlets, 710 Race Track Lane, Central Valley, New York 10917

FILER: Name: Seth Presser

Mailing Address: 350 Fifth Avenue, 29th Floor

City, State and Zip Code: New York, New York 10118

NOTE: You are not required to use this form. This certificate should be prepared under the guidance of an attorney.

FEE: Limited Liability Companies and Limited Partnerships - \$25.  
Corporations - \$25 plus the fee for each county indicated in paragraph 5. The additional fee for each county within New York City (Bronx, Kings, New York, Queens and Richmond) is \$100 additional. The fee for each county outside New York City is \$25. Checks over \$500 must be certified.

(For office use only)

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m

STATE OF NEW YORK  
DEPARTMENT OF STATE

FILED JAN 03 2017

TAX \$ 390018

BY: [Signature]

# **ATTACHMENT 3**

FILED *JM*  
 Secretary of State  
 State of California

DEC 22 2016

*lcc*  
 EFFECTIVE  
 DATE

JAN 01 2017

*0742888 SURV*

AGREEMENT OF MERGER  
 OF  
 BULOVA CORPORATION  
 INTO

CITIZEN WATCH COMPANY OF AMERICA, INC.

December 22, 2016

This Agreement of Merger (this "Agreement") is made and entered into by and between Bulova Corporation, a New York corporation ("Bulova"), and Citizen Watch Company of America, Inc., a California corporation ("Citizen"), pursuant to Sections 1101, 1102 and 1108 of the California Corporations Code (the "CCC"), and sets forth certain terms and conditions of the merger of Bulova with and into Citizen, with Citizen as the surviving corporation.

1. The name of Bulova is Bulova Corporation. Bulova is incorporated in the State of New York. The name of Citizen is Citizen Watch Company of America, Inc. Citizen is incorporated in the State of California. Citizen is the surviving corporation. Each of Bulova and Citizen is wholly owned by Citizen Watch Co., Ltd., a Japanese company ("Parent").

2. The effective time of the merger will be 12:01 a.m., California time, on January 1, 2017 (the "Effective Time"), in accordance with subdivision (c) of Section 110 of the CCC.

3. At the Effective Time, and in accordance with the CCC and the New York Business Corporation Law (the "BCL"), Bulova shall be merged with and into Citizen, with Citizen as the surviving corporation in the merger (the "Merger"), and the separate corporate existence of Bulova shall thereupon cease. The Merger shall have the effects set forth in the CCC, the BCL and this Agreement.

4. At the Effective Time, by virtue of the Merger, (i) each share of common stock, par value \$1.00 per share, of Bulova issued and outstanding immediately prior to the Effective Time shall be cancelled and (ii) one-half of one share of common stock, par value \$1.00 per share, of Citizen shall be issued to Parent in consideration for each share of Bulova cancelled by virtue of the Merger.

5. Upon consummation of the Merger, Citizen shall immediately become the employer of all employees of Bulova, without interruption or break in service.

6. The articles of incorporation and by-laws of Citizen, as in effect immediately prior to the Effective Time, shall be unchanged by the Merger and shall remain in effect until thereafter amended in accordance with the provisions thereof and the CCC.

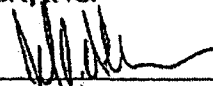
7. Citizen shall file with the Secretary of State of the State of California a copy of this Agreement with an officers' certificate of each constituent corporation in accordance with Section 1108 of the CCC.

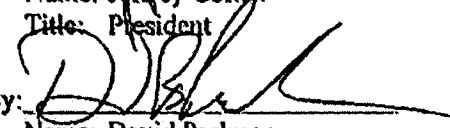
8. The parties intend that the Merger shall constitute a tax-free reorganization under Section 368(a) of the Internal Revenue Code of 1986, as amended, and any successor thereto, and that this Agreement shall constitute a "plan of reorganization" within the meaning of Treasury Regulation Section 1.368-2(g).

*[Signature page follows]*


The parties have executed this Agreement of Merger as of the date first written above.

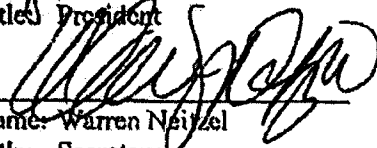
CITIZEN WATCH COMPANY OF AMERICA, INC.

By:   
Name: Jeffrey Cohen  
Title: President

By:   
Name: David Perlman  
Title: Secretary

BULOVA CORPORATION

By:   
Name: Jeffrey Cohen  
Title: President

By:   
Name: Warren Neizel  
Title: Secretary

[Signature page to Agreement of Merger]




CERTIFICATE OF APPROVAL  
OF  
AGREEMENT OF MERGER


Jeffrey Cohen and David Perlman certify that:

1. They are the President and the Secretary, respectively, of Citizen Watch Company of America, Inc., a California corporation (the "Corporation").
2. The Agreement of Merger in the form attached hereto as Exhibit A was duly approved by the board of directors and by the shareholder of the Corporation by a vote that equaled or exceeded the vote required.
3. The shareholder approval was by the holder of 100% of the outstanding shares of the Corporation.
4. There is only one class of shares of the Corporation and the number of shares outstanding entitled to vote on the merger is 43,660,000 shares of common stock, par value \$1.00 per share.

We further declare under penalty of perjury under the laws of the State of California that the matters set forth in this certificate are true and correct to our own knowledge.

Date: 12/22/16

  
\_\_\_\_\_  
Jeffrey Cohen, President

  
\_\_\_\_\_  
David Perlman, Secretary

A0792224

Exhibit A

AGREEMENT OF MERGER  
OF  
BULOVA CORPORATION  
INTO  
CITIZEN WATCH COMPANY OF AMERICA, INC.

December 22, 2016

This Agreement of Merger (this "Agreement") is made and entered into by and between Bulova Corporation, a New York corporation ("Bulova"), and Citizen Watch Company of America, Inc., a California corporation ("Citizen"), pursuant to Sections 1101, 1102 and 1108 of the California Corporations Code (the "CCC"), and sets forth certain terms and conditions of the merger of Bulova with and into Citizen, with Citizen as the surviving corporation.

1. The name of Bulova is Bulova Corporation. Bulova is incorporated in the State of New York. The name of Citizen is Citizen Watch Company of America, Inc. Citizen is incorporated in the State of California. Citizen is the surviving corporation. Each of Bulova and Citizen is wholly owned by Citizen Watch Co., Ltd., a Japanese company ("Parent").

2. The effective time of the merger will be 12:01 a.m., California time, on January 1, 2017 (the "Effective Time"), in accordance with subdivision (c) of Section 110 of the CCC.

3. At the Effective Time, and in accordance with the CCC and the New York Business Corporation Law (the "BCL"), Bulova shall be merged with and into Citizen, with Citizen as the surviving corporation in the merger (the "Merger"), and the separate corporate existence of Bulova shall thereupon cease. The Merger shall have the effects set forth in the CCC, the BCL and this Agreement.

4. At the Effective Time, by virtue of the Merger, (i) each share of common stock, par value \$1.00 per share, of Bulova issued and outstanding immediately prior to the Effective Time shall be cancelled and (ii) one-half of one share of common stock, par value \$1.00 per share, of Citizen shall be issued to Parent in consideration for each share of Bulova cancelled by virtue of the Merger.

5. Upon consummation of the Merger, Citizen shall immediately become the employer of all employees of Bulova, without interruption or break in service.

6. The articles of incorporation and by-laws of Citizen, as in effect immediately prior to the Effective Time, shall be unchanged by the Merger and shall remain in effect until thereafter amended in accordance with the provisions thereof and the CCC.

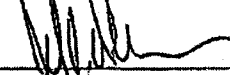
7. Citizen shall file with the Secretary of State of the State of California a copy of this Agreement with an officers' certificate of each constituent corporation in accordance with Section 1108 of the CCC.

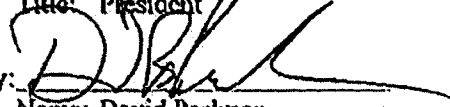
8. The parties intend that the Merger shall constitute a tax-free reorganization under Section 368(a) of the Internal Revenue Code of 1986, as amended, and any successor thereto, and that this Agreement shall constitute a "plan of reorganization" within the meaning of Treasury Regulation Section 1.368-2(g).

*[Signature page follows]*


The parties have executed this Agreement of Merger as of the date first written above.

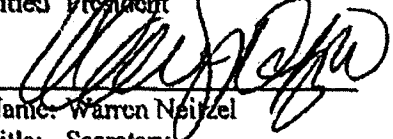
CITIZEN WATCH COMPANY OF AMERICA, INC.

By:   
Name: Jeffrey Cohen  
Title: President

By:   
Name: David Perlman  
Title: Secretary

BULOVA CORPORATION

By:   
Name: Jeffrey Cohen  
Title: President

By:   
Name: Warren Neitzel  
Title: Secretary

[Signature page to Agreement of Merger]

CERTIFICATE OF APPROVAL  
OF  
AGREEMENT OF MERGER

Jeffrey Cohen and Warren Neitzel certify that:

1. They are the President and the Secretary, respectively, of Bulova Corporation, a New York corporation (the "Corporation").
2. The Agreement of Merger in the form attached hereto as Exhibit A was duly approved by the board of directors and by the shareholder of the Corporation by a vote that equaled or exceeded the vote required.
3. The shareholder approval was by the holder of 100% of the outstanding shares of the Corporation.
4. There is only one class of shares of the Corporation and the number of shares outstanding entitled to vote on the merger is 1,000 shares of common stock, par value \$1.00 per share.

We further declare under penalty of perjury under the laws of the State of California that the matters set forth in this certificate are true and correct to our own knowledge.

Date: 12/22/16

  
\_\_\_\_\_  
Jeffrey Cohen, President

  
\_\_\_\_\_  
Warren Neitzel, Secretary

A0792224

Exhibit A

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OF  
BULOVA CORPORATION  
INTO  
CITIZEN WATCH COMPANY OF AMERICA, INC.

December 22, 2016

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1. The name of Bulova is Bulova Corporation. Bulova is incorporated in the State of New York. The name of Citizen is Citizen Watch Company of America, Inc. Citizen is incorporated in the State of California. Citizen is the surviving corporation. Each of Bulova and Citizen is wholly owned by Citizen Watch Co., Ltd., a Japanese company ("Parent").
2. The effective time of the merger will be 12:01 a.m., California time, on January 1, 2017 (the "Effective Time"), in accordance with subdivision (c) of Section 110 of the CCC.
3. At the Effective Time, and in accordance with the CCC and the New York Business Corporation Law (the "BCL"), Bulova shall be merged with and into Citizen, with Citizen as the surviving corporation in the merger (the "Merger"), and the separate corporate existence of Bulova shall thereupon cease. The Merger shall have the effects set forth in the CCC, the BCL and this Agreement.
4. At the Effective Time, by virtue of the Merger, (i) each share of common stock, par value \$1.00 per share, of Bulova issued and outstanding immediately prior to the Effective Time shall be cancelled and (ii) one-half of one share of common stock, par value \$1.00 per share, of Citizen shall be issued to Parent in consideration for each share of Bulova cancelled by virtue of the Merger.
5. Upon consummation of the Merger, Citizen shall immediately become the employer of all employees of Bulova, without interruption or break in service.
6. The articles of incorporation and by-laws of Citizen, as in effect immediately prior to the Effective Time, shall be unchanged by the Merger and shall remain in effect until thereafter amended in accordance with the provisions thereof and the CCC.
7. Citizen shall file with the Secretary of State of the State of California a copy of this Agreement with an officers' certificate of each constituent corporation in accordance with Section 1108 of the CCC.



8. The parties intend that the Merger shall constitute a tax-free reorganization under Section 368(a) of the Internal Revenue Code of 1986, as amended, and any successor thereto, and that this Agreement shall constitute a "plan of reorganization" within the meaning of Treasury Regulation Section 1.368-2(g).

*[Signature page follows]*

The parties have executed this Agreement of Merger as of the date first written above.

CITIZEN WATCH COMPANY OF  
AMERICA, INC.

By: 

Name: Jeffrey Cohen  
Title: President

By: 

Name: David Perlman  
Title: Secretary

BULOVA CORPORATION

By: 

Name: Jeffrey Cohen  
Title: President

By: 

Name: Warren Neitzel  
Title: Secretary

[Signature page to Agreement of Merger]



I hereby certify that the foregoing transcript of 13 page(s) is a full, true and correct copy of the original record in the custody of the California Secretary of State's office.

DEC 23 2016

Date: \_\_\_\_\_ *VM*

*Alex Padilla*  
ALEX PADILLA, Secretary of State