

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM443108

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER AND CHANGE OF NAME		
EFFECTIVE DATE:	09/05/2017		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Menguin, Inc.		09/05/2017	Corporation: INDIANA
NEWLY MERGED ENTITY DATA			
Name	Execution Date	Entity Type	
Gen Tux, Inc.	09/05/2017	Corporation: DELAWARE	
MERGED ENTITY'S NEW NAME (RECEIVING PARTY)			
Name:	Menguin, Inc.		
Street Address:	11000 Electron Dr.		
City:	Louisville		
State/Country:	KENTUCKY		
Postal Code:	40299		
Entity Type:	Corporation: DELAWARE		
PROPERTY NUMBERS Total: 3			
Property Type	Number	Word Mark	
Registration Number:	4633100	MENGUIN	
Serial Number:	86752006	MENGUIN	
Serial Number:	86753232	M	
CORRESPONDENCE DATA			
Fax Number:	5594324590		
<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:	5594324500		
Email:	ipmail@dowlingaaron.com		
Correspondent Name:	Marcus N. DiBuduo		
Address Line 1:	8080 N. Palm Ave., Third Fl.		
Address Line 4:	Fresno, CALIFORNIA 93711		
NAME OF SUBMITTER:	Marcus N. DiBuduo		
SIGNATURE:	/Marcus N. DiBuduo/		

CH \$90.00 4633100

DATE SIGNED:

09/14/2017

Total Attachments: 6

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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:

"MENGUIN, INC.", AN INDIANA CORPORATION,

WITH AND INTO "GEN TUX, INC." UNDER THE NAME OF "MENGUIN, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE ON THE FIFTH DAY OF SEPTEMBER, A.D. 2017, AT 12:43 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

6454931 8100M
SR# 20176013644

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

Authentication: 203166420
Date: 09-05-17

TRADEMARK
REEL: 006155 FRAME: 0070

State of Delaware
Secretary of State
Division of Corporations
Delivered 12:43 PM 09/05/2017
FILED 12:43 PM 09/05/2017
SR 20176013644 - File Number 6454931

**STATE OF DELAWARE
CERTIFICATE OF MERGER
FILED BY Menguin, Inc.
PURSUANT TO 8 Del. C. §252**

Pursuant to Title 8, Section 252(c) of the Delaware General Corporation Law, the undersigned corporation, Gen Tux, Inc., a Delaware corporation, executed this Certificate of Merger and certifies that:

FIRST: The constituent entities to the merger are Gen Tux, Inc., a Delaware corporation and Menguin, Inc., an Indiana corporation.

SECOND: An Agreement and Plan of Merger has been approved, adopted, certified, executed, and acknowledged by each constituent entity.

THIRD: The surviving corporation in the merger shall be Gen Tux, Inc., and the name of the surviving entity shall be changed to Menguin, Inc. promptly after the consummation of the merger (the "Surviving Entity").

FOURTH: The Certificate of Incorporation of the Surviving Entity shall be superseded and replaced in its entirety with the Certificate of Incorporation attached hereto as Exhibit A.

FIFTH: The merger is to become effective upon filing of this Certificate of Merger with the Secretary of State of the State of Delaware on September 5, 2017.

SIXTH: The executed Agreement and Plan of Merger is on file at the office of the Surviving Entity, at 11000 Electron Dr., Louisville, KY 40299.

SEVENTH: A copy of the Agreement and Plan of Merger will be furnished, by the Surviving Entity, on request and without cost, to any stockholder of any constituent entity.

EIGHTH: The authorized capital stock of Menguin, Inc., an Indiana corporation, is 149,161 shares, with no par value.

[Signature Page Follows]

IN WITNESS WHEREOF, Menguin, Inc., as the Surviving Entity, has caused this certificate to be signed by an authorized officer this 5th day of September, 2017.

GEN TUX, INC.,
a Delaware corporation

By: 

George Zimmer
Name:

CEO
Title:

[Signature Page to Certificate of Merger]

EXHIBIT A

Certificate of Incorporation

(See attached.)

FIRST AMENDED AND RESTATED
CERTIFICATE OF INCORPORATION
OF
MENGUIN, INC.

ARTICLE 1
NAME

The name of the corporation is MENGUIN, INC.

ARTICLE 2
REGISTERED OFFICE

The address of the registered office of the corporation in the State of Delaware is located at 1209 Orange Street, City of Wilmington, County of New Castle, 19801. The name of the registered agent of the corporation at that address is The Corporation Trust Company.

ARTICLE 3
PURPOSE

The purpose of the corporation is to engage in any lawful act or activity for which corporations may be organized under the Delaware General Corporation Law, as the same exists or may be hereafter amended (the "DGCL").

ARTICLE 4
CAPITAL STOCK

The total number of shares of stock which the corporation is authorized to issue is five thousand (5,000) shares of common stock. All shares are to be without par value.

ARTICLE 5
BOARD OF DIRECTORS

The business and affairs of the corporation shall be managed by or under the direction of the board of directors, and the directors need not be elected by written ballot unless required by the bylaws of the corporation. The number of directors of the corporation shall be as provided in the bylaws of the corporation, as from time to time amended.

ARTICLE 6
BYLAWS

In furtherance and not in limitation of the powers conferred by the laws of the State of Delaware, the board of directors is expressly authorized to make, amend, and repeal the bylaws of the corporation.

ARTICLE 7
MEETINGS

Meetings of stockholders may be held within or without the State of Delaware, as the Bylaws of the corporation may provide. The books of the corporation may be kept (subject to any provision contained in the DGCL) outside the State of Delaware at such place or places as may be designated from time to time by the Board of Directors or in the Bylaws of the corporation.

ARTICLE 8
LIABILITY AND INDEMNITY

A. To the fullest extent permitted under the DGCL, a director of the corporation shall not be personally liable to the corporation or its stockholders for monetary damages for breach of fiduciary duty as a director, except for liability (i) for any breach of the director's duty of loyalty to the corporation or its stockholders, (ii) for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, (iii) under § 174 of the DGCL, or (iv) for any transaction from which the director derived an improper personal benefit. If the DGCL is amended after approval by the stockholders of this Article to authorize corporate action further eliminating or limiting the personal liability of directors, then the liability of a director of the corporation shall be eliminated or limited to the fullest extent permitted by the DGCL as so amended.

B. The corporation shall indemnify, in the manner and to the fullest extent permitted by the DGCL, any person (or the estate of any person) who is or was a party to, or is threatened to be made a party to, any threatened, pending or completed action, suit or proceeding, whether or not by or in the right of the corporation, and whether civil, criminal, administrative, investigative or otherwise, by reason of the fact that such person is or was a director or officer of the corporation, or is or was serving at the request of the corporation as a director or officer of another corporation, partnership, joint venture, trust or other enterprise.

C. No repeal or modification of this ARTICLE 8, or the adoption of any provision of the corporation's Certificate of Incorporation inconsistent with this ARTICLE 8, shall eliminate or reduce the effect of this ARTICLE 8 in respect of any matter occurring, or any action or proceeding accruing or arising, or that but for this ARTICLE 8 would accrue or arise, prior to such amendment, repeal, or adoption of an inconsistent provision.