

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM448083

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
Gen Tux, Inc.		09/05/2017	Corporation: DELAWARE

NEWLY MERGED ENTITY DATA

Name	Execution Date	Entity Type
Menguin, Inc.	09/05/2017	Corporation: DELAWARE

MERGED ENTITY'S NEW NAME (RECEIVING PARTY)

Name:	Menguin, Inc.
Street Address:	50 Woodcrest Circle
City:	Oakland
State/Country:	CALIFORNIA
Postal Code:	94602
Entity Type:	Corporation: DELAWARE

PROPERTY NUMBERS Total: 4

Property Type	Number	Word Mark
Serial Number:	86752006	MENGUIN
Serial Number:	86753232	M
Serial Number:	85852782	MENGUIN
Serial Number:	87084631	MBOX

CORRESPONDENCE DATA

Fax Number: 3175925453

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: (317) 236-5882

Email: h.banta@icemiller.com, ipdocket@icemiller.com,
ryan.wilkinson@icemiller.com

Correspondent Name: Holiday W. Banta, Ice Miller LLP

Address Line 1: One American Square

Address Line 2: Suite 2900

Address Line 4: Indianapolis, INDIANA 46282

OP \$115.00 86752006

NAME OF SUBMITTER:	Holiday W. Banta
SIGNATURE:	/Holiday W. Banta/
DATE SIGNED:	10/20/2017
Total Attachments: 12	
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source=INDY-#12320473-v1-Menguin_ - _Articles_of_Merger_(IN)_filed#page6.tif	

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: 006187 FRAME: 0106

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.

State of Indiana
Office of the Secretary of State

CERTIFICATE OF MERGER
of
GEN TUX, INC

I, CONNIE LAWSON, Secretary of State, hereby certify that an Articles of Merger of the above Non-Qualified Foreign Entity have been presented to me at my office, accompanied by the fees prescribed by law and that the documentation presented conforms to law as prescribed by the provisions of the Indiana Business Corporation Law.

The following non-surviving entity(s):

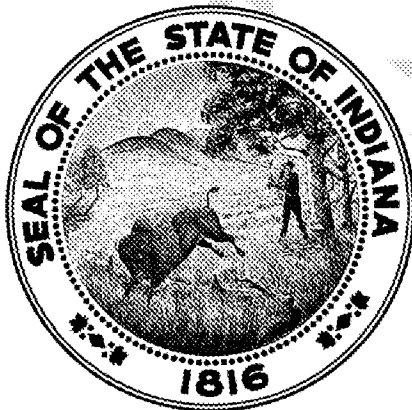
MENQUIN, INC

a(n) Domestic For-Profit Corporation

merged with and into the surviving entity(s):

GEN TUX, INC

NOW, THEREFORE, with this document I certify that said transaction will become effective Tuesday, September 05, 2017.



In Witness Whereof, I have caused to be affixed my signature and the seal of the State of Indiana, at the City of Indianapolis, September 06, 2017

Connie Lawson

CONNIE LAWSON
SECRETARY OF STATE

/7694818

To ensure the certificate's validity, go to <https://bsd.sos.in.gov/PublicBusinessSearch>

**ARTICLES OF MERGER
OF
MENGUIN, INC.
WITH AND INTO
GEN TUX, INC.**

The undersigned, Menguin, Inc., an Indiana corporation (the "Merging Corporation"), and Gen Tux, Inc., a Delaware corporation (the "Surviving Corporation"), in compliance with the requirements of the Indiana Business Corporation Law, as amended (the "IBCL"), and the General Corporation Law of the State of Delaware, as amended ("DGCL"), and desiring to effect a merger of the Merging Corporation with and into the Surviving Corporation, and each acting by its respective authorized officer, hereby set forth the following facts:

**ARTICLE I
MERGING CORPORATION**

A. The name of the corporation merging with and into the Surviving Corporation is Menguin, Inc.

B. The Merging Corporation is an Indiana corporation existing pursuant to the provisions of the IBCL and was incorporated on March 1, 2013.

**ARTICLE II
SURVIVING CORPORATION**

A. The name of the corporation surviving the merger is Gen Tux, Inc.

B. The Surviving Corporation is a Delaware corporation existing pursuant to the provisions of the DGCL and was incorporated on July 20, 2017.

C. The name of the Surviving Corporation subsequent to the Effective Time (as defined below) of the merger shall be Menguin, Inc.

**ARTICLE III
MANNER OF ADOPTION AND VOTE**

The manner of adoption and vote by which the Agreement and Plan of Merger of the Merging Corporation with and into the Surviving Corporation (the "Plan") was approved by the Merging Corporation and the Surviving Corporation are as follows:

A. Approval by the Merging Corporation.

1. Approval of the Board of Directors. The Plan and the performance of its terms were duly authorized and approved by unanimous written consent of the Board of Directors of the Merging Corporation on August 17, 2017.

2017 SEP -5 PM 12:02
REGISTRATION DIV.

2. Approval of Shareholders. The Plan and the performance of its terms were duly authorized and approved by the shareholders of the Merging Corporation on August 28, 2017 as follows:

Number of Outstanding Shares

Share Class	Total # of Shares
Common	94,966
Preferred	22,943
Total	117,909

Number of Votes Entitled to be Cast

Share Class	Total # of Shares
Common	94,966
Preferred	22,943
Total	117,909

Number of Votes in Favor

Share Class	# of Shares Voting "FOR"
Common	93,966
Preferred	22,943
Total	116,909

Number of Votes Against

Share Class	# of Shares Voting "AGAINST"
Common	0
Preferred	0
Total	0

3. Compliance with Legal Requirements. The manner of adoption of the Plan constitutes full legal compliance with the provisions of the IBCL and the Articles of Incorporation and Bylaws then in effect of the Merging Corporation.

B. Approval by the Surviving Corporation.

1. Approval of the Board of Directors. The Plan and the performance of its terms were duly authorized and approved by written consent of the Board of Directors of the Surviving Corporation on August 15, 2017.

2. Approval of Shareholder. The Plan and the performance of its terms were duly authorized and approved by written consent of the sole shareholder of the Surviving Corporation on September 5, 2017.

RECORDED
 SEP 5 2017 5 PM 12:02
 CORPORATION, IN.

3. Compliance with Legal Requirements. The manner of adoption of the Plan constitutes full legal compliance with the provisions of the IBCL and the Certificate of Incorporation and Bylaws then in effect of the Surviving Corporation.

ARTICLE IV
EFFECTIVE TIME

The effective time and date of the merger hereby effectuated shall be upon filing of these Articles of Merger with the Secretary of State of the State of Indiana on September 5, 2017 (the "Effective Time").


[Signature Page Follows]

RECEIVED
CORPORATION DIV.
2017 SEP -5 PM 12:02

I certify that I am authorized to execute this document and I further certify that I understand that by signing this document, I am subject to the penalties of perjury as if I had signed this document under oath.

Executed as of this 5th day of September, 2017.

Menguin, Inc.

By: 
Justin Delaney, CEO

I certify that I am authorized to execute this document and I further certify that I understand that by signing this document, I am subject to the penalties of perjury as if I had signed this document under oath.

Executed as of this ___ day of _____, 2017.

Gen Tux, Inc.

By: _____
George Zimmer, CEO

RECEIVED
CORPORATIONS DIV.
2017 SEP -5 PM 12:02

I certify that I am authorized to execute this document and I further certify that I understand that by signing this document, I am subject to the penalties of perjury as if I had signed this document under oath.

Executed as of this ___ day of _____, 2017.


Menguin, Inc.

By: _____
Justin Delaney, CEO

I certify that I am authorized to execute this document and I further certify that I understand that by signing this document, I am subject to the penalties of perjury as if I had signed this document under oath.

Executed as of this 5th day of September, 2017.

Gen Tux, Inc.

By:  _____
George Zimmer, CEO

Signature Page to Articles of Merger