

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM428594

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	11/23/2016

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Histogen Aesthetics, LLC		11/23/2016	Limited Liability Company: CALIFORNIA

RECEIVING PARTY DATA

Name:	Skin Care Solutions, LLC
Street Address:	15785 Laguna Canyon Road, Suite 125
City:	Irvine
State/Country:	CALIFORNIA
Postal Code:	92616
Entity Type:	Limited Liability Company: NEVADA

PROPERTY NUMBERS Total: 16

Property Type	Number	Word Mark
Serial Number:	77353156	PHOTODEFENSE
Serial Number:	77353157	EXTREME DEFENSE
Serial Number:	77414371	NEOCELL
Serial Number:	77469080	CELLGENESIS
Serial Number:	77469095	CERACTIVE
Serial Number:	77469112	AMAZING RESULTS NOT EMPTY PROMISES
Serial Number:	77535955	TREAT VISIBLE SKIN AGING, ONE CELL AT A
Serial Number:	77535964	ONE CELL AT A TIME
Serial Number:	77753598	CELLCEUTICALS CELLGENESIS
Serial Number:	77976605	CELLCEUTICALS
Serial Number:	85128835	PHOTODEFENSE COLOR RADIANCE
Serial Number:	86599565	CELLCEUTICALS REGENERATIVE SKIN TREATMEN
Serial Number:	86799155	CLINICARE
Serial Number:	86799156	SRX
Serial Number:	86883868	CELLCEUTICALS
Serial Number:	85074080	INTERACTIVE MOISTURE

CORRESPONDENCE DATA**TRADEMARK**

Fax Number: 6196967124

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: 6196966700

Email: ipdocket@gordonrees.com

Correspondent Name: Susan B. Meyer

Address Line 1: 101 West Broadway, Suite 2000

Address Line 4: San Diego, CALIFORNIA 92101

ATTORNEY DOCKET NUMBER:	WSP1086893
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NAME OF SUBMITTER:	Susan B. Meyer
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SIGNATURE:	/Susan B. Meyer/
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DATE SIGNED:	05/23/2017
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Total Attachments: 10

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State of California Secretary of State

OBE MERG

Certificate of Merger

(California Corporations Code sections 1113(g), 3203(g), 6019.1, 8019.1, 9640, 12540.1, 15911.14, 16915(b) and 17710.14)

FILED Secretary of State State of California NOV 23 2016

IMPORTANT - Read all instructions before completing this form.

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Table with 4 columns: 1. NAME OF SURVIVING ENTITY, 2. TYPE OF ENTITY, 3. CA SECRETARY OF STATE FILE NUMBER, 4. JURISDICTION. Rows include Skin Care Solutions, LLC and Histogen Aesthetics, LLC.

Table for Section 9: THE PRINCIPAL TERMS OF THE AGREEMENT OF MERGER. Columns for SURVIVING ENTITY and DISAPPEARING ENTITY with sub-columns for CLASS AND NUMBER, AND, and PERCENTAGE VOTE REQUIRED.

10. IF EQUITY SECURITIES OF A PARENT PARTY ARE TO BE ISSUED IN THE MERGER, CHECK THE APPLICABLE STATEMENT. [] No vote of the shareholders of the parent party was required. [] The required vote of the shareholders of the parent party was obtained.

11. IF THE SURVIVING ENTITY IS A DOMESTIC LIMITED LIABILITY COMPANY, LIMITED PARTNERSHIP, OR PARTNERSHIP. PROVIDE THE REQUISITE CHANGES (IF ANY) TO THE INFORMATION SET FORTH IN THE SURVIVING ENTITY'S ARTICLES OF ORGANIZATION, CERTIFICATE OF LIMITED PARTNERSHIP OR STATEMENT OF PARTNERSHIP AUTHORITY RESULTING FROM THE MERGER. ATTACH ADDITIONAL PAGES, IF NECESSARY. N/A

12. IF A DISAPPEARING ENTITY IS A DOMESTIC LIMITED LIABILITY COMPANY, LIMITED PARTNERSHIP, OR PARTNERSHIP, AND THE SURVIVING ENTITY IS NOT A DOMESTIC ENTITY OF THE SAME TYPE, ENTER THE PRINCIPAL ADDRESS OF THE SURVIVING ENTITY. PRINCIPAL ADDRESS OF SURVIVING ENTITY: 15785 Laguna Canyon Road, Suite 125. CITY AND STATE: Irvine, CA. ZIP CODE: 92618

13. OTHER INFORMATION REQUIRED TO BE STATED IN THE CERTIFICATE OF MERGER BY THE LAWS UNDER WHICH EACH CONSTITUENT OTHER BUSINESS ENTITY IS ORGANIZED. ATTACH ADDITIONAL PAGES, IF NECESSARY. See Attachment A hereto

14. STATUTORY OR OTHER BASIS UNDER WHICH A FOREIGN OTHER BUSINESS ENTITY IS AUTHORIZED TO EFFECT THE MERGER. Nevada Revised Statutes 92A.100. 15. FUTURE EFFECTIVE DATE, IF ANY. (Month) (Day) (Year)

16. ADDITIONAL INFORMATION SET FORTH ON ATTACHED PAGES, IF ANY, IS INCORPORATED HEREIN BY THIS REFERENCE AND MADE PART OF THIS CERTIFICATE.

17. I CERTIFY UNDER PENALTY OF PERJURY UNDER THE LAWS OF THE STATE OF CALIFORNIA THAT THE FOREGOING IS TRUE AND CORRECT OF MY OWN KNOWLEDGE. I DECLARE I AM THE PERSON WHO EXECUTED THIS INSTRUMENT, WHICH EXECUTION IS MY ACT AND DEED.

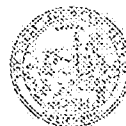
Signature and name blocks for authorized persons for both surviving and disappearing entities, including dates and titles like Christopher Wiggins, Manager.

For an entity that is a business trust, real estate investment trust or an unincorporated association, set forth the provision of law or other basis for the authority of the person signing:

ATTACHMENT A
to
CERTIFICATE OF MERGER
of
SKIN CARE SOLUTIONS, LLC, a Nevada limited liability company
(Surviving Entity)
and
HISTOGEN AESTHETICS, LLC, a California limited liability company
(Disappearing Entity)

13. Additional Information.

- 13.1 A copy of the Agreement and Plan of Merger shall be maintained at the principal address of the Surviving Entity and shall be provided as requested pursuant to California Corporations Code Section 17710.12(f).
- 13.2 Pursuant to California Corporations Code Section 17710.17(f)(1)(2)(3):
- Surviving Entity agrees that it may be served in this state in a proceeding for the enforcement of an obligation of any constituent entity and in a proceeding to enforce the rights of any holder of a dissenting interest or dissenting shares in a constituent domestic limited liability company or domestic other business entity.
 - Surviving Entity irrevocably appoints the Secretary of State as its agent for service of process and the address to which process may be forwarded is: 15785 Laguna Canyon Road, Suite 125, Irvine, CA 92618.
 - Surviving Entity agrees that it will promptly pay the holder of any dissenting interest or dissenting share in a constituent domestic limited liability company of domestic other business entity the amount to which that person is entitled under the laws of this state.



I hereby certify that the foregoing
transcript of 2 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 02 2016 *pw*

Date: _____

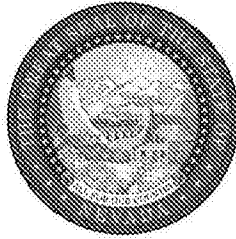
Alex Padilla

ALEX PADILLA, Secretary of State

TRADEMARK
REEL: 006066 FRAME: 0701

STATE OF NEVADA

BARBARA K. CEGAVSKE
Secretary of State



JEFFERY LANDERFELT
Deputy Secretary
for Commercial Recordings

OFFICE OF THE
SECRETARY OF STATE

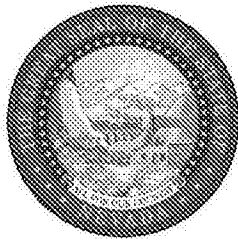
Certified Copy

November 23, 2016

Job Number: C20161130-2821
Reference Number:
Expedite:
Through Date:

The undersigned filing officer hereby certifies that the attached copies are true and exact copies of all requested statements and related subsequent documentation filed with the Secretary of State's Office, Commercial Recordings Division listed on the attached report.

Document Number(s)	Description	Number of Pages
20160520800-54	Merge In	6 Pages/1 Copies



Respectfully,

Handwritten signature of Barbara K. Cegavske in cursive.

BARBARA K. CEGAVSKE
Secretary of State

Certified By: Sandy Edwards
Certificate Number: C20161130-2821
You may verify this certificate
online at <http://www.nvsos.gov/>

Commercial Recording Division
202 N. Carson Street
Carson City, Nevada 89701-4201
Telephone (775) 684-5708
Fax (775) 684-7138

TRADEMARK
REEL: 006066 FRAME: 0702



140105



BARBARA K. CEGAVSKE
Secretary of State
202 North Carson Street
Carson City, Nevada 89701-4201
(775) 684-5708
Website: www.nvsos.gov

Filed in the office of <i>Barbara K. Cegavske</i> Barbara K. Cegavske Secretary of State State of Nevada	Document Number 20160520800-54
	Filing Date and Time 11/23/2016 3:11 PM
	Entity Number E0124702016-5

Articles of Merger
(PURSUANT TO NRS 92A.200)
Page 1

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Articles of Merger
(Pursuant to NRS Chapter 92A)

1) Name and jurisdiction of organization of each constituent entity (NRS 92A.200):

If there are more than four merging entities, check box and attach an 8 1/2" x 11" blank sheet containing the required information for each additional entity from article one.

Histogen Aesthetics, LLC

Name of merging entity

California

Jurisdiction

limited liability company

Entity type *

Name of merging entity

Jurisdiction

Entity type *

Name of merging entity

Jurisdiction

Entity type *

Name of merging entity

Jurisdiction

Entity type *

and,

Skin Care Solutions, LLC

Name of surviving entity

Nevada

Jurisdiction

limited liability company

Entity type *

* Corporation, non-profit corporation, limited partnership, limited-liability company or business trust.

Filing Fee: \$350.00

This form must be accompanied by appropriate fees.

Nevada Secretary of State 92A Merger Page 1
Revised: 1-5-15

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 Secretary of State
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Articles of Merger
 (PURSUANT TO NRS 92A.200)
Page 2

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2) Forwarding address where copies of process may be sent by the Secretary of State of Nevada (if a foreign entity is the survivor in the merger - NRS 92A.190):

Attn: _____
 c/o: _____

3) Choose one:

- The undersigned declares that a plan of merger has been adopted by each constituent entity (NRS 92A.200).
- The undersigned declares that a plan of merger has been adopted by the parent domestic entity (NRS 92A.180).

4) Owner's approval (NRS 92A.200) (options a, b or c must be used, as applicable, for each entity):

- If there are more than four merging entities, check box and attach an 8 1/2" x 11" blank sheet containing the required information for each additional entity from the appropriate section of article four.

(a) Owner's approval was not required from

 Name of **merging** entity, if applicable

 Name of **merging** entity, if applicable

 Name of **merging** entity, if applicable

 Name of **merging** entity, if applicable

and, or,

 Name of **surviving** entity, if applicable

This form must be accompanied by appropriate fees.

Nevada Secretary of State 92A Merger Page 2
 Revised: 1-5-15

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REEL: 006066 FRAME: 0704



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Articles of Merger
 (PURSUANT TO NRS 92A.200)
 Page 3

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(b) The plan was approved by the required consent of the owners of *:

Histogen Aesthetics, LLC
 Name of **merging** entity, if applicable

 Name of **merging** entity, if applicable

 Name of **merging** entity, if applicable

 Name of **merging** entity, if applicable

and, or;

Skin Care Solutions, LLC
 Name of **surviving** entity, if applicable

* Unless otherwise provided in the certificate of trust or governing instrument of a business trust, a merger must be approved by all the trustees and beneficial owners of each business trust that is a constituent entity in the merger.



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Articles of Merger
 (PURSUANT TO NRS 92A.200)
Page 4

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(c) Approval of plan of merger for Nevada non-profit corporation (NRS 92A.160):

The plan of merger has been approved by the directors of the corporation and by each public officer or other person whose approval of the plan of merger is required by the articles of incorporation of the domestic corporation.

.....
 Name of **merging** entity, if applicable

.....
 Name of **merging** entity, if applicable

.....
 Name of **merging** entity, if applicable

.....
 Name of **merging** entity, if applicable

and, or;

.....
 Name of **surviving** entity, if applicable

This form must be accompanied by appropriate fees.

Nevada Secretary of State 92A Merger Page 4
 Revised: 1-5-15

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Articles of Merger
 (PURSUANT TO NRS 92A.200)
Page 5

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5) Amendments, if any, to the articles or certificate of the surviving entity. Provide article numbers, if available. (NRS 92A.200)*:

6) Location of Plan of Merger (check a or b):

(a) The entire plan of merger is attached;

or,

(b) The entire plan of merger is on file at the registered office of the surviving corporation, limited-liability company or business trust, or at the records office address if a limited partnership, or other place of business of the surviving entity (NRS 92A.200).

7) Effective date and time of filing: (optional) (must not be later than 90 days after the certificate is filed)

Date: Time:

* Amended and restated articles may be attached as an exhibit or integrated into the articles of merger. Please entitle them "Restated" or "Amended and Restated," accordingly. The form to accompany restated articles prescribed by the secretary of state must accompany the amended and/or restated articles. Pursuant to NRS 92A.180 (merger of subsidiary into parent - Nevada parent owning 90% or more of subsidiary), the articles of merger may not contain amendments to the constituent documents of the surviving entity except that the name of the surviving entity may be changed.



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Articles of Merger
 (PURSUANT TO NRS 92A.200)
 Page 6

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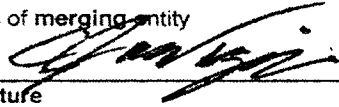
ABOVE SPACE IS FOR OFFICE USE ONLY

8) Signatures - Must be signed by: An officer of each Nevada corporation; All general partners of each Nevada limited partnership; All general partners of each Nevada limited-liability limited partnership; A manager of each Nevada limited-liability company with managers or one member if there are no managers; A trustee of each Nevada business trust (NRS 92A.230)*

If there are more than four merging entities, check box and attach an 8 1/2" x 11" blank sheet containing the required information for each additional entity from article eight.

Histogen Aesthetics, LLC

Name of merging entity

X 
 Signature

Christopher Wiggins, Manager

11/23/2016

Title

Date

Name of merging entity

X _____
 Signature

Title

Date

Name of merging entity

X _____
 Signature

Title

Date

Name of merging entity

X _____
 Signature

Title

Date

and,

Skin Care Solutions, LLC

Name of surviving entity

X 
 Signature

Christopher Wiggins, Manager

11/23/2016

Title

Date

* The articles of merger must be signed by each foreign constituent entity in the manner provided by the law governing it (NRS 92A.230). Additional signature blocks may be added to this page or as an attachment, as needed.

IMPORTANT: Failure to include any of the above information and submit with the proper fees may cause this filing to be rejected.

This form must be accompanied by appropriate fees.

Nevada Secretary of State 92A Merger Page 8
 Revised 1-5-15