

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM468827

| | |
|------------------------------|---------------------------|
| SUBMISSION TYPE: | RESUBMISSION |
| NATURE OF CONVEYANCE: | MERGER AND CHANGE OF NAME |
| EFFECTIVE DATE: | 10/01/2015 |
| RESUBMIT DOCUMENT ID: | 900441826 |

CONVEYING PARTY DATA

| Name | Formerly | Execution Date | Entity Type |
|-------------------------------------|----------|----------------|-----------------------|
| Association for Retail Environments | | 10/01/2015 | Corporation: ILLINOIS |
| Point of Purchase Advertising | | 10/01/2015 | Corporation: NEW YORK |

NEWLY MERGED ENTITY DATA

| Name | Execution Date | Entity Type |
|-----------------|----------------|-----------------------|
| New Association | 10/01/2015 | Corporation: ILLINOIS |

MERGED ENTITY'S NEW NAME (RECEIVING PARTY)

| | |
|------------------------|-------------------------------|
| Name: | Shop Environments Association |
| Street Address: | 4651 Sheridan St Suite 470 |
| City: | Hollywood |
| State/Country: | FLORIDA |
| Postal Code: | 33021 |
| Entity Type: | Corporation: ILLINOIS |

PROPERTY NUMBERS Total: 12

| Property Type | Number | Word Mark |
|----------------|----------|--|
| Serial Number: | 85307301 | SUPPLIER CONNECT |
| Serial Number: | 85676880 | A.R.E. RETAIL DESIGN COLLECTIVE |
| Serial Number: | 85528782 | RETAIL DESIGN COLLECTIVE |
| Serial Number: | 77469018 | A.R.E. |
| Serial Number: | 77468963 | A-R-E ASSOCIATION FOR RETAIL ENVIRONMENT |
| Serial Number: | 87040213 | MARC |
| Serial Number: | 75299340 | CHIEF AWARD |
| Serial Number: | 75299339 | OMA AWARDS |
| Serial Number: | 74476422 | POPAI HALL OF FAME |
| Serial Number: | 73802272 | MARKETPLACE |
| Serial Number: | 73802651 | POPAI |
| Serial Number: | 73802269 | POPAI |

TRADEMARK

CORRESPONDENCE DATA**Fax Number:** 9548937500*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:** 9542414800**Email:** lmelvin@shopassociation.org**Correspondent Name:** Shop Environments Association**Address Line 1:** 4651 Sheridan St. Suite 470**Address Line 4:** Hollywood, FLORIDA 33021

| | |
|---------------------------|---------------|
| NAME OF SUBMITTER: | Leslie Melvin |
|---------------------------|---------------|

| | |
|-------------------|-----------------|
| SIGNATURE: | /Leslie Melvin/ |
|-------------------|-----------------|

| | |
|---------------------|------------|
| DATE SIGNED: | 04/06/2018 |
|---------------------|------------|

Total Attachments: 4source=004_IL- Secretary of State_A.R.E.-ASSOCIATION FOR RETAIL ENVIRONMENENTS
_809610-10-10-0#page1.tifsource=004_IL- Secretary of State_A.R.E.-ASSOCIATION FOR RETAIL ENVIRONMENENTS
_809610-10-10-0#page2.tifsource=004_IL- Secretary of State_A.R.E.-ASSOCIATION FOR RETAIL ENVIRONMENENTS
_809610-10-10-0#page3.tifsource=004_IL- Secretary of State_A.R.E.-ASSOCIATION FOR RETAIL ENVIRONMENENTS
_809610-10-10-0#page4.tif



OFFICE OF THE SECRETARY OF STATE

JESSE WHITE • Secretary of State

OCTOBER 1, 2015

4443-478-4

ILLINOIS CORPORATION SERVICE COMPANY
801 ADLAI STEVENSON DR
SPRINGFIELD IL 62703

RE A.R.E. - ASSOCIATION FOR RETAIL ENVIRONMENTS

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

FILED

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

OCT 01 2015

JESSE WHITE
SECRETARY OF STATE

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

File # 44434784 Filing Fee: \$25.00 Approved: Jt

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

NOTE: Strike inapplicable word in items 1, 3, 4 and 5.

1. Names of the corporations proposing to ^{merger}~~consolidate~~, and the state or country of their incorporation are:

| Name of Corporation | State or Country of Incorporation | File Number |
|--|-----------------------------------|-------------|
| Point of Purchase Advertising International, Inc. | New York | <u>NR</u> |
| A.R.E. -Association for Retail Environments | Illinois | 44434784 |

2. The laws of the state or country under which each corporation is incorporated permit such merger or consolidation.

3. The name of the ^{surviving}~~new~~ corporation: A.R.E. - Association for Retail Environments

and it shall be governed by the laws of: Illinois

4. The plan of the ^{merger}~~consolidation~~ is as follows:

(If space is insufficient, attach additional pages size 8 1/2 x 11.)

See attached Plan and Agreement of Merger

5. The plan of ^{merger} ~~consolidation~~ was approved, (a) as to each corporation not incorporated in Illinois, in compliance with the laws of the state under which it is incorporated, and (b) as to each Illinois corporation, as follows:

(Please indicate the manner by which the plan was approved by inserting the comparable letter in the box following each corporate name.)

- A. By the affirmative vote of a majority of the directors in office, at a meeting of the board of directors. (§ 111.15)
- B. By written consent, signed by all the directors in office, in compliance with Section 108.45 of this Act. (§108.45 & § 111.15)
- C. At a meeting of members by the affirmative vote of members having not less than the minimum number of votes necessary to adopt the plan, as provided by this Act, the articles of incorporation or the bylaws. (§111.20)
- D. By written consent, signed by members having not less than the minimum number of votes necessary to adopt the plan, as provided by this Act, the articles of incorporation or the bylaws, in compliance with Section 107.10 of this Act. (§ 107.10 & § 111.20)

NAME OF ILLINOIS CORPORATION

MANNER

A.R.E - Association for Retail Environments _____

| |
|---|
| C |
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| |

6. (Not applicable if surviving or new corporation is an Illinois corporation)

It is agreed that, upon and after the issuance of a certificate of merger or consolidation by the Secretary of State of the State of Illinois:

- a. The surviving or new corporation may be served with process in this state in any proceeding for the enforcement of any obligation of any domestic corporation which is party to such merger or consolidation.
- b. The Secretary of State of the State of Illinois shall be and hereby is irrevocably appointed as the agent of the surviving or new corporation to accept service of process in any such proceeding.

7. The undersigned corporations have caused these articles to be signed by their duly authorized officers, each of whom affirms, under penalties of perjury, that the facts stated herein are true. (All signatures must be in **Black Ink**.)

Dated: 9/29, 2015 Point of Purchase Advertising International, Inc.
Month Day Year (Exact Name of Corporation)

Michelle Adams Michelle Adams
(Any Authorized Officer's Signature)
POPAI 2015 Chair
(Type or Print Name and Title)

Dated: 09/29, 2015 A.R.E. - Association for Retail Environments
Month Day Year (Exact Name of Corporation)

Robert Rosean
(Any Authorized Officer's Signature)
Robert Rosean, Board President
(Type or Print Name and Title)

Dated: _____, _____ _____
Month Day Year (Exact Name of Corporation)

(Any Authorized Officer's Signature)

(Type or Print Name and Title)

STATE OF NEW YORK

DEPARTMENT OF STATE

I hereby certify that the annexed copy has been compared with the original document in the custody of the Secretary of State and that the same is a true copy of said original.



WITNESS my hand and official seal of the Department of State, at the City of Albany, on October 1, 2015.

Anthony Giardina

Anthony Giardina
Executive Deputy Secretary of State

Rev. 06/13

FILING RECEIPT

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ENTITY NAME: A.R.E. - ASSOCIATION FOR RETAIL ENVIRONMENTS, AN ILLINOIS
NOT-FOR-PROFIT CORPORATION
DOCUMENT TYPE: MERGER (UNA. NFP) COUNTY: UNKN
PROCESS

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FILED:10/01/2015 DURATION:***** CASH#:151001000486 FILM #:151001000476

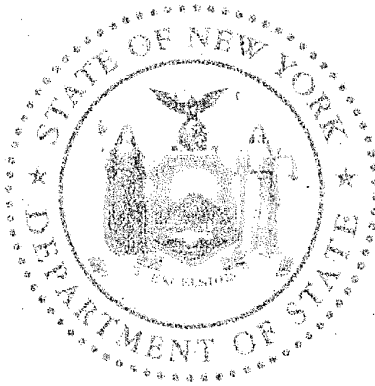
FILER: EFFECT DATE

GKG LAW. P.C. 10/01/2015
SUITE 500 1055 THOMAS JEFFERSON
STREET, N.W.
WASHINGTON, DC 20007

ADDRESS FOR PROCESS:

NEW ASSOCIATION
440 N. WELLS STREET, SUITE 740
CHICAGO, IL 60654

REGISTERED AGENT:



CONSTITUENT NAME: POINT OF PURCHASE ADVERTISING INTERNATIONAL, INC.

=====

SERVICE COMPANY: CORPORATION SERVICE COMPANY - 45 SERVICE CODE: 45

| | | | |
|----------|--------|----------|--------|
| FEEs | 340.00 | PAYMENTS | 340.00 |
| ----- | | ----- | |
| FILING | 30.00 | CASH | 0.00 |
| TAX | 0.00 | CHECK | 0.00 |
| CERT | 0.00 | CHARGE | 0.00 |
| COPIES | 10.00 | DRAWDOWN | 340.00 |
| HANDLING | 300.00 | OPAL | 0.00 |
| | | REFUND | 0.00 |

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**CERTIFICATE OF MERGER OF
POINT OF PURCHASE ADVERTISING INTERNATIONAL, INC.,
A NEW YORK NOT-FOR-PROFIT CORPORATION,
INTO**

**A.R.E. - ASSOCIATION FOR RETAIL ENVIRONMENTS,
AN ILLINOIS NOT-FOR-PROFIT CORPORATION**

Under Section 906 of the New York Not-For-Profit Corporation Law

Pursuant to the provisions of the Not-For-Profit Law of the State of New York, the undersigned, being Point of Purchase Advertising International, Inc., a domestic corporation, and A.R.E. - Association for Retail Environments, a foreign corporation, adopt the following Certificate of Merger for the purpose of merging them into one of such corporations:

FIRST: The name of the foreign constituent corporation, which is to be the surviving corporation is A.R.E. - Association for Retail Environments ("ARE") and the name under which it was formed is the National Association of Store Fixture Manufacturers. The jurisdiction of its incorporation is the State of Illinois, and its date of incorporation therein is July 17, 1964.

ARE has not filed an application for authority to conduct activities in the State of New York, and shall not conduct activities in the State of New York until an application for such authority has been filed.

SECOND: The name of the domestic constituent corporation, which is being merged into ARE, is Point of Purchase Advertising International, Inc. ("POPAI"), and the name under which it was formed is Point of Purchase Advertising Institute, Inc. The date upon which its Certificate of Incorporation as filed by the Department of State is October 15, 1945.

THIRD: POPAI has 188 voting members and 972 nonvoting members. All of its members have voting rights, retaining a single vote on association matters, except for 972 of the Global Members, in classifications as follows:

In the classification of Producer/Supplier Members, consisting of Corporations, Divisions, Partnerships, Sole Proprietors and other entities located in North America and engaged in Marketing at Retail/Advertising as producer/suppliers 138 members.

In the classification of Brand Marketers, consisting of Corporations, Divisions, Partnerships, Sole Proprietors and other entities which manufacture consumer product goods or services for sale at retail - 25 members.

In the classification of Retailers, consisting of Corporations, Divisions, Partnerships, Sole Proprietors and other entities which provide a channel of distribution for the branding or sale of products and/or services to the consumer - 11 members.

In the classification of Agency Members, consisting of Corporations, Divisions, Partnerships, Sole Proprietors and other entities engaged in the creation of advertising and/or sales promotion - 19 members.

In the classification of Associate/Supplier Members, consisting of Corporations, Divisions, Partnerships, Sole Proprietors and other entities located in North America and suppliers of integrated materials and services to the Marketing at Retail/Advertising industry, but not, in the judgment of the Board of Directors, qualifying as a Producer/Supplier Member - 12 members.

In the classification of Educator Members, consisting of persons currently teaching "advertising" in an accredited university, college or school and not otherwise engaged in Marketing at Retail/Advertising - 4 members.

FOURTH: ARE has four (4) classes of membership: Regular Members that has 315 members, Associate Members that has 231 members, Designer Members that has 61 members and Visual Merchandising Members that has 125 members. All of ARE's members have voting rights.

FIFTH: ARE agrees that it may be served with process in the State of New York in any action or special proceeding for the enforcement of any liability or obligation of any domestic corporation or of any foreign corporation, previously amenable to suit in the State of New York, which is a constituent corporation of the merger. ARE agrees that, as the surviving corporation, it may be sued in the State of New York in respect of any property transferred or conveyed to it as provided in section 907, paragraph (c) of the New York Not-for-Profit Corporation Law, or the use made of such property, or any transaction in connection therewith.

SIXTH: ARE designates the Secretary of State of New York as its agent upon whom process against it may be served in the manner set forth in paragraph (b) of section 306 of the New York Not-for-Profit Corporation Law, in any action or special proceeding.

The post office address to which the Secretary of State of New York shall mail a copy of such process is: New Association, 440 N. Wells Street, Suite 740, Chicago, IL 60654.

SEVENTH: The manner in which the plan and agreement of merger was approved by ARE is permitted by the laws of the State of Illinois and is in compliance therewith. The plan and agreement of merger was approved by vote of the members of POPAI, with 93 members voting for the plan and agreement of merger and 9 members voting against, at a meeting at which 102 members, constituting a quorum, were present.

EIGHTH: The merger is permitted by the law of the jurisdiction of each constituent corporation and is in compliance therewith.

NINTH: The effective date of the merger shall be October 1, 2015.

POINT OF PURCHASE ADVERTISING INTERNATIONAL, INC.

BY: Michelle Adams
Title: POPAT 2015 Chair

Date: 9/29/15

Michelle Adams, Chairman

A.R.E. - ASSOCIATION FOR RETAIL ENVIRONMENTS

BY:

Title: _____

Date: _____

Nº 4000

POINT OF PURCHASE ADVERTISING INTERNATIONAL, INC.

BY:

Title:

Date: _____

A.R.E. - ASSOCIATION FOR RETAIL ENVIRONMENTS

BY:

BR

Title:

PRESIDENT of BMMO

Date: *9/29/15*

Bob Rosean, President

CSC 45
Drawdown

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CERTIFICATE OF MERGER

OF

POINT OF PURCHASE ADVERTISING INTERNATIONAL, INC.,
A NEW YORK NOT-FOR-PROFIT CORPORATION,
INTO
A.R.E. - ASSOCIATION FOR RETAIL ENVIRONMENTS,
AN ILLINOIS NOT-FOR-PROFIT CORPORATION

Section 906 of the New York Not-for-Profit Corporation Law

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RECEIVED

2015 OCT -1 AM 10:02

Attorney: GKG LAW. P.C.
Suite 500 1055 Thomas
Jefferson Street, N.W.
Washington, DC 20007
Cust. Ref#809610Ckb

RECEIVED

2015 SEP 30 AM 11:06

DRAWDOWN

ICC

STATE OF NEW YORK
DEPARTMENT OF STATE

FILED OCT - 1 2015

TAX \$ _____

BY: *[Signature]*

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