

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
 Stylesheet Version v1.2

ETAS ID: TM469008

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER		
EFFECTIVE DATE:	05/31/2016		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Powin Energy Corporation		05/31/2016	Corporation: OREGON
RECEIVING PARTY DATA			
Name:	Powin Energy Corporation		
Street Address:	20550 SW 115th Ave.		
City:	Tualatin		
State/Country:	OREGON		
Postal Code:	97062		
Entity Type:	Corporation: NEVADA		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Registration Number:	4882384	POWIN ENERGY	
Registration Number:	4865706	POWIN ENERGY	
CORRESPONDENCE DATA			
Fax Number:	5035955301		
<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:	5035955300		
Email:	ptotmdocket@klarquist.com		
Correspondent Name:	Andrew M. Mason		
Address Line 1:	121 SW Salmon Street		
Address Line 2:	One World Trade Center, Suite 1600		
Address Line 4:	Portland, OREGON 97204		
ATTORNEY DOCKET NUMBER:	9888-100567-01		
NAME OF SUBMITTER:	Andrew M. Mason		
SIGNATURE:	/Andrew M. Mason/		
DATE SIGNED:	04/06/2018		
Total Attachments: 4			
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**Articles of Merger - Multi Entity Merger**Secretary of State - Corporation Division - 255 Capitol St. NE, Suite 151 - Salem, OR 97310-1327 - <http://www.FilingInOregon.com> - Phone: (503) 986-2200**FILED****OCT 06 2016****OREGON
SECRETARY OF STATE**

For office use only

REGISTRY NUMBER:

706661-94

In accordance with Oregon Revised Statute 192.410-192.490, the information on this application is public record. We must release this information to all parties upon request and it will be posted on our website.

Please Type or Print Legibly in Black Ink. Attach Additional Sheet if Necessary.

1. NAMES AND TYPES OF THE ENTITIES PROPOSING TO MERGE:**NAME:**

Powin Energy Corporation

ENTITY TYPE:

Oregon corporation

REGISTRY NUMBER:

706661-94

Powin Corporation

Nevada corporation

C973-1985

2. NAME AND TYPE OF SURVIVING ENTITY: Powin Energy Corporation, a Nevada corporation☒ Check here if there is a name change in the plan of merger.**3. SELECT ONE OF THE FOLLOWING:**☒ A copy of the plan of merger is attached.**OR:**☐ The plan of merger is on file at the address of the surviving entity.

Address _____

City _____

State _____

Zip Code _____

A copy will be provided upon request to any owner, member or shareholder at no cost.

If the plan of merger amends the articles of organization/incorporation, attach the restated articles of the surviving entity. Amendment set forth in attached Plan of Merger

☐ State effective date and time in plan of merger if other than when these articles are filed: _____**4. The plan of merger was duly authorized and approved by each entity that is a party to the merger:**☒ A copy of the vote required by each entity is attached.**OR:**☐ Shareholder approval was not required.**5. EXECUTION:**

(Must be signed by an officer or director for a corporation, a member or manager for a limited liability company, a general partner for a limited partnership, or a partner for a limited liability partnership.)

By my signature, I declare as an authorized authority, that this filing has been examined by me and is, to the best of my knowledge and belief, true, correct, and complete. Making false statements in this document is against the law and may be penalized by fines, imprisonment or both.

Signature: _____

Printed Name:

Joseph Lu

Title:

CEO

CONTACT NAME: (To resolve questions with this filing)Leib Orlanski, KL Gates, LLP**PHONE NUMBER:** (Include area code)(310) 552-5044**FEES****POWIN ENERGY CORPORATION**

70666194-17362009

MER

PLAN OF MERGER

PLAN OF MERGER adopted by Powin Corporation, a Nevada corporation ("Surviving Company"), by resolution of its Board of Directors on May 31, 2016, and adopted by Powin Energy Corporation, an Oregon corporation ("Merging Company"), by resolution of its Board of Directors on May 31, 2016.

a. Surviving Company and Merging Company shall, pursuant to Chapter 92A of the Nevada Revised Statutes ("NRS") and Chapter 60 of the Oregon Revised Statutes ("ORS"), be merged with and into a single corporation, Surviving Company, which shall be the surviving corporation at the effective time and date of the merger and which is sometimes hereinafter referred to as the "surviving corporation," and which shall continue to exist as such surviving corporation under the name "Powin Energy Corporation" pursuant to the provisions of the NRS. The separate existence of Merging Company, which is sometimes hereinafter referred to as the "non-surviving corporation," shall cease at the effective time and date of the merger in accordance with the provisions of the ORS.

b. The present Articles of Incorporation of Surviving Company shall be the Articles of Incorporation of the surviving corporation and such Articles of Incorporation shall continue in full force and effect until amended and changed in of the manner prescribed by the provisions of the NRS except that that Article I of such Articles of Incorporation will be amended to read as follows: The name of the corporation is "Powin Energy Corporation."

c. The present bylaws of Surviving Company will be the bylaws of the surviving corporation and will continue in full force and effect until changed, altered, or amended as therein provided and in the manner prescribed by the provisions of the NRS except that the name of the surviving corporation shall be "Powin Energy Corporation."

d. The directors and officers of Surviving Company in office at the effective time and date of the merger shall be the members of the Board of Directors and the officers of the surviving corporation, all of whom shall hold their directorships and offices until their respective successors are elected and qualified or until their tenure is otherwise terminated in accordance with the bylaws of the surviving corporation.

e. Each issued share of Merging Company immediately before the effective time and date of the merger shall be converted into 3,000.66232 shares of the surviving corporation. Each issued share of Surviving Company shall remain one share of the surviving corporation.

f. The Plan of Merger herein made and approved shall be submitted to the shareholders of the non-surviving corporation and to the shareholders of the surviving corporation for their approval or rejection in the manner prescribed by the provisions of the NRS and ORS, as applicable.

g. In the event that the Plan of Merger shall have been approved by the shareholders entitled to vote of the non-surviving corporation and by the shareholders entitled to vote of the surviving corporation in the manner prescribed by the provisions of the NRS and ORS, the non-surviving

corporation and the surviving corporation hereby stipulate that they will cause to be executed and filed and/or recorded any document or documents prescribed by the laws of the State of Nevada or the State of Oregon, and that they will cause to be performed all necessary acts therein and elsewhere to effectuate the merger.

h. The Board of Directors and the proper officers of the non-surviving corporation and the Board of Directors and the proper officers of the surviving corporation, respectively, are hereby authorized, empowered, and directed to do any and all acts and things, and to make, execute, deliver, file, and/or record any and all instruments, papers, and documents which shall be or become necessary, proper, or convenient to carry out or put into effect any of the provisions of this Plan of Merger or of the merger herein provided for.

ATTACHMENT TO OREGON ARTICLES OF MERGER

VOTE REQUIRED BY EACH ENTITY

POWIN ENERGY CORPORATION

CLASS(ES) ENTITLED TO VOTE: COMMON

SHARES OUTSTANDING: 11,765

NUMBER OF VOTES ENTITLED TO BE CAST: 11,765

VOTE REQUIRED: MAJORITY

VOTES IN FAVOR: 11,765

VOTES AGAINST: 0

DID NOT VOTE: 0

POWIN CORPORATION

CLASS(ES) ENTITLED TO VOTE: COMMON

SHARES OUTSTANDING: 29,887,665

NUMBER OF VOTES ENTITLED TO BE CAST: 29,887,665

VOTE REQUIRED: MAJORITY

VOTES IN FAVOR: 19,882,238

VOTES AGAINST: 0

DID NOT VOTE: 10,005,427