

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
 Stylesheet Version v1.2

ETAS ID: TM457426

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	MERGER		
<b>EFFECTIVE DATE:</b>	01/01/2018		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
KIK Holdco Company Inc.		12/15/2017	Corporation: CANADA
Lavo Inc.		12/15/2017	Corporation: CANADA
AutoSupply Acquisition Canada Inc.		12/15/2017	Corporation: CANADA
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	KIK HOLDCO COMPANY INC		
<b>Street Address:</b>	101 MacIntosh Blvd		
<b>City:</b>	Concord		
<b>State/Country:</b>	CANADA		
<b>Postal Code:</b>	L4K 4R5		
<b>Entity Type:</b>	Corporation: CANADA		
<b>PROPERTY NUMBERS Total: 9</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Serial Number:</b>	87175990	ARCTIC POWER	
<b>Registration Number:</b>	4503532	ECORESPECT	
<b>Serial Number:</b>	87551402	HERTEL	
<b>Registration Number:</b>	4603384	HERTEL	
<b>Serial Number:</b>	87249148	HERTEL	
<b>Registration Number:</b>	5184197	LA PARISIENNE	
<b>Registration Number:</b>	2234493	NORTH BRIGHT	
<b>Serial Number:</b>	86798891	NORTH BRIGHT	
<b>Serial Number:</b>	87703055	POLAR PAKS	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	5143974382		
<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>			
<b>Phone:</b>	514-397-7605		
<b>Email:</b>	Cdesjardins@ggd.com		
<b>Correspondent Name:</b>	Chantal desjardins		

TRADEMARK

<b>Address Line 1:</b>	2000 McGill College, suite 2200
<b>Address Line 4:</b>	Montreal, CANADA H3A 3H3

<b>NAME OF SUBMITTER:</b>	Chantal Desjardins
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<b>SIGNATURE:</b>	/chantaldesjardins/
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<b>DATE SIGNED:</b>	01/09/2018
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**Total Attachments: 13**

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5. Method of amalgamation, check A or B  
Méthode choisie pour la fusion – Cocher A ou B :

A - Amalgamation Agreement / Convention de fusion :



The amalgamation agreement has been duly adopted by the shareholders of each of the amalgamating corporations as required by subsection 176 (4) of the *Business Corporations Act* on the date set out below.

Les actionnaires de chaque société qui fusionne ont dûment adopté la convention de fusion conformément au paragraphe 176(4) de la *Loi sur les sociétés par actions* à la date mentionnée ci-dessous.

or  
ou

B - Amalgamation of a holding corporation and one or more of its subsidiaries or amalgamation of subsidiaries / Fusion d'une société mère avec une ou plusieurs de ses filiales ou fusion de filiales :



The amalgamation has been approved by the directors of each amalgamating corporation by a resolution as required by section 177 of the *Business Corporations Act* on the date set out below.

Les administrateurs de chaque société qui fusionne ont approuvé la fusion par voie de résolution conformément à l'article 177 de la *Loi sur les sociétés par actions* à la date mentionnée ci-dessous.

The articles of amalgamation in substance contain the provisions of the articles of incorporation of  
Les statuts de fusion reprennent essentiellement les dispositions des statuts constitutifs de

KIK Holdco Company Inc.

and are more particularly set out in these articles.  
et sont énoncées textuellement aux présents statuts.

Names of amalgamating corporations Dénomination sociale des sociétés qui fusionnent	Ontario Corporation Number Numéro de la société en Ontario	Date of Adoption/Approval Date d'adoption ou d'approbation		
		Year année	Month mois	Day jour
KIK Holdco Company Inc.	1909228	2017	12	15
Lavo Inc.	1979167	2017	12	15
AutoSupply Acquisition Canada Inc.	2505349	2017	12	15

6. Restrictions, if any, on business the corporation may carry on or on powers the corporation may exercise.  
Limites, s'il y a lieu, imposées aux activités commerciales ou aux pouvoirs de la société.

There shall be no restrictions on the business that the Corporation may carry on.

7. The classes and any maximum number of shares that the corporation is authorized to issue:  
Catégories et nombre maximal, s'il y a lieu, d'actions que la société est autorisée à émettre :

The authorized capital of the Corporation shall be an unlimited number of common shares.

8. Rights, privileges, restrictions and conditions (if any) attaching to each class of shares and directors authority with respect to any class of shares which may be issued in series:

Droits, privilèges, restrictions et conditions, s'il y a lieu, rattachés à chaque catégorie d'actions et pouvoirs des administrateurs relatifs à chaque catégorie d'actions qui peut être émise en série :

N/A

9. The issue, transfer or ownership of shares is/is not restricted and the restrictions (if any) are as follows:  
L'émission, le transfert ou la propriété d'actions est/est pas restreint. Les restrictions, s'il y a lieu, sont les suivantes :

The securities of the Corporation, other than non-convertible debt securities, may not be transferred unless:

(a) The consent of the directors of the Corporation is obtained or the consent of the shareholders holding more than 50% of the shares entitled to vote at such time is obtained;  
or

(b) In the case of securities, other than shares, which are subject to restrictions on transfer contained in a security holders' agreement, such restrictions on transfer are complied with.

The consent of the directors or the shareholders for the purposes of this section is evidenced by a resolution of the directors or shareholders, as the case may be, or by instrument or instruments in writing signed by all of the directors, or shareholders holding more than 50% of the shares entitled to vote at such time, as the case may be.

10. Other provisions, (if any)  
Autres dispositions, s'il y a lieu :

(a) The number of beneficial shareholders of the Corporation, exclusive of persons who are in the employment of the Corporation and exclusive of persons who, having been formerly in the employment of the Corporation, were, while in that employment, and have continued after termination of that employment to be, shareholders of the Corporation, is limited to not more than fifty, two or more persons who are the joint owners of one or more shares being counted as one shareholder.

(b) Any invitation to the public to subscribe for securities of the Corporation is prohibited.

(c) The Corporation shall have a lien on the shares registered in the name of the shareholder or their legal representative for a debt of the shareholder to the Corporation.

11. The statements required by subsection 178(2) of the *Business Corporations Act* are attached as Schedule "A".  
Les déclarations exigées aux termes du paragraphe 178(2) de la *Loi sur les sociétés par actions* constituent l'annexe A.

12. A copy of the amalgamation agreement or directors' resolutions (as the case may be) is/are attached as Schedule "B".  
Une copie de la convention de fusion ou les résolutions des administrateurs (selon le cas) constitue(nt) l'annexe B.

These articles are signed in duplicate.  
Les présents statuts sont signés en double exemplaire.

Name and original signature of a director or authorized signing officer of each of the amalgamating corporations. Include the name of each corporation, the signatories name and description of office (e.g. president, secretary). Only a director or authorized signing officer can sign on behalf of the corporation. / Nom et signature originale d'un administrateur ou d'un signataire autorisé de chaque société qui fusionne. Indiquer la dénomination sociale de chaque société, le nom du signataire et sa fonction (p. ex. : président, secrétaire). Seul un administrateur ou un dirigeant habilité peut signer au nom de la société.

KIK Holdco Company Inc.

Names of Corporations / Dénomination sociale des sociétés

By / Par



Alay Shah

Director

Signature / Signature

Print name of signatory /  
Nom du signataire en lettres moulées

Description of Office / Fonction

Lavo Inc.

Names of Corporations / Dénomination sociale des sociétés

By / Par



Alay Shah

Director

Signature / Signature

Print name of signatory /  
Nom du signataire en lettres moulées

Description of Office / Fonction

AutoSupply Acquisition Canada Inc.

Names of Corporations / Dénomination sociale des sociétés

By / Par



Alay Shah

Director

Signature / Signature

Print name of signatory /  
Nom du signataire en lettres moulées

Description of Office / Fonction

Names of Corporations / Dénomination sociale des sociétés

By / Par



Alay Shah

Director

Signature / Signature

Print name of signatory /  
Nom du signataire en lettres moulées

Description of Office / Fonction

Names of Corporations / Dénomination sociale des sociétés

By / Par



Alay Shah

Director

Signature / Signature

Print name of signatory /  
Nom du signataire en lettres moulées

Description of Office / Fonction



**STATEMENT OF A DIRECTOR  
OF  
KIK HOLDCO COMPANY INC.  
AND  
LAVO INC.  
AND  
AUTOSUPPLY ACQUISITION CANADA INC.**

**PURSUANT TO SECTION 178(2) OF  
THE *BUSINESS CORPORATIONS ACT* (ONTARIO)**

I, Alay Shah, of the City of Mississauga, in the Province of Ontario, state that:

1. This Statement is made pursuant to Section 178(2) of the *Business Corporations Act* (Ontario).
2. I am a director of KIK Holdco Company Inc., Lavo Inc. and AutoSupply Acquisition Canada Inc. and as such have knowledge of their affairs.
3. The amalgamation of KIK Holdco Company Inc., Lavo Inc. and AutoSupply Acquisition Canada Inc. (collectively the "Amalgamating Corporations") has been approved.
4. There are reasonable grounds for believing that:
  - (a) each of the Amalgamating Corporations is, and the corporation resulting from the amalgamation of the Amalgamating Corporations (the "Amalgamated Corporation") will be, able to pay its liabilities as they become due;
  - (b) the realizable value of the Amalgamated Corporation's assets will not be less than the aggregate of its liabilities and stated capital of all classes; and
  - (c) adequate notice has been given to all known creditors of the Amalgamating Corporations.

DATED the 15th day of December, 2017



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Alay Shah  
Director, KIK Holdco Company Inc.  
Director, Lavo Inc.  
Director, AutoSupply Acquisition Canada Inc.

**RESOLUTION OF THE DIRECTORS  
OF  
KIK HOLDCO COMPANY INC.  
(the "Corporation")**

**RECITALS:**

- A. The Corporation is the holding corporation of the wholly-owned subsidiaries, Lavo Inc. and AutoSupply Acquisition Canada Inc. (collectively the "Subcos").
- B. The Corporation has agreed to amalgamate with the Subcos pursuant to Section 177(1) of the *Business Corporations Act* (Ontario) (the "Act").

**NOW THEREFORE BE IT RESOLVED THAT:**

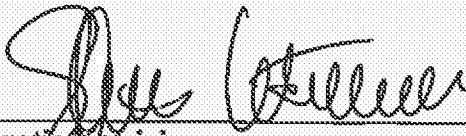
**Amalgamation**


- 1. The amalgamation of the Corporation and the Subcos pursuant to Section 177(1) of the Act is hereby approved.
- 2. Upon the endorsement of a certificate of amalgamation pursuant to Section 178(4) of the Act, the shares of the Subcos shall be cancelled without any repayment of capital in respect thereof.
- 3. The by-laws of the amalgamated corporation (the "Amalgamated Corporation") shall be the same as the by-laws of the Corporation.
- 4. The articles of amalgamation of the Amalgamated Corporation shall be the same as the articles of the Corporation, except as may be prescribed in the regulations of the Act.
- 5. No securities shall be issued and no assets shall be distributed by the Amalgamated Corporation in connection with such amalgamation.
- 6. Any one officer or any one director of the Corporation (each, an "Authorized Officer") is hereby authorized on behalf of the Corporation to execute and deliver all documents in the name and on behalf of the Corporation and under its corporate seal or otherwise, on such terms and conditions and in such form deemed necessary and/or desirable and approved by such Authorized Officer with such changes and modifications thereto as such Authorized Officer may in his or her discretion approve, including the execution and delivery to the Ministry of Government and Consumer Services of articles of amalgamation to give effect to the foregoing resolutions.
- 7. Each Authorized Officer is hereby authorized and directed to take all such further actions, to execute and deliver such further agreements, instruments and documents in writing and to do all such other acts and things as in his or her opinion may be necessary and/or desirable in the name and on behalf of the Corporation and under its corporate seal or otherwise to give effect to the foregoing resolutions, which opinion shall be conclusively

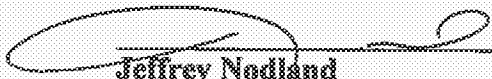
evidenced by the taking of such further actions, the execution and delivery of such further agreements, instruments and documents and the doing of such other acts and things.

The undersigned, being all of the directors of the Corporation, sign the foregoing resolution in accordance with the provisions of the *Business Corporations Act* (Ontario).

DATED the 15<sup>th</sup> day of December, 2017.

  
Stratis Katsiris

  
Alay Shah

  
Jeffrey Nodland

**RESOLUTION OF THE DIRECTORS  
OF  
LAVO INC.  
(the "Corporation")**

**RECITALS:**

- A. The Corporation and AutoSupply Acquisition Canada Inc. ("AutoSupply") are wholly-owned subsidiaries of KIK Holdco Company Inc. ("Holdco").
- B. The Corporation has agreed to amalgamate with AutoSupply and Holdco pursuant to Section 177(1) of the *Business Corporations Act* (Ontario) (the "Act").


**NOW THEREFORE BE IT RESOLVED THAT:**

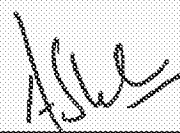
**Amalgamation**


- 1. The amalgamation of the Corporation, AutoSupply and Holdco pursuant to Section 177(1) of the Act is hereby approved.
- 2. Upon the endorsement of a certificate of amalgamation pursuant to Section 178(4) of the Act, the shares of the Corporation and AutoSupply shall be cancelled without any repayment of capital in respect thereof.
- 3. The by-laws of the amalgamated corporation (the "Amalgamated Corporation") shall be the same as the by-laws of Holdco.
- 4. The articles of amalgamation of the Amalgamated Corporation shall be the same as the articles of Holdco, except as may be prescribed in the regulations of the Act.
- 5. No securities shall be issued and no assets shall be distributed by the Amalgamated Corporation in connection with such amalgamation.
- 6. Any one officer or any one director of the Corporation (each, an "Authorized Officer") is hereby authorized on behalf of the Corporation to execute and deliver all documents in the name and on behalf of the Corporation and under its corporate seal or otherwise, on such terms and conditions and in such form deemed necessary and/or desirable and approved by such Authorized Officer with such changes and modifications thereto as such Authorized Officer may in his or her discretion approve, including the execution and delivery to the Ministry of Government and Consumer Services of articles of amalgamation to give effect to the foregoing resolutions.
- 7. Each Authorized Officer is hereby authorized and directed to take all such further actions, to execute and deliver such further agreements, instruments and documents in writing and to do all such other acts and things as in his or her opinion may be necessary and/or desirable in the name and on behalf of the Corporation and under its corporate seal or otherwise to give effect to the foregoing resolutions, which opinion shall be conclusively evidenced by the taking of such further actions, the execution and delivery of such further agreements, instruments and documents and the doing of such other acts and things.

The undersigned, being all of the directors of the Corporation, sign the foregoing resolution in accordance with the provisions of the *Business Corporations Act* (Ontario).

DATED the 15<sup>th</sup> day of December, 2017.

  
\_\_\_\_\_  
Stratis Katsiris

  
\_\_\_\_\_  
Alay Shah

  
\_\_\_\_\_  
Jeffrey Nodland

**RESOLUTION OF THE DIRECTORS  
OF  
AUTOSUPPLY ACQUISITION CANADA INC.  
(the "Corporation")**

**RECITALS:**

- A. The Corporation and Lavo Inc. ("Lavo") are wholly-owned subsidiaries of KIK Holdco Company Inc. ("Holdco").
- B. The Corporation has agreed to amalgamate with Lavo and Holdco pursuant to Section 177(1) of the *Business Corporations Act* (Ontario) (the "Act").


**NOW THEREFORE BE IT RESOLVED THAT:**


**Amalgamation**

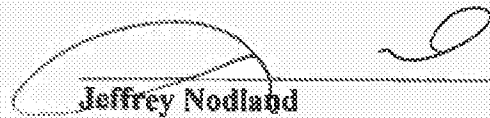
- 1. The amalgamation of the Corporation, Lavo and Holdco pursuant to Section 177(1) of the Act is hereby approved.
- 2. Upon the endorsement of a certificate of amalgamation pursuant to Section 178(4) of the Act, the shares of the Corporation and Lavo shall be cancelled without any repayment of capital in respect thereof.
- 3. The by-laws of the amalgamated corporation (the "Amalgamated Corporation") shall be the same as the by-laws of Holdco.
- 4. The articles of amalgamation of the Amalgamated Corporation shall be the same as the articles of Holdco, except as may be prescribed in the regulations of the Act.
- 5. No securities shall be issued and no assets shall be distributed by the Amalgamated Corporation in connection with such amalgamation.
- 6. Any one officer or any one director of the Corporation (each, an "Authorized Officer") is hereby authorized on behalf of the Corporation to execute and deliver all documents in the name and on behalf of the Corporation and under its corporate seal or otherwise, on such terms and conditions and in such form deemed necessary and/or desirable and approved by such Authorized Officer with such changes and modifications thereto as such Authorized Officer may in his or her discretion approve, including the execution and delivery to the Ministry of Government and Consumer Services of articles of amalgamation to give effect to the foregoing resolutions.
- 7. Each Authorized Officer is hereby authorized and directed to take all such further actions, to execute and deliver such further agreements, instruments and documents in writing and to do all such other acts and things as in his or her opinion may be necessary and/or desirable in the name and on behalf of the Corporation and under its corporate seal or otherwise to give effect to the foregoing resolutions, which opinion shall be conclusively evidenced by the taking of such further actions, the execution and delivery of such further agreements, instruments and documents and the doing of such other acts and things.

The undersigned, being all of the directors of the Corporation, sign the foregoing resolution in accordance with the provisions of the *Business Corporations Act* (Ontario).

DATED the 15<sup>th</sup> day of December, 2017.

  
\_\_\_\_\_  
Stratis Katsiris

  
\_\_\_\_\_  
Alay Shah

  
\_\_\_\_\_  
Jeffrey Nodland