

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM465331

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	CHANGE OF NAME		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
CoolerSmart USA LLC		11/03/2015	Limited Liability Company: DELAWARE
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Waterlogic East, LLC		
<b>Street Address:</b>	77 McCullough Drive		
<b>Internal Address:</b>	Ste. 9		
<b>City:</b>	New Castle		
<b>State/Country:</b>	DELAWARE		
<b>Postal Code:</b>	19720		
<b>Entity Type:</b>	Limited Liability Company: DELAWARE		
<b>PROPERTY NUMBERS Total: 3</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	4021422	HEALTH CONCEPTS	
<b>Registration Number:</b>	2518562	JAVASMART	
<b>Registration Number:</b>	2559841	COOLERSMART	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	2123548113		
<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>	6463667120		
<b>Email:</b>	iprecordations@whitecase.com		
<b>Correspondent Name:</b>	DANIEL GOLD/WHITE & CASE LLP		
<b>Address Line 1:</b>	1221 AVENUE OF THE AMERICAS		
<b>Address Line 4:</b>	NEW YORK, NEW YORK 10020		
<b>ATTORNEY DOCKET NUMBER:</b>	4448783-0005-N997		
<b>NAME OF SUBMITTER:</b>	Daniel Gold		
<b>SIGNATURE:</b>	/Daniel Gold/		
<b>DATE SIGNED:</b>	03/12/2018		
<b>Total Attachments: 11</b>			
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# Delaware

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The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED ARE TRUE AND CORRECT COPIES OF ALL DOCUMENTS ON FILE OF "WATERLOGIC AMERICAS, LLC" AS RECEIVED AND FILED IN THIS OFFICE.

THE FOLLOWING DOCUMENTS HAVE BEEN CERTIFIED:

CERTIFICATE OF FORMATION, FILED THE EIGHTEENTH DAY OF JANUARY, A.D. 2006, AT 7:54 O`CLOCK P.M.

CERTIFICATE OF CHANGE OF REGISTERED AGENT, FILED THE FIFTEENTH DAY OF SEPTEMBER, A.D. 2014, AT 7:12 O`CLOCK P.M.

CERTIFICATE OF AMENDMENT, CHANGING ITS NAME FROM "COOLERSMART USA LLC" TO "WATERLOGIC EAST, LLC", FILED THE SIXTH DAY OF NOVEMBER, A.D. 2015, AT 4:26 O`CLOCK P.M.

CERTIFICATE OF MERGER, FILED THE THIRTY-FIRST DAY OF JULY, A.D. 2017, AT 2:25 O`CLOCK P.M.

CERTIFICATE OF MERGER, FILED THE THIRTY-FIRST DAY OF JULY, A.D. 2017, AT 2:32 O`CLOCK P.M.



  
Jeffrey W. Bullock, Secretary of State

4096127 8100H  
SR# 20181297573

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

Authentication: 202204627  
Date: 02-23-18

TRADEMARK  
REEL: 006290 FRAME: 0108

# Delaware

The First State


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*CERTIFICATE OF AMENDMENT, CHANGING ITS NAME FROM "WATERLOGIC EAST, LLC" TO "WATERLOGIC AMERICAS, LLC", FILED THE SEVENTEENTH DAY OF OCTOBER, A.D. 2017, AT 2:35 O`CLOCK P.M.*

*CERTIFICATE OF CHANGE OF REGISTERED AGENT, FILED THE EIGHTH DAY OF NOVEMBER, A.D. 2017, AT 4:23 O`CLOCK P.M.*

*AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID CERTIFICATES ARE THE ONLY CERTIFICATES ON RECORD OF THE AFORESAID LIMITED LIABILITY COMPANY, "WATERLOGIC AMERICAS, LLC".*



  
Jeffrey W. Bullock, Secretary of State

4096127 8100H  
SR# 20181297573

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

Authentication: 202204627  
Date: 02-23-18

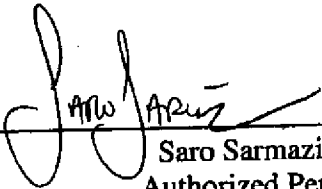
**TRADEMARK**  
**REEL: 006290 FRAME: 0109**

**CERTIFICATE OF FORMATION**  
**OF**  
**COOLERSMART USA LLC**

The undersigned, an authorized natural person, for the purpose of forming a limited liability company under the provisions and subject to the requirements of the State of Delaware (particularly Chapter 18, Title 6 of the Delaware Code and acts amendatory thereof and supplemental thereof, and known, identified and referred to as the "Delaware Limited Liability Company Act"), hereby certifies that:

- FIRST:** The name of the limited liability company (hereinafter called the "limited liability company") is: CoolerSmart USA LLC.
- SECOND:** The address of the registered office and the name and address of the registered agent of the limited liability company required to be maintained by Section 18-104 of the Delaware Limited Liability Company Act are: Corporation Trust Center, 1209 Orange Street, City of Wilmington, County of New Castle, State of Delaware. The name of its registered agent at such address is The Corporation Trust Company.
- THIRD:** This Certificate will be effective immediately upon filing.

Executed this 18th day of January, 2006.

  
Saro Sarmazian  
Authorized Person

STATE OF DELAWARE  
CERTIFICATE OF AMENDMENT CHANGING ONLY THE  
REGISTERED OFFICE OR REGISTERED AGENT OF A  
LIMITED LIABILITY COMPANY

The limited liability company organized and existing under the Limited Liability Company Act of the State of Delaware, hereby certifies as follows:

1. The name of the limited liability company is COOLERSMART USA LLC
2. The Registered Office of the limited liability company in the State of Delaware is changed to 1675 South State St., Ste B  
(street), in the City of Dover  
Zip Code 19901. The name of the Registered Agent at such address upon whom process against this limited liability company may be served is Capitol Services, Inc.

By: [Signature]  
Authorized Person

Name: DAVID R. LUCKNER  
Print or Type

State of Delaware  
Secretary of State  
Division of Corporations  
Delivered 04:26 PM 11/06/2015  
FILED 04:26 PM 11/06/2015  
SR 20150819481 - File Number 4096127

### STATE OF DELAWARE CERTIFICATE OF AMENDMENT

1. Name of Limited Liability Company: CoolerSmart USA LLC

2. The Certificate of Formation of the limited liability company is hereby amended as follows:

The name of the limited liability company shall be changed to Waterlogic East, LLC.

IN WITNESS WHEREOF, the undersigned have executed this Certificate on the 3rd day of November, A.D. 2015

By:   
Authorized Person(s)

Name: Brian K. Brady  
Print or Type

**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.

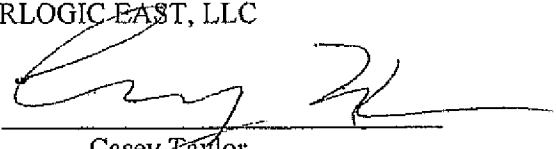
- First:** The name of the surviving Limited Liability Company is Waterlogic East, LLC, a Delaware Limited Liability Company.
- Second:** The name of the Corporation being merged into this surviving Limited Liability Company is Waterlogic West, Inc., a California corporation.
- Third:** The Agreement of Merger has been approved and executed by both entities.
- Fourth:** The name of the surviving domestic Limited Liability Company is Waterlogic East, LLC.
- Fifth:** The Certificate of Formation of the surviving Limited Liability Company, as in effect immediate prior to the effective time of the merger, shall be the Certificate of Formation of the surviving Limited Liability Company.
- Sixth:** The executed Agreement of Merger in on file at:  
Waterlogic East, LLC  
77 McCullough Drive, Ste. 9  
New Castle, DE 19720
- Seventh:** A copy of the Agreement of Merger will be furnished by the surviving Limited Liability Company on request, without cost, to any member of any domestic Limited Liability Company or any person holding an interest in any other business entity which is to merge or consolidate.

*[Signature Page Follows]*



IN WITNESS WHEREOF, the undersigned has executed this Certificate as of this 31<sup>st</sup> day of July, 2017.

WATERLOGIC EAST, LLC

By:   
Name: Casey Taylor  
Title: President

**STATE OF DELAWARE  
CERTIFICATE OF MERGER OF  
DOMESTIC LIMITED LIABILITY COMPANIES**

Pursuant to Title 6, Section 18-209 of the Delaware Limited Liability Act, the undersigned limited liability company executed the following Certificate of Merger:

**FIRST:** The name of the surviving limited liability company is

Waterlogic East, LLC

and the name of the limited liability company being merged into this surviving limited liability company is OneSource Water, LLC

**SECOND:** The Agreement of Merger has been approved, adopted, certified, executed and acknowledged by each of the constituent limited liability companies.

**THIRD:** The name of the surviving limited liability company is

Waterlogic East, LLC

**FOURTH:** The merger is to become effective on July 31, 2017

**FIFTH:** The Agreement of Merger is on file at 77 McCullough Drive,  
Ste. 9, New Castle, DE 19720

the 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 constituent limited liability companies.

**IN WITNESS WHEREOF**, said surviving limited liability company has caused this certificate to be signed by an authorized person, the 31 day of July, A.D., 2017.

By:   
Authorized Person

Name: Casey Taylor

Print or Type

Title: President

**STATE OF DELAWARE  
CERTIFICATE OF AMENDMENT**

1. Name of Limited Liability Company: WATERLOGIC EAST, LLC
2. The Certificate of Formation of the limited liability company is hereby amended as follows:

The name of the limited liability company shall be changed to Waterlogic Americas, LLC.

IN WITNESS WHEREOF, the undersigned have executed this Certificate on the 17th day of October, A.D. 2017.

By: 

Authorized Person(s)

Name: Casey Taylor

Print or Type

STATE OF DELAWARE  
CERTIFICATE OF AMENDMENT CHANGING ONLY THE  
REGISTERED OFFICE OR REGISTERED AGENT OF A  
LIMITED LIABILITY COMPANY

The limited liability company organized and existing under the Limited Liability Company Act of the State of Delaware, hereby certifies as follows:

**FIRST:** The name of limited liability company is: WATERLOGIC AMERICAS, LLC

**SECOND:** The Registered Office of the limited liability company is hereby changed to:

1013 Centre Road, Suite 403-B  
Wilmington, Delaware 19805  
New Castle County

The name of the Registered Agent at such address upon whom process against this limited liability company may be served is:

Vcorp Services, LLC

IN WITNESS WHEREOF, the undersigned have executed this Certificate on November 08, 2017.

/s/ Vanessa Azemar  
Vanessa Azemar,  
Authorized Person

### TRADEMARKS

Trademark	Previous Owner	New Owner	App. No.	App. Date	Reg. No.	Reg. Date
HEALTH CONCEPTS	COOLERSMART USA LLC	WATERLOGIC EAST, LLC	85070922	24-JUN- 2010	4021422	06-SEP- 2011
JAVASMART	COOLERSMART USA LLC	WATERLOGIC EAST, LLC	75919572	15-FEB- 2000	2518562	11-DEC- 2001
COOLERSMART	COOLERSMART USA LLC	WATERLOGIC EAST, LLC	75919574	15-FEB- 2000	2559841	09-APR- 2002