

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM454918

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER		
EFFECTIVE DATE:	12/13/2017		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
TonerTiger, Inc.		12/08/2017	Corporation: TEXAS
RECEIVING PARTY DATA			
Name:	Benchmark Business Solutions, Inc.		
Street Address:	3874 Highland Park NW		
City:	North Canton		
State/Country:	OHIO		
Postal Code:	44720		
Entity Type:	Corporation: TEXAS		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	3175814	TONERTIGER	
CORRESPONDENCE DATA			
Fax Number:	9495676710		
<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:	9498527792		
Email:	ipprosecution@orrick.com		
Correspondent Name:	ORRICK, HERRINGTON & SUTCLIFFE LLP/VHS		
Address Line 1:	2050 MAIN STREET, SUite 1100		
Address Line 4:	IRVINE, CALIFORNIA 92614		
ATTORNEY DOCKET NUMBER:	11196-22		
NAME OF SUBMITTER:	Victor Santos		
SIGNATURE:	/Victor Santos/		
DATE SIGNED:	12/18/2017		
Total Attachments: 7			
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Corporations Section
P.O.Box 13697
Austin, Texas 78711-3697



Rolando B. Pablos
Secretary of State

Office of the Secretary of State

December 14, 2017

Capitol Services Inc
P O Box 1831
Austin, TX 78767 USA

RE:
BENCHMARK BUSINESS SOLUTIONS, INC. (File Number: 133009800)

It has been our pleasure to approve and place on record the filing instrument effecting a merger. The appropriate evidence of filing is attached for your files. Payment of the filing fee is acknowledged by this letter.

If we can be of further service at any time, please let us know.

Sincerely,

Corporations Section
Business & Public Filings Division
(512) 463-5555

Enclosure



Office of the Secretary of State

CERTIFICATE OF MERGER

The undersigned, as Secretary of State of Texas, hereby certifies that a filing instrument merging

TONERTIGER, INC.
Domestic For-Profit Corporation
[File Number: 800035754]

Into

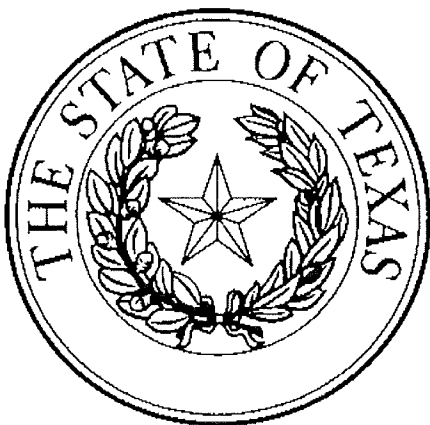
BENCHMARK BUSINESS SOLUTIONS, INC.
Domestic For-Profit Corporation
[File Number: 133009800]

has been received in this office and has been found to conform to law.

Accordingly, the undersigned, as Secretary of State, and by the virtue of the authority vested in the secretary by law, hereby issues this certificate evidencing the acceptance and filing of the merger on the date shown below.

Dated: 12/13/2017

Effective: 12/13/2017



A handwritten signature in black ink, appearing to read "R. Pablos".

Rolando B. Pablos
Secretary of State

Form 623
(Revised 12/15)
Return in duplicate to:
Secretary of State
P.O. Box 13697
Austin, TX 78711-3697
512 463-5555
FAX: 512 463-5709
Filing Fee: see instructions



**Parent-Subsidiary
Certificate of Merger
Business Organizations Code**

This space reserved for office use.

FILED
In the Office of the
Secretary of State of Texas
DEC 13 2017
Corporations Section

Parties to the Merger

Pursuant to chapter 10 of the Texas Business Organizations Code, and the title applicable to each domestic filing entity identified below, the undersigned parties submit this certificate of merger.

The name, organizational form, and state of incorporation or organization, and file number, if any, issued by the secretary of state for the parent and subsidiary organization(s) are as follows:

Parent

Benchmark Business Solutions, Inc.

Name of Organization

The organization is a For-profit corporation It is organized under the laws of
Specify organizational form (e.g., for-profit corporation)

TX USA The file number, if any, is 0133009800
State Country Texas Secretary of State file number

If not a domestic entity, its registered or principal office address in its jurisdiction of formation is:

Street Address City State Country

Subsidiary 1

TonerTiger, Inc.

Name of Organization

The organization is a: For-profit corporation It is organized under the laws of:
Specify organizational form (e.g., for-profit corporation)

TX USA The file number, if any, is 0800035754
State Country Texas Secretary of State file number

If not a domestic entity, its registered or principal office address in its jurisdiction of formation is:

Street Address City State Country

The number of outstanding ownership interests of each class or series and the number and percentage of ownership interests of each class or series owned by the parent organization are as follows:

<i>Number of ownership interests outstanding</i>	<i>Class</i>	<i>Series</i>	<i>Number owned by parent</i>	<i>Percentage Owned</i>
1,000	Stock	Common	1,000	100%

The organization will survive the merger. The organization will not survive the merger.

Subsidiary 2

Name of Organization

The organization is a: _____ It is organized under the laws of:
Specify organizational form (e.g., for-profit corporation)

The file number, if any, is: _____
State Country Texas Secretary of State file number
If not a domestic entity, its registered or principal office address in its jurisdiction of formation is:

Street Address City State Country
The number of outstanding ownership interests of each class or series and the number and percentage of ownership interests of each class or series owned by the parent organization are as follows:

Number of ownership interests outstanding Class Series Number owned by parent Percentage Owned

The organization will survive the merger. The organization will not survive the merger.

Subsidiary 3

Name of Organization
The organization is a: _____ It is organized under the laws of:
Specify organizational form (e.g., for-profit corporation)

The file number, if any, is: _____
State Country Texas Secretary of State file number
If not a domestic entity, its registered or principal office address in its jurisdiction of formation is:

Street Address City State Country
The number of outstanding ownership interests of each class or series and the number and percentage of ownership interests of each class or series owned by the parent organization are as follows:

Number of ownership interests outstanding Class Series Number owned by parent Percentage Owned

The organization will survive the merger. The organization will not survive the merger.

Resolution of Merger

A copy of the resolution of merger is attached.

The attached resolution was adopted and approved by the governing authority of the parent organization as required by the laws of its jurisdiction of formation and by its governing documents.

The resolution was adopted by the parent organization on 12/08/2017
mm/dd/yyyy

Organizations Created by Merger

The name, jurisdiction of organization, principal place of business address, and entity description of each entity or other organization to be created pursuant to the resolution of merger are set forth below. The certificate of formation of each new domestic filing entity to be created is being filed with this certificate of merger.

Name of New Organization 1 Jurisdiction Entity Type (See instructions)

Principal Place of Business Address City State Zip Code

AUTHORIZATION OF MERGER WITH TONERTIGER, INC.

Approval Short-Form Merger with TonerTiger, Inc.

WHEREAS: TonerTiger, Inc., a Texas corporation (“TonerTiger”) is a wholly-owned subsidiary of Benchmark Business Solutions, Inc. (the “Company”).

WHEREAS: The Board of Directors of the Company (the “Board”) has determined that is advisable, fair and in the best interest of the Company and its sole shareholder to merge TonerTiger with and into the Company in a statutory short-form merger pursuant to Section 10.006 of the Texas Business Organizations Code (the “Texas Code”), with the result that the Company will be the surviving corporation of the transaction (the “TonerTiger Merger”).

WHEREAS: The Board has reviewed the information provided by management and by the Company’s legal advisors, and the Board has considered the recommendations of management and the advice of the Company’s legal advisors concerning the TonerTiger Merger.

WHEREAS: The Board has considered such other information as it considered relevant, including the advantages and disadvantages of the TonerTiger Merger, general market conditions and the various strategic opportunities available to the Company, any competitive offers, and the Company’s sales model.

NOW, THEREFORE, BE IT RESOLVED: That, after careful consideration, the Board hereby declares it to be in the best interests of, and fair, just and reasonable as to the Company and sole shareholder to authorize and approve the TonerTiger Merger.

RESOLVED FURTHER: That the Board hereby authorizes and approves the TonerTiger Merger.

RESOLVED FURTHER: That the pursuant to Section 10.006 of the Texas Code, approval by Board constitutes final approval of the TonerTiger Merger.

RESOLVED FURTHER: That the officers of the Company, and each of them with full authority to act without the others, are hereby authorized to do all things necessary or desirable, in their sole discretion, to effect the TonerTiger Merger and to otherwise carry out the purposes and intent of these resolutions.

Governmental Filings; Certificate of Merger for TonerTiger Merger

RESOLVED: That the officers of the Company be, and each of them hereby is, authorized and directed to execute, acknowledge, deliver and file with appropriate governmental bodies and regulatory agencies (federal, state, local and foreign) in the name and on behalf of the Company, directly or by or through such agent, agents, attorney-in-fact or attorneys-in-fact as any such officer may designate or

appoint (each such officer being authorized and empowered for and in the name and on behalf of the Company to designate or appoint one or more agents or attorneys-in-fact, or both, as such officer or officers shall deem advisable for such purpose), a certificate of merger and any and all reports, schedules, statements, consents, contracts, agreements, certificates, documents and information with respect to the TonerTiger Merger and to do and perform any and all such other further acts, matters and things as may be necessary, proper or advisable, duly, punctually, fully and effectively, to perform and carry out the TonerTiger Merger and the transactions contemplated thereby, and to take any and all such other actions that such officer or officers deem necessary, proper or appropriate in order to comply with the applicable laws of any jurisdiction, state, federal or otherwise, to effectuate the TonerTiger Merger and the other transactions contemplated by these resolutions.

Ratification

RESOLVED: That all actions taken heretofore by the officers and directors with respect to all matters contemplated by the foregoing resolutions and the transactions contemplated thereby are hereby approved, adopted, ratified and confirmed.

Omnibus Resolution

RESOLVED: That each of the officers is authorized and empowered to take all such actions (including, without limitation, soliciting appropriate consents or waivers from shareholders) and to execute and deliver all such documents as may be necessary or advisable to carry out the intent and accomplish the purposes of the foregoing resolutions and to effect any transactions contemplated thereby and the performance of any such actions and the execution and delivery of any such documents shall be conclusive evidence of the approval of the Board thereof and all matters relating thereto.

[Signature Page Follows]