

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM471475

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	MERGER		
<b>EFFECTIVE DATE:</b>	01/03/2018		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Perfect Fit Protein, LLC		01/03/2018	Limited Liability Company: CALIFORNIA
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Tone It Up, LLC		
<b>Street Address:</b>	1110 Manhattan Avenue		
<b>City:</b>	Manhattan Beach		
<b>State/Country:</b>	CALIFORNIA		
<b>Postal Code:</b>	90266		
<b>Entity Type:</b>	Corporation: CALIFORNIA		
<b>PROPERTY NUMBERS Total: 3</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	4420581	ORGANICALLY PERFECT FOR YOU	
<b>Registration Number:</b>	4704435	PERFECT FIT	
<b>Registration Number:</b>	4400770	PERFECT FIT	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	2034546998		
<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>	212-827-8188		
<b>Email:</b>	tracysoinger@gmail.com		
<b>Correspondent Name:</b>	Tracy Soinger		
<b>Address Line 1:</b>	Tengram Capital Partners, 600 Fifth Ave.		
<b>Address Line 2:</b>	27th Floor		
<b>Address Line 4:</b>	New York, NEW YORK 10020		
<b>ATTORNEY DOCKET NUMBER:</b>	Tone it Up		
<b>NAME OF SUBMITTER:</b>	Tracy Soinger		
<b>SIGNATURE:</b>	/tsoinger/		
<b>DATE SIGNED:</b>	04/27/2018		
<b>Total Attachments: 7</b>			

OP \$90.00 4420581

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200920410263



# State of California Secretary of State

## Certificate of Merger

(California Corporations Code sections

1113(g), 3203(g), 6019.1, 8019.1, 9640, 12540.1, 15911.14, 16915(b) and 17710.14)

OBE MERG

FILED *jkf*  
Secretary of State  
State of California

JAN - 3 2018 *mk*

**IMPORTANT — Read all instructions before completing this form.**

*icc* This Space For Filing Use Only

1. NAME OF SURVIVING ENTITY TONE IT UP, LLC	2. TYPE OF ENTITY LLC	3. CA SECRETARY OF STATE FILE NUMBER 200920410263	4. JURISDICTION CA
5. NAME OF DISAPPEARING ENTITY PERFECT FIT PROTEIN, LLC See Exhibit A for additional disappearing entities	6. TYPE OF ENTITY LLC	7. CA SECRETARY OF STATE FILE NUMBER 201107810107	8. JURISDICTION CA

9. THE PRINCIPAL TERMS OF THE AGREEMENT OF MERGER WERE APPROVED BY A VOTE OF THE NUMBER OF INTERESTS OR SHARES OF EACH CLASS THAT EQUALED OR EXCEEDED THE VOTE REQUIRED. (IF A VOTE WAS REQUIRED, SPECIFY THE CLASS AND THE NUMBER OF OUTSTANDING INTERESTS OF EACH CLASS ENTITLED TO VOTE ON THE MERGER AND THE PERCENTAGE VOTE REQUIRED OF EACH CLASS. ATTACH ADDITIONAL PAGES, IF NEEDED.)

**SURVIVING ENTITY**

<u>CLASS AND NUMBER</u>	<u>AND</u>	<u>PERCENTAGE VOTE REQUIRED</u>
LLC Membership Interests		More than
100% of the membership		50%

**DISAPPEARING ENTITY**

<u>CLASS AND NUMBER</u>	<u>AND</u>	<u>PERCENTAGE VOTE REQUIRED</u>
See Exhibit A attached		

10. IF EQUITY SECURITIES OF A PARENT PARTY ARE TO BE ISSUED IN THE MERGER, CHECK THE APPLICABLE STATEMENT.

No vote of the shareholders of the parent party was required.  The required vote of the shareholders of the parent party was obtained.

11. IF THE SURVIVING ENTITY IS A DOMESTIC LIMITED LIABILITY COMPANY, LIMITED PARTNERSHIP, OR PARTNERSHIP, PROVIDE THE REQUISITE CHANGES (IF ANY) TO THE INFORMATION SET FORTH IN THE SURVIVING ENTITY'S ARTICLES OF ORGANIZATION, CERTIFICATE OF LIMITED PARTNERSHIP OR STATEMENT OF PARTNERSHIP AUTHORITY RESULTING FROM THE MERGER. ATTACH ADDITIONAL PAGES, IF NECESSARY.

12. IF A DISAPPEARING ENTITY IS A DOMESTIC LIMITED LIABILITY COMPANY, LIMITED PARTNERSHIP, OR PARTNERSHIP, AND THE SURVIVING ENTITY IS NOT A DOMESTIC ENTITY OF THE SAME TYPE, ENTER THE PRINCIPAL ADDRESS OF THE SURVIVING ENTITY.

PRINCIPAL ADDRESS OF SURVIVING ENTITY CITY AND STATE ZIP CODE

13. OTHER INFORMATION REQUIRED TO BE STATED IN THE CERTIFICATE OF MERGER BY THE LAWS UNDER WHICH EACH CONSTITUENT OTHER BUSINESS ENTITY IS ORGANIZED. ATTACH ADDITIONAL PAGES, IF NECESSARY.

14. STATUTORY OR OTHER BASIS UNDER WHICH A FOREIGN OTHER BUSINESS ENTITY IS AUTHORIZED TO EFFECT THE MERGER.

TIU Events, LLC is authorized by law to effect the merger under Title 6, Section 18-209 of the Delaware Limited Liability Company Act.

15. FUTURE EFFECTIVE DATE, IF ANY

(Month) (Day) (Year)

16. ADDITIONAL INFORMATION SET FORTH ON ATTACHED PAGES, IF ANY, IS INCORPORATED HEREIN BY THIS REFERENCE AND MADE PART OF THIS CERTIFICATE.

17. I CERTIFY UNDER PENALTY OF PERJURY UNDER THE LAWS OF THE STATE OF CALIFORNIA THAT THE FOREGOING IS TRUE AND CORRECT OF MY OWN KNOWLEDGE. I DECLARE I AM THE PERSON WHO EXECUTED THIS INSTRUMENT, WHICH EXECUTION IS MY ACT AND DEED.

See Exhibit A attached  
SIGNATURE OF AUTHORIZED PERSON FOR THE SURVIVING ENTITY DATE

See Exhibit A attached  
TYPE OR PRINT NAME AND TITLE OF AUTHORIZED PERSON

SIGNATURE OF AUTHORIZED PERSON FOR THE SURVIVING ENTITY DATE

TYPE OR PRINT NAME AND TITLE OF AUTHORIZED PERSON

See Exhibit A attached  
SIGNATURE OF AUTHORIZED PERSON FOR THE DISAPPEARING ENTITY DATE

See Exhibit A attached  
TYPE OR PRINT NAME AND TITLE OF AUTHORIZED PERSON

SIGNATURE OF AUTHORIZED PERSON FOR THE DISAPPEARING ENTITY DATE

TYPE OR PRINT NAME AND TITLE OF AUTHORIZED PERSON

For an entity that is a business trust, real estate investment trust or an unincorporated association, set forth the provision of law or other basis for the authority of the person signing:

## Exhibit A

CALIFORNIA  
CERTIFICATE OF MERGER

5. Names of additional Disappearing Entities	6. Type of Entity	7. CA SOS File Number	8. Jurisdiction
K&K LIFESTYLE, LLC	LLC	201424510047	CALIFORNIA
TIU EVENTS, LLC	LLC	201715210581	DELAWARE

9.

Disappearing Entity (Perfect Fit Protein, LLC)

<u>Class and Number</u>	<u>Percentage Vote Required</u>
LLC membership interest	more than 50%
100% of the membership	

Disappearing Entity (K&amp;K Lifestyle, LLC)

<u>Class and Number</u>	<u>Percentage Vote Required</u>
LLC membership interest	more than 50%
100% of the membership	

Disappearing Entity (TIU Events, LLC)

<u>Class and Number</u>	<u>Percentage Vote Required</u>
LLC membership interest	more than 50%
100% of the membership	

*[Signature page follows]*

I CERTIFY UNDER PENALTY OF PERJURY UNDER THE LAWS OF THE STATE OF CALIFORNIA THAT THE FOREGOING IS TRUE AND CORRECT OF MY OWN KNOWLEDGE. I DECLARE I AM THE PERSON WHO EXECUTED THIS INSTRUMENT, WHICH EXECUTION IS MY ACT AND DEED.

Merging Entities:

PERFECT FIT PROTEIN, LLC

By: K. Dawn Sahaidachny  
Name: Karena Dawn Sahaidachny  
Title: Member

By: \_\_\_\_\_  
Name: Katrina Scott  
Title: Member

Constituting all of the Members of  
Perfect Fit Protein, LLC

TIU EVENTS, LLC

By: EVENTS MANAGER, LLC,  
its sole manager

By: K. Dawn Sahaidachny  
Name: Karena Dawn Sahaidachny  
Title: Member

By: \_\_\_\_\_  
Name: Katrina Scott  
Title: Member

K&K LIFESTYLE, LLC

By: K. Dawn Sahaidachny  
Name: Karena Dawn Sahaidachny  
Title: Member

By: \_\_\_\_\_  
Name: Katrina Scott  
Title: Member

Constituting all of the Members of  
K&K Lifestyle, LLC

[Additional signature page follows]

I CERTIFY UNDER PENALTY OF PERJURY UNDER THE LAWS OF THE STATE OF CALIFORNIA THAT THE FOREGOING IS TRUE AND CORRECT OF MY OWN KNOWLEDGE. I DECLARE I AM THE PERSON WHO EXECUTED THIS INSTRUMENT, WHICH EXECUTION IS MY ACT AND DEED. \_\_\_\_\_

**Merging Entities:**

**PERFECT FIT PROTEIN, LLC**

**TIU EVENTS, LLC**

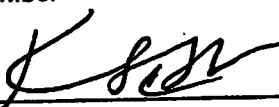
By: \_\_\_\_\_  
Name: Karena Dawn Sahaidachny  
Title: Member

By: EVENTS MANAGER, LLC,  
its sole manager

By:   
Name: Katrina Scott  
Title: Member

By: \_\_\_\_\_  
Name: Karena Dawn Sahaidachny  
Title: Member

Constituting all of the Members of  
Perfect Fit Protein, LLC

By:   
Name: Katrina Scott  
Title: Member

**K&K LIFESTYLE, LLC**

By: \_\_\_\_\_  
Name: Karena Dawn Sahaidachny  
Title: Member

By:   
Name: Katrina Scott  
Title: Member

Constituting all of the Members of  
K&K Lifestyle, LLC

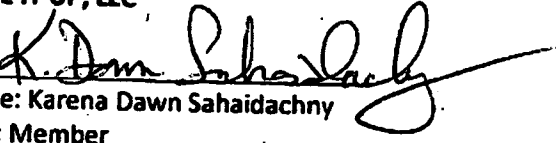
*[Additional signature page follows]*

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I CERTIFY UNDER PENALTY OF PERJURY UNDER THE LAWS OF THE STATE OF CALIFORNIA THAT THE FOREGOING IS TRUE AND CORRECT OF MY OWN KNOWLEDGE. I DECLARE I AM THE PERSON WHO EXECUTED THIS INSTRUMENT, WHICH EXECUTION IS MY ACT AND DEED.

Surviving Entity:

TONE IT UP, LLC

By:   
Name: Karena Dawn Sahaidachny  
Title: Member

By: \_\_\_\_\_  
Name: Katrina Scott  
Title: Member

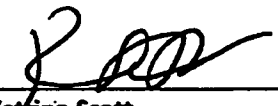
Constituting all of the Members of  
Tone It Up, LLC

I CERTIFY UNDER PENALTY OF PERJURY UNDER THE LAWS OF THE STATE OF CALIFORNIA THAT THE FOREGOING IS TRUE AND CORRECT OF MY OWN KNOWLEDGE. I DECLARE I AM THE PERSON WHO EXECUTED THIS INSTRUMENT, WHICH EXECUTION IS MY ACT AND DEED.

Surviving Entity:

**TONE IT UP, LLC**

By: \_\_\_\_\_  
Name: Karena Dawn Sahaidachny  
Title: Member

By:  \_\_\_\_\_  
Name: Kaffina Scott  
Title: Member

**Constituting all of the Members of  
Tone It Up, LLC**





I hereby certify that the foregoing transcript of 6 page(s) is a full, true and correct copy of the original record in the custody of the California Secretary of State's office.

JAN 04 2018 *mm*

Date: \_\_\_\_\_

*Alex Padilla*

ALEX PADILLA, Secretary of State

TRADEMARK

REEL: 006349 FRAME: 0699

RECORDED: 04/27/2018