

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM462829

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT
<b>NATURE OF CONVEYANCE:</b>	MERGER
<b>EFFECTIVE DATE:</b>	02/07/2018

## CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Quest Products, Inc.		02/07/2018	Corporation: ILLINOIS

## RECEIVING PARTY DATA

<b>Name:</b>	Quest Products, LLC
<b>Street Address:</b>	8201 104th Street
<b>Internal Address:</b>	Suite 200
<b>City:</b>	Pleasant Prairie
<b>State/Country:</b>	WISCONSIN
<b>Postal Code:</b>	53158
<b>Entity Type:</b>	Limited Liability Company: DELAWARE

## PROPERTY NUMBERS Total: 19

Property Type	Number	Word Mark
Registration Number:	2939977	ALCOHAWK
Registration Number:	4773048	BEME
Registration Number:	4773060	BEME
Registration Number:	5018690	BLUE SKY OUTDOOR
Registration Number:	3930325	CARDIO CHEWS
Registration Number:	4054278	CARDIO JUICE
Registration Number:	5005023	COPPERFIXX
Registration Number:	3612217	DIETCHEK
Registration Number:	3965515	DRUGHAWK
Registration Number:	4332032	GUARDIAN
Registration Number:	4390957	GUARDIAN FOR MEN
Registration Number:	4759770	IHAWK
Registration Number:	5370954	KINGSTON & GRACE
Registration Number:	5011735	POWERED BY QUEST
Registration Number:	5035006	POWERED BY QUEST Q SECURE TRUSTED SAFE
Registration Number:	4079618	PROVENT
Registration Number:	4528869	PROVENT EAROIL

CH \$490.00 2939977

Property Type	Number	Word Mark
Registration Number:	4441400	VITALPAK
Serial Number:	87384955	BLUE GUARD

**CORRESPONDENCE DATA**

**Fax Number:**

*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: 414-298-8351  
 Email: hthole@reinhartlaw.com  
 Correspondent Name: Heidi R. Thole  
 Address Line 1: 1000 N. Water St.  
 Address Line 2: Ste. 2100  
 Address Line 4: Milwaukee, WISCONSIN 53202

<b>NAME OF SUBMITTER:</b>	Heidi R. Thole
<b>SIGNATURE:</b>	/hrt/
<b>DATE SIGNED:</b>	02/21/2018

**Total Attachments: 8**

- source=Quest Products LLC - Certificate of Merger (Delaware - filed)#page1.tif
- source=Quest Products LLC - Certificate of Merger (Delaware - filed)#page2.tif
- source=Quest Products LLC - Articles of Merger (IL - Filed) (3)#page1.tif
- source=Quest Products LLC - Articles of Merger (IL - Filed) (3)#page2.tif
- source=Quest Products LLC - Articles of Merger (IL - Filed) (3)#page3.tif
- source=Quest Products LLC - Articles of Merger (IL - Filed) (3)#page4.tif
- source=Quest Products LLC - Articles of Merger (IL - Filed) (3)#page5.tif
- source=Quest Products LLC - Articles of Merger (IL - Filed) (3)#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:

"QUEST PRODUCTS, INC.", AN ILLINOIS CORPORATION, WITH AND INTO "QUEST PRODUCTS, LLC" UNDER THE NAME OF "QUEST PRODUCTS, LLC", A LIMITED LIABILITY COMPANY ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE ON THE SIXTH DAY OF FEBRUARY, A.D. 2018, AT 10:11 O`CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE SEVENTH DAY OF FEBRUARY, A.D. 2018 AT 12:01 O'CLOCK A.M.



  
Jeffrey W. Bullock, Secretary of State

6641774 8100M  
SR# 20180755424

You may verify this certificate online at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)

Authentication: 202103366  
Date: 02-06-18

TRADEMARK  
REEL: 006276 FRAME: 0714

**STATE OF DELAWARE  
CERTIFICATE OF MERGER OF A  
FOREIGN CORPORATION INTO  
A DOMESTIC LIMITED LIABILITY COMPANY**

Pursuant to Title 6, Section 18-209 of the Delaware Limited Liability Company Act

**First:** The name of the surviving limited liability company is Quest Products, LLC, a Delaware limited liability company.

**Second:** The name of the corporation being merged into this surviving limited liability company is Quest Products, Inc. The jurisdiction in which this corporation was formed is Illinois.

**Third:** The Agreement of Merger has been approved and executed by both the corporation and the limited liability company.

**Fourth:** The name of the surviving limited liability company is Quest Products, LLC.

**Fifth:** The executed Agreement of Merger is on file at 8201 104<sup>th</sup> Street, Pleasant Prairie, Wisconsin 53158, the principal place of business of the surviving limited liability company.

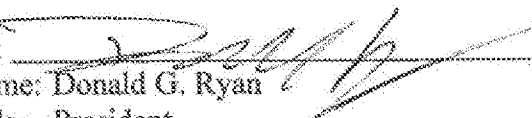
**Sixth:** A copy of the Agreement of Merger will be furnished by the surviving limited liability company on request, without cost, to any member of the limited liability company or any person holding an interest in any other business entity which is to merge or consolidate.

**Seventh:** This Certificate of Merger shall become effective as of 12:01 A.M. Eastern Time, on February 7, 2018.

**IN WITNESS WHEREOF,** said limited liability company has caused this certificate to be signed by an authorized person, this 5th day February, 2018.

QUEST PRODUCTS, LLC,  
a Delaware limited liability company

Quest Products Holdings, Inc.,  
an Illinois corporation, its sole Member

By:   
Name: Donald G. Ryan  
Title: President



## OFFICE OF THE SECRETARY OF STATE

---

JESSE WHITE • Secretary of State

FEBRUARY 6, 2018

6167-259-1

COGENCY GLOBAL INC.  
600 S SECOND ST STE 404  
SPRINGFIELD IL 62704

RE QUEST PRODUCTS, INC.

DEAR SIR OR MADAM:

ENCLOSED YOU WILL FIND ARTICLES OF MERGER REGARDING THE ABOVE CORPORATION.

THE FILING FEE HAS BEEN RECEIVED AND CREDITED.

SINCERELY,

A handwritten signature in cursive script that reads "Jesse White".

JESSE WHITE  
SECRETARY OF STATE  
DEPARTMENT OF BUSINESS SERVICES  
CORPORATION DIVISION  
TELEPHONE (217) 782-6961

FORM **BCA 11.39** (rev. Dec. 2003)  
**ARTICLES OF MERGER**  
**BETWEEN ILLINOIS CORPORATIONS**  
**AND LIMITED LIABILITY COMPANIES**  
 Business Corporation Act

Secretary of State  
 Department of Business Services  
 501 S. Second St., Rm. 350  
 Springfield, IL 62756  
 217-782-6961  
 www.cyberdriveillinois.com

**FILED**

**FEB 06 2018**

**JESSE WHITE**  
**SECRETARY OF STATE**

Remit payment in the form of a  
 check or money order payable  
 to Secretary of State.

The filing fee is \$100, but if merger  
 involves more than two corporations,  
 submit \$50 for each additional corporation.

File # 61672591 Filing Fee: \$ 100.00 Approved: lt

----- Submit in duplicate ----- Type or Print clearly in black ink ----- Do not write above this line -----

1. Names of Corporations and Limited Liability Companies proposing to merge and State or Country of organization or incorporation:

Name of Corporation or Limited Liability Company	State or Country of Organization/Incorporation	Corporation File Number
<u>QUEST PRODUCTS, INC.</u>	<u>Illinois</u>	<u>D 6167-259-1</u>
<u>QUEST PRODUCTS, LLC</u>	<u>Delaware</u>	<u>None</u> <u>NR</u>
_____	_____	_____
_____	_____	_____

2. The laws of the state or country under which each Corporation and Limited Liability Company are organized, permit such merger.

3. a. Name of Surviving Party: Quest Products, LLC

b. Corporation or Limited Liability Company shall be governed by the laws of: Delaware

**For more space, attach additional sheets of this size.**

4. Plan of merger is as follows:  
 See attachment

5. Plan of merger was approved, as to each Limited Liability Company, in compliance with the laws of the state under which it is organized, and (b) as to each Illinois corporation, as follows:

Mark an "X" in one box only for each Illinois Corporation.

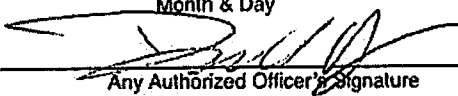
Name of Corporation:	By the shareholders, a resolution of the board of directors having been duly adopted and submitted to a meeting of shareholders. Not less than the minimum number of votes required by statute and by the Articles of Incorporation voted in favor of the action taken. (\$11.20)	By written consent of the shareholders having not less than the minimum number of votes required by statute and by the Articles of Incorporation. Shareholders who have not consented in writing have been given notice in accordance with §7.10. (\$11.20)	By written consent of ALL the shareholders entitled to vote on the action, in accordance with §7.10 and §11.20.
Quest Products, Inc.	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>
_____	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
_____	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
_____	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
_____	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

6. Not applicable if survivor is an Illinois Corporation or an Illinois Limited Liability Company.

It is agreed that, upon and after the filing of Articles of Merger by the Secretary of State of the State of Illinois:

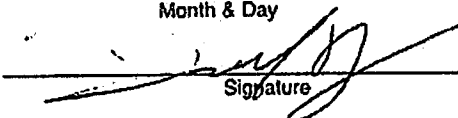
- a. The surviving Limited Liability Company may be served with process in the State of Illinois in any proceeding for the enforcement of any obligation of any Corporation organized under the laws of the State of Illinois which is a party to the merger and in any proceeding for the enforcement of the rights of a dissenting shareholder of any such Corporation organized under the laws of the State of Illinois against the surviving Limited Liability Company.
- b. The Secretary of State of the State of Illinois shall be and is hereby irrevocably appointed as the agent of the surviving Limited Liability Company to accept service of process in any such proceedings, and
- c. The surviving Limited Liability Company will promptly pay to the dissenting shareholders of any Corporation organized under the laws of the State of Illinois which is a party to the merger the amount, if any, to which they shall be entitled under the provisions of The Business Corporation Act of 1983 of the State of Illinois with respect to the rights of dissenting shareholders.

7. a. The undersigned Corporations have caused this statement to be signed by their duly authorized officers, each of whom affirms, under penalties of perjury, that the facts stated herein are true and correct. All signatures must be in **BLACK INK**.

Dated February 5, 2018 QUEST PRODUCTS, INC.  
Month & Day Year Exact Name of Corporation  
  
Any Authorized Officer's Signature  
Donald G. Ryan, President  
Name and Title (type or print)

Dated \_\_\_\_\_, \_\_\_\_\_  
Month & Day Year Exact Name of Corporation  
\_\_\_\_\_  
Any Authorized Officer's Signature  
\_\_\_\_\_  
Name and Title (type or print)

7. b. The undersigned Limited Liability Companies have caused this statement to be signed by their duly authorized person, who affirms, under penalties of perjury, that the facts stated herein are true and correct. All signatures must be in **BLACK INK**.

Dated February 5, 2018 QUEST PRODUCTS, LLC  
Month & Day Year Exact Name of Limited Liability Company  
  
Signature  
Donald G. Ryan, Authorized Signatory  
Name and Title (type or print)

Dated \_\_\_\_\_, \_\_\_\_\_  
Month & Day Year Exact Name of Limited Liability Company  
\_\_\_\_\_  
Signature  
\_\_\_\_\_  
Name and Title (type or print)



**AGREEMENT AND PLAN OF MERGER OF  
QUEST PRODUCTS, INC.  
WITH AND INTO  
QUEST PRODUCTS, LLC**

**THIS AGREEMENT AND PLAN OF MERGER** (this "Plan of Merger"), is entered into as of the 5<sup>th</sup> day of February, 2018, by and between QUEST PRODUCTS, INC., an Illinois corporation ("Quest Illinois"), and QUEST PRODUCTS, LLC, a Delaware limited liability company ("Quest Delaware").

**WHEREAS**, Quest Illinois and Quest Delaware desire that Quest Illinois should be merged with and into Quest Delaware, with Quest Delaware thereafter to be possessed of all the estate, property, rights, privileges and franchises of Quest Illinois.

**THEREFORE**, Quest Illinois and Quest Delaware agree as follows:

1. As soon as practicable after the adoption of this Plan of Merger, appropriate documents shall be filed in the office of the Secretary of State of Illinois and the office of the Secretary of State of Delaware to effectuate the Merger contemplated hereby. The term "Effective Time" as used herein shall mean 12:01 A.M. Eastern Time on February 7, 2018.

2. At the Effective Time, Quest Illinois shall be merged with and into Quest Delaware, and the separate corporate existence of Quest Illinois shall cease (such transaction, the "Merger"). Quest Delaware shall be the surviving entity, shall continue as a Delaware limited liability company, and it shall continue to be governed by the laws of the State of Delaware. (Quest Delaware, in such capacity, may be referred to as the "Surviving Entity")

3. The Certificate of Formation of Quest Delaware shall continue as the Certificate of Formation of the Surviving Entity.

4. The Operating Agreement of Quest Delaware in effect immediately prior to the Effective Time shall be the Operating Agreement of the Surviving Entity. The officers and directors of Quest Illinois holding office immediately prior to the Effective Time shall terminate their respective positions as officers and directors of Quest Illinois.

5. The manner and basis for converting the interests, shares, obligations, or other securities of the capital stock of Quest Illinois and the interests, units, obligations, or other securities of the membership interests of Quest Delaware shall be as follows:

(a) The One Hundred and Five (105) shares of common stock of Quest Illinois, which are issued and outstanding immediately prior to the merger shall, by virtue of the Merger and without any action on the part of the holder thereof, be cancelled upon the Effective Time; and

(b) Each share of common stock of Quest Illinois authorized, but not issued immediately prior to the Effective Time, if any, shall not be deemed to be

outstanding and automatically shall, by virtue of the Merger, be canceled and retired and no consideration or distribution shall be deliverable with respect thereto; and

(c) In consideration of the One Hundred and Five (105) shares of Quest Illinois so cancelled, One (1) membership unit of Quest Delaware shall be issued to the former holder of Quest Illinois.

(d) Each membership unit of Quest Delaware that is issued and outstanding immediately prior to the Effective Time shall, by virtue of the Merger and without further action, remain as the issued and outstanding membership units of the Surviving Entity.

6. This Plan of Merger may be amended for any reason at any time prior to the filing of (a) the Articles of Merger Between Illinois Corporations and Limited Liability Companies with the Secretary of State of Illinois and (b) the Certificate of Merger with the Secretary of State of Delaware, by the Board of Directors of Quest Illinois and the Board of Directors of Quest Delaware.

7. The officers of Quest Illinois and Quest Delaware shall: (a) make and execute, under the name and authority of their respective business entities, Articles of Merger Between Illinois Corporations and Limited Liability Companies and the Certificate of Merger and (b) file the same in the offices of the Secretary of State of Illinois and Secretary of State of Delaware.

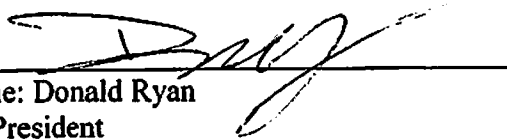
8. The officers of Quest Illinois and Quest Delaware shall do all acts and things whatsoever, whether within or without the States of Illinois or Delaware, which may be in any way necessary or proper to effect said Merger.

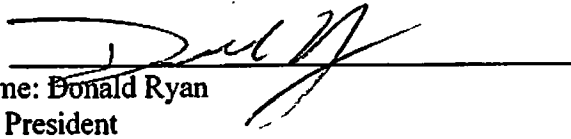
**IN WITNESS WHEREOF**, Quest Illinois and Quest Delaware have caused this Plan of Merger to be signed and attested by their respective officers, as indicated below, as of the date first written above.

**QUEST PRODUCTS, INC.**

**QUEST PRODUCTS, LLC**

QUEST PRODUCTS HOLDINGS, INC., its  
sole member

By:   
Name: Donald Ryan  
Its: President

By:   
Name: Donald Ryan  
Its: President