

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM470989

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	MERGER		
<b>EFFECTIVE DATE:</b>	03/18/2015		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Swobo Bicycles, Inc.		03/18/2015	Corporation: CALIFORNIA
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Santa Cruz Bicycles, Inc.		
<b>Street Address:</b>	2841 Mission Street		
<b>City:</b>	Santa Cruz		
<b>State/Country:</b>	CALIFORNIA		
<b>Postal Code:</b>	95060		
<b>Entity Type:</b>	Corporation: CALIFORNIA		
<b>PROPERTY NUMBERS Total: 1</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	3308215	SWOBO	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	5108341928		
<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>	510-834-6600		
<b>Email:</b>	tmdocket@wendel.com		
<b>Correspondent Name:</b>	Eugene M. Pak		
<b>Address Line 1:</b>	1111 Broadway, 24th Floor		
<b>Address Line 4:</b>	Oakland, CALIFORNIA 94607		
<b>NAME OF SUBMITTER:</b>	Eugene M. Pak		
<b>SIGNATURE:</b>	/Eugene M. Pak/		
<b>DATE SIGNED:</b>	04/24/2018		
<b>Total Attachments: 1</b>			
source=Merger of Swobo Bicycles Inc. into Santa Cruz Bicycles Inc. 2015#page1.tif			

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Secretary of State  
State of California

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AGREEMENT AND PLAN OF MERGER

THIS AGREEMENT AND PLAN OF MERGER (the "Agreement") is entered into as of March 18, 2015, by and between Swobo Bicycles, Inc., a California corporation ("Merging Corporation"), and Santa Cruz Bicycles, Inc., a California corporation ("Surviving Corporation").

1. **Merger.** Merging Corporation shall be merged with and into Surviving Corporation pursuant to the terms and conditions of this Agreement and the applicable provisions of the General Corporation Law of the State of California ("Merger"). The effect of the Merger and the effective date of the Merger are as prescribed by law. The date on which the Merger shall become effective is referred to herein as the "Effective Date." On and after the Effective Date, Surviving Corporation shall continue in existence. The corporate identity, existence, purposes, powers, rights and immunities of Surviving Corporation shall continue unaffected and unimpaired by the Merger. The separate existence and organization of Merging Corporation shall cease on the Effective Date, and Surviving Corporation shall succeed and possess all the properties, rights, privileges, powers, franchises, immunities and purposes, and be subject to all the debts, liabilities, obligations, restrictions, disabilities, penalties and duties of Merging Corporation, all without further act or deed.

2. **Cancellation of Shares of Merging Corporation.** Upon the Effective Date, each outstanding share of the capital stock of Merging Corporation shall be cancelled without consideration.

3. **Outstanding Shares of Surviving Corporation.** The outstanding shares of Surviving Corporation shall remain outstanding and are not affected by the Merger.

4. **Further Assurances.** Merging Corporation shall from time to time, as and when requested by Surviving Corporation, execute and deliver all such documents and instruments and take all such action necessary or desirable to evidence or carry out this merger.

IN WITNESS WHEREOF, the parties hereto have caused this Agreement to be duly executed as of the date and year first set forth above.


"MERGING CORPORATION"

"SURVIVING CORPORATION"

SWOBO BICYCLES, INC.

SANTA CRUZ BICYCLES, INC.

By:

  
Rob Roskopp  
President and Secretary

By:

  
Rob Roskopp  
President and Secretary