

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
 Stylesheet Version v1.2

ETAS ID: TM484576

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT
<b>NATURE OF CONVEYANCE:</b>	MERGER
<b>EFFECTIVE DATE:</b>	02/20/2018
<b>SEQUENCE:</b>	1

## CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Lovebug Nutrition, Inc.		02/20/2018	Corporation: NEW YORK
LoveBug Nutrition, Inc.		02/20/2018	Corporation: NEW YORK

## RECEIVING PARTY DATA

<b>Name:</b>	Lovebug Nutrition, Inc.
<b>Doing Business As:</b>	LoveBug Probiotics
<b>Street Address:</b>	115 East 34th Street
<b>Internal Address:</b>	Suite 1506
<b>City:</b>	New York
<b>State/Country:</b>	NEW YORK
<b>Postal Code:</b>	10156
<b>Entity Type:</b>	Corporation: DELAWARE
<b>Name:</b>	Lovebug Nutrition, Inc.
<b>Doing Business As:</b>	LoveBug Probiotics
<b>Street Address:</b>	115 East 34th Street
<b>Internal Address:</b>	Suite 1506
<b>City:</b>	New York
<b>State/Country:</b>	NEW YORK
<b>Postal Code:</b>	10156
<b>Entity Type:</b>	Corporation: DELAWARE

## PROPERTY NUMBERS Total: 34

Property Type	Number	Word Mark
<b>Registration Number:</b>	5252328	HOW'S YOUR TUMMY?
<b>Registration Number:</b>	5257449	L B
<b>Registration Number:</b>	5257562	LOVEBUG
<b>Registration Number:</b>	5309136	GOT A TICKLE?
<b>Registration Number:</b>	5443948	DIY UTI
<b>Registration Number:</b>	5309118	ALLERGIES BLOW

TRADEMARK

900460897

REEL: 006430 FRAME: 0807

OP \$865.00 5252328

Property Type	Number	Word Mark
Registration Number:	5257136	WE ARE #1 AT #2
Registration Number:	5237808	TINY TUMMIES
Registration Number:	5247177	LITTLE ONES
Registration Number:	5359733	SNOOP THE POOP
Registration Number:	5177989	SPREAD THE LOVE
Registration Number:	5257191	LABOR OF LOVE
Registration Number:	5434376	
Registration Number:	5453849	YEAST IS A BEAST
Serial Number:	87601429	NO GUTS NO GLORY
Serial Number:	87628304	THE FIRST STAGED PROBIOTIC FOR BABIES
Serial Number:	87625171	THE SCOOP ON POOP
Registration Number:	5360151	INTENSE DEFENSE
Registration Number:	5479304	BACK TO COLD AND FLU SALE
Registration Number:	4887029	LOVEBUG
Registration Number:	4994202	WHAT'S YOUR GUT FEELING?
Registration Number:	4994156	COLDS SUCK
Serial Number:	87620060	PROBIOTICS FOR THE WHOLE FAMILY
Serial Number:	87620066	BUILD THE FOUNDATION OF LIFELONG HEALTH
Registration Number:	4847887	HERE'S THE SKINNY
Serial Number:	87817262	BUG BITES
Serial Number:	87658540	JOIN OUR MOVEMENT
Serial Number:	87901291	CHIEF FUN OFFICER
Serial Number:	87658549	BY A MOM FOR MOMS
Registration Number:	5523541	LOVEBUG PROBIOTICS
Serial Number:	87900872	WE KNOW OUR SH*T
Serial Number:	87947837	CORE POWER
Serial Number:	87566880	TINY TUMMIES
Serial Number:	88035741	THE SCOOP ON POOP

#### CORRESPONDENCE DATA

Fax Number: 8663646187

*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: 6175427400

Email: semerald@exemplarlaw.com

Correspondent Name: Shelby Emerald

Address Line 1: 10 Post Office Square

Address Line 2: 8th Floor South

Address Line 4: Boston, MASSACHUSETTS 02109

<b>NAME OF SUBMITTER:</b>	Shelby Emerald
<b>SIGNATURE:</b>	/Shelby Emerald/
<b>DATE SIGNED:</b>	08/02/2018
<b>Total Attachments: 8</b> source=LoveBugMergerUSPTO#page1.tif source=LoveBugMergerUSPTO#page2.tif source=LoveBugMergerUSPTO#page3.tif source=LoveBugMergerUSPTO#page4.tif source=LoveBugMergerUSPTO#page5.tif source=LoveBug.Recordation.Cover#page1.tif source=LoveBug.Recordation.Cover#page2.tif source=LoveBug.Recordation.Cover#page3.tif	

***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  
February 20, 2018.

A handwritten signature in black ink, appearing to read "B. Fitzgerald", with a long horizontal flourish extending to the right.

Brendan Fitzgerald  
Executive Deputy Secretary of State

CSC 45  
Drawdown

180220000 801

**CERTIFICATE OF MERGER OF**

**Lovebug Nutrition Inc., a New York Corporation AND  
[SURVIVING CORPORATION] Lovebug Nutrition Inc., a Delaware Corporation  
into Lovebug Nutrition, Inc. the surviving corporation (a Delaware  
corporation) pursuant to Section 907 of the Business Corporation Law**

Pursuant to Section 907 of the New York Business Corporation Law (the "NYBCL"), each of the undersigned hereby certify on behalf of the constituent corporations named herein, as follows:

1. The name of each constituent corporation is as follows:

(a) (Merging Corporation) Lovebug Nutrition Inc, a New York corporation. The name under which it was originally formed is "Lovebug Nutrition Inc".

(b) Surviving Corporation is... Lovebug Nutrition, Inc., a Delaware corporation.

2. The name of the surviving corporation is Lovebug Nutrition, Inc, a Delaware corporation (the "Surviving Corporation").

3. The designation, number, and voting rights of each outstanding class and series of shares for each of the constituent corporations is as follows:

[MERGING CORPORATION --- Lovebug Nutrition Inc)

Designation of each outstanding class and series of shares	Number of outstanding shares of each class and series	Class and series of shares entitled to vote	Classes and series of shares entitled to vote as a class
Common stock par val.\$0.00001/share	5,170,095 shares	Common Stock, par val \$0.00001/share	Common stock, par val \$0.00001/share

[SURVIVING CORPORATION----Lovebug Nutrition, Inc.)

Designation of each outstanding class and series of shares	Number of outstanding shares of each class and series	Class and series of shares entitled to vote	Classes and series of shares entitled to vote as a class
Common stock, par val \$0.0001/share	1 share	Common Stock par val. \$0.0001/share	Common Stock par val. \$0.0001/share

4. The original certificate of incorporation of Lovebug Nutrition Inc (MERGING CORPORATION) was filed by the New York State Department of State (the "Department of State") on October 3, 2014. A restated certificate was filed on October 25, 2017.

5.

(a) Lovebug Nutrition, Inc. (SURVIVING CORPORATION) was incorporated in Delaware on February 2, 2018.

(b) No application for authority for Lovebug Nutrition, Inc. the surviving corporation to do business in the State of New York has been filed with the Department of State. Lovebug Nutrition, Inc. The surviving corporation shall not do business in the State of New York until an application to do business has been filed with the Department of State.

6. The merger was authorized with respect to Lovebug Nutrition Inc. [MERGING CORPORATION] in the following manner: A plan of merger was adopted by the board of directors of Lovebug Nutrition Inc. [MERGING CORPORATION] by written consent on February 10, 2018, by the unanimous vote of the board of directors. The board submitted the agreement of merger to a vote of shareholders. The agreement was adopted by written consent of the shareholders by vote of the holders of a majority of all outstanding shares entitled to vote thereon.

7. Lovebug Nutrition, Inc, the (SURVIVING CORPORATION)] has complied with the provisions of the laws of its jurisdiction of incorporation applicable to this merger and this merger is permitted by such laws. The manner in which the merger was authorized with respect to Lovebug Nutrition, Inc. (SURVIVING CORPORATION) was as follows: A plan of merger was adopted by the board of directors of Lovebug Nutrition, Inc. (SURVIVING CORPORATION) by written consent on February 10, by the unanimous vote of the board of directors. The agreement was adopted by unanimous written consent of the Directors as required and permitted by Delaware law.

8. The certificate of incorporation of Lovebug Nutrition, Inc. (the Delaware surviving corporation), as in effect immediately prior to the effective date of the merger, shall be the certificate of incorporation of the Surviving Corporation.

9. The effective date of the merger is the date that this certificate of merger is filed by the New York State Department of State.

10. The Surviving Corporation 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 New York or foreign corporation, previously amenable to suit in New York, which is a constituent corporation in this merger, and for the enforcement, as provided in the NYBCL, of the right of shareholders of any constituent New York corporation to receive payment for their shares against the Surviving Corporation. The Surviving Corporation irrevocably appoints the Secretary of State of the State of New York (the "Secretary of State") as its agent to accept service of process in any action or special proceeding. The Secretary of State shall mail any such process to the Surviving Corporation at LoveBug Nutrition, Inc 115 East 34th St., Suite 1506 New York, NY 10156

11. The Surviving Corporation agrees that, subject to the provisions of Section 623 of the NYBCL, it will promptly pay to the shareholders of Lovebug Nutrition Inc. (MERGING CORPORATION)] the amount, if any, to which they shall be entitled under the provisions of the NYBCL, relating to the rights of shareholders to receive payment for their shares.

12 Lovebug Nutrition Inc ( MERGING CORPORATION) hereby certifies that all fees and taxes (including penalties and interest) administered by the New York State Department of Taxation and Finance (the "Department of Taxation and Finance") and the New York City Department of Finance (the "City Department of Finance") which are now due and payable by it have been paid, and that a cessation franchise tax report (estimated or final) through the anticipated date of merger shall be filed within thirty days after the filing of this certificate of merger, (which return, if estimated, shall be subject to amendment). Lovebug Nutrition, Inc. (the surviving corporation) hereby agrees that it will, within thirty days after the filing of the certificate of merger, file a final cessation franchise tax report, if an

IN WITNESS WHEREOF, the undersigned have executed and signed this certificate this 16th day of February, 2018.

[MERGING CORPORATION]

LOVEBUG NUTRITION INC

By   
Name: ASHLEY HARRIS  
Title: CHIEF EXECUTIVE OFFICER

[SURVIVING CORPORATION]

LOVEBUG NUTRITION, INC

By   
Name: ASHLEY HARRIS  
Title: CHIEF EXECUTIVE OFFICER

TRADEMARK

REEL: 006430 FRAME: 0813

CSC 45  
Drawdown

801

CERTIFICATE OF MERGER OF  
[MERGING CORPORATION) Lovebug Nutrition Inc. a New York Corporation, and  
Lovebug Nutrition, Inc. a Delaware Corporation, (the SURVIVING CORPORATION)  
INTO Lovebug Nutrition, Inc., the Delaware Corporation, which is the  
SURVIVING CORPORATION.

Under Section 907 of the Business Corporation Law

Filed by:

Name: FRED WILCON

Address: 10 POST OFFICE SQUARE

BOSTON, MA 02109

Cust Ref: 077650MRO

FILED

2018 FEB 20 PM 3:07

CC  
STATE OF NEW YORK  
DEPARTMENT OF STATE

FILED FEB 20 2018

TAX \$  
BY:

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RECEIVED

2018 FEB 20 PM 2:25

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IN THE UNITED STATES PATENT AND TRADEMARK OFFICE  
RECORDATION FORM COVER SHEET  
TRADEMARKS ONLY

Recordation Branch  
Director of the USPTO  
PO Box 1450  
Alexandria, VA 22313-1450

I. Name of Conveying Party:

Lovebug Nutrition, Inc.  
Corporation - NY  
Citizenship - USA

II. Name and Address of Receiving Party:

Lovebug Nutrition, Inc.  
DBA LoveBug Probiotics  
115 East 34th Street  
Suite 1506  
New York, NY 10156  
Corporation - DE

III. Nature of Conveyance/Execution Date:

Merger  
February 20, 2018

IV. Application Numbers/Registration Numbers/Identification or Description of the Trademark:

	Trademark	Serial Number	Registration Number
1	How's Your Tummy?	87096263	5252328
2	LB	87027108	5257449
3	LoveBug	87058740	5257562
4	Got A Tickle?	87054049	5309136
5	DIY UTI	87027096	5443948

Lovebug Nutrition, Inc.  
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6	Allergies Blow	87027091	5309118
7	We are # 1 at # 2	86894920	5257136
8	Tiny Tum mies	86884613	5237808
9	Little Ones	86884611	5247177
10	Snoop The Poop	87459226	5359733
11	Spread The Love	86945983	5177989
12	Labor of Love	86930294	5257191
13	Bear Logo	87292928	5434376
14	Yeast is A Beast	86506377	5453849
15	Not Guts No Glory	87601429	N/A
16	The First Staged Probiotic for Babies	87628304	N/A
17	The Scoop on Poop	87625171	N/A
18	Intense Defense	87538241	5360151
19	Back to Cold and Flu Sale	87538206	5479304
20	LoveBug	86977831	4887029
21	What's Your Gut Feeling	86538397	4994202
22	Colds Suck	86506380	4994156
23	Probiotics for the Whole Family	87620060	N/A
24	Build the Foundation of Lifelong Health	87620066	N/A
25	Here's The Skinny	86506374	4847887
26	Bug Bites	87817262	N/A
27	Join Our Movement	87658540	N/A
28	Chief Fun Officer	87901291	N/A
29	By a Mom For Moms	87658549	N/A
30	LoveBug Probiotics	87710400	5523541
31	We Know Our Sh*t	87900872	N/A
32	Core Power	87947837	N/A
33	Tiny Tum mies	87566880	N/A
34	The Scoop on Poop	88035741	N/A

Additional Pages Attached: (2)

V. Name and Address of Party to Whom Correspondence Concerning Document Should be Mailed:

Lovebug Nutrition, Inc.  
Recordation  
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Benjamin Harris  
CFO and Treasurer  
Lovebug Nutrition, Inc.  
DBA LoveBug Probiotics  
115 East 34th Street  
Suite 1506  
New York, NY 10156  
(617) 542-7400  
ben@lovebugprobiotics.com

VI. Total Number of Applications and Registrations Involved:

(34)

Dated: August 2, 2018

Respectfully submitted,

*/s/ Shelby Emerald*

.....  
Shelby Emerald  
Attorney for LoveBug Nutrition, Inc.

Lovebug Nutrition, Inc.  
Recordation  
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