

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM520522

SUBMISSION TYPE:	RESUBMISSION
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	01/28/2019
RESUBMIT DOCUMENT ID:	900489363

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Dougherty Enterprises Inc.	FORMERLY Meadow Hill Corporation	01/28/2019	Corporation: DELAWARE

RECEIVING PARTY DATA

Name:	Thumbies, Inc.
Street Address:	11701 Catalpa Ln
City:	Woodstock
State/Country:	ILLINOIS
Postal Code:	60098
Entity Type:	Corporation: DELAWARE

PROPERTY NUMBERS Total: 6

Property Type	Number	Word Mark
Serial Number:	87952892	THUMBIES
Serial Number:	87823984	HERITAGE VESSEL
Serial Number:	88070961	THUMBIES
Registration Number:	2307228	THUMBIES
Registration Number:	5396612	NOBLE BRONZE
Registration Number:	5664123	THUMBIES ORGANICS

CORRESPONDENCE DATA

Fax Number: 8154599057

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: 8154592050

Email: gbarry@zrfmlaw.com

Correspondent Name: Gregory J. Barry

Address Line 1: 50 Virginia St.

Address Line 4: Crystal Lake, ILLINOIS 60014

ATTORNEY DOCKET NUMBER:	6289013
NAME OF SUBMITTER:	Gregory J. Barry

SIGNATURE:	/GJBarry/
DATE SIGNED:	04/24/2019
Total Attachments: 9 source=Merger documents#page1.tif source=Merger documents#page2.tif source=Merger documents#page3.tif source=Merger documents#page4.tif source=Merger documents#page5.tif source=Merger documents#page6.tif source=FS Certificate of GS 4.12.19#page1.tif source=April 12 memo#page1.tif source=April 12 memo#page2.tif	

WILLIAMS, BAX & SALTZMAN, P.C.

ATTORNEYS AT LAW
LASALLE WACKER BUILDING
221 NORTH LASALLE STREET, SUITE 3700
CHICAGO, ILLINOIS 60601
TELEPHONE (312) 372-3311
FACSIMILE (312) 372-5720

WRITER'S EMAIL
goldblatt@wbs-law.com

WEBSITE
www.wbs-law.com

January 28, 2019

VIA FACSIMILE

State of Delaware – Division of Corporations
401 Federal Street – Suite 4
Dover, DE 19901
Fax # 302-739-3812

RE: Dougherty Enterprises, Inc. - File Number 2160491

Dear Division of Corporations:

We are merging Meadow Hill Corporation, Inc., an Illinois corporation, into Dougherty Enterprises, Inc., a Delaware corporation. As part of the merger, we are also changing the name of the surviving corporation to Thumbies, Inc. Pursuant to instructions from the Delaware Division of Corporations, please find enclosed an executed Certificate of Merger.

As noted in the cover sheet, we are expediting this filing, which is to be effective on February 1, 2019. If there are any issues, please reach out to our office as soon as possible.

Sincerely,



Joel N. Goldblatt

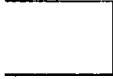
JNG/cjh
Enc.

TRADEMARK
REEL: 006626 FRAME: 0880

State of Delaware - Division of Corporations
DOCUMENT FILING SHEET - Fax# 302/739-3812



Priority 1
(One hr)



Priority 2
(Two Hr.)



Priority 3
(Same Day)



Priority 4
(24 Hour)



Priority 7
(Reg. Work)

SUBMITTER'S INFORMATION

Company/Firm or Individual's Name Williams Bax & Saltzman
Return Address 221 N. LaSalle Street - Suite 3700
City - State - Zip Chicago, Illinois 60601
Attention: Joel Goldblatt
Phone# 312-372-3311 Fax# 312-372-5720
E-mail address goldblatt@wbs-law.com
Account Number _____

DO NOT WRITE IN THIS SPACE

**EACH REQUEST MUST BE
SUBMITTED AS A SEPARATE
ITEM WITH THIS FILING
SHEET AS THE FIRST PAGE
OF EACH SUBMISSION.**

DOCUMENT FILING REQUEST INFORMATION

Name of Company/Entity Dougherty Enterprises, Inc.
File Number 2160491 Reservation Number _____
Type of Document Certificate of Merger
Check if document is:
Changing Name Changing Registered Agent _____ Changing Stock _____

OTHER DOCUMENT FILING INFORMATION

of Certified Copies returned 1
Other requests _____
Check # _____ Total \$ enclosed _____

METHOD OF RETURN

____ Messenger/Pick up
 Express Service Delivery Fed-x
Acct# 2377-3143-3
____ Regular Mail
____ Other
~~Fax or e-mail is not available.~~

CREDIT CARD INFORMATION Card Type
(Visa, MasterCard, American Express & Discover Card Only)

3797 - 8388 - 7751 - 018
Expiration Date - 06 / 2021 Sec. Code 2852

INSTRUCTIONS

1. Visit corp.delaware.gov/cvrmemo.shtml for complete instructions on how to properly complete this memo.
2. Fully shade in the required Priority Square using a dark pencil or marker, staying within the square.

COMMENTS/FILING INSTRUCTIONS

Please file the attached Certificate of Merger.

Please call Joel at 312-372-3311 with any questions.

Thank you.

**STATE OF DELAWARE
CERTIFICATE OF MERGER OF
FOREIGN CORPORATION INTO
A DOMESTIC CORPORATION**

Pursuant to Title 8, Section 252 of the Delaware General Corporation Law ("DGCL"), the undersigned corporation executed the following Certificate of Merger:

FIRST: The name of the surviving corporation is Dougherty Enterprises, Inc., a Delaware corporation, and the name of the corporation being merged into this surviving corporation is Meadow Hill Corporation, an Illinois corporation.

SECOND: The Plan of Merger has been approved, adopted, certified, executed, and acknowledged by each of the constituent corporations pursuant to Title 8, Section 252 of the DGCL of the State of Delaware. A copy of the Plan of Merger is attached hereto as *Exhibit A*.

THIRD: The name of the surviving corporation of the merger is Dougherty Enterprises, Inc., a Delaware corporation, which shall herewith be changed to Thumbies, Inc., effective as of the merger.

FOURTH: The Certificate of Incorporation of the surviving corporation shall be its Certificate of Incorporation.

FIFTH: The authorized stock and par value of the foreign corporation which is a party to this merger, Meadow Hill Corporation, is 1,000 authorized shares with no par value.

SIXTH: The merger is to become effective on February 1, 2019.

SEVENTH: The Plan of Merger is on file at the Office of Company, 11701 Catalpa Lane, Woodstock, Illinois 60098, an office of the corporation.

EIGHTH: A copy of the Plan of Merger will be furnished by the surviving corporation on request, without cost, to any stockholder of the constituent corporations.

IN WITNESS WHEREOF, said surviving corporation has caused this certificate to be signed by an authorized officer, the 2nd day of January, 2019.

By: Thomas J. Dougherty
Authorized Officer

Name: Thomas J. Dougherty

Title: Chairman

EXHIBIT A

AGREEMENT AND PLAN OF MERGER OF
MEADOW HILL CORPORATION WITH AND INTO
DOUGHERTY ENTERPRISES, INC.

THIS AGREEMENT AND PLAN OF MERGER ("Plan of Merger") is entered into as of January 21, 2019, by and between MEADOW HILL CORPORATION ("MHC"), an Illinois corporation, and Dougherty Enterprises, Inc., a Delaware corporation ("Surviving Corporation").

WHEREAS, MHC and Dougherty Enterprises, Inc. desire that MHC should be merged with and into Dougherty Enterprises, Inc., with Dougherty Enterprises, Inc. thereafter to be possessed of all the estate, property, rights, privileges, and franchises of MHC;

THEREFORE, MHC, and Dougherty Enterprises, Inc. hereby agree as follows:

1. As soon as practicable after the adoption of this Plan of Merger, appropriate documents shall be filed in the offices of the Secretary of State of Illinois and the Secretary of State of the State of Delaware to effectuate the Merger contemplated hereby. The term "Effective Time" as used herein shall mean the date on which the Articles of Merger for the Merger are accepted for filing with the Secretary of State of Illinois and the Secretary of State of Delaware. The companies will seek an effective date of February 1, 2019 if possible.

2. At the Effective Time, MHC shall be merged with and into Dougherty Enterprises, Inc., and the separate corporate existence of MHC shall cease (such transaction is herein referred to as the "Merger"). Dougherty Enterprises, Inc. shall be the Surviving Corporation, and it shall be governed by the laws of the State of Delaware.

3. The Bylaws of Dougherty Enterprises, Inc. in effect immediately prior to the Effective Time shall continue as the Bylaws of the Surviving Corporation. The officers and director of MHC holding office immediately prior to the Effective Time shall hold their respective positions as officers and directors of the Surviving Corporation.

4. MHC has authorized 1,000 shares of common voting stock, of which 1,000 shares are issued and outstanding. Dougherty Enterprises, Inc. has authorized 3,000 shares of common voting stock of which 1,000 shares of common voting stock have been issued.

5. The manner and basis of dealing with the outstanding shares of stock of each of the constituent corporations shall be as follows:

- (a) The Surviving Corporation has had a valuation of the capital and interests in both companies calculated and the combined value of the Companies has also been conducted. Five hundred additional shares of the Surviving Corporation shall be issued. Bret Dougherty shall receive 20% of the issued and outstanding shares of the Surviving Corporation and Thomas J. Dougherty and April J. Dougherty through their respective revocable trusts shall each have 40% of the issued and outstanding stock once the merger is

complete. The number of shares of Surviving Corporation issued shall be increased by 500 shares to 1,500 issued shares.

- (b) As soon as practical after the Effective Time, each holder of a certificate or certificates that prior thereto represented outstanding common voting stock of MHC shall surrender such certificate or certificates to the Secretary of the Surviving Corporation and shall receive in exchange therefor a certificate or certificates representing the above percentages of common stock of the Surviving Corporation provided the total issued and outstanding shares shall include shares that have already been issued to such shareholders so the final ownership percentages of all issued and outstanding shares of the Surviving corporation shall equal the percentages set out 5(a) above.

6. This Plan of Merger may be amended for any reason at any time prior to the filing of the Articles of Merger with the Secretary of State of Illinois by the officers, or directors of MHC and Dougherty Enterprises, Inc.

7. The officers of MHC and officers of Dougherty Enterprises, Inc. shall make and execute, Articles of Merger and shall file them in the office of their respective Secretary of State.

8. The officers of MHC and officers of Dougherty Enterprises, Inc. shall do all acts and things whatsoever, whether within or without the State of Illinois, that may be in any way necessary or proper to effect said Merger.

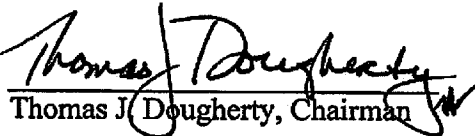
9. The Surviving Corporation shall take on all assets and liabilities of MHC.

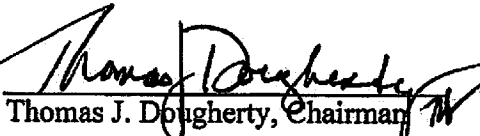
10. Following the effective date of the Merger DEI shall amend its articles of incorporation to name it Thumbies, Inc.

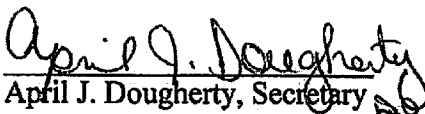
IN WITNESS WHEREOF, MHC and Dougherty Enterprises, Inc. have caused this Agreement and Plan of Merger to be signed and attested by their respective officers, as indicated below, as of the date first written above.

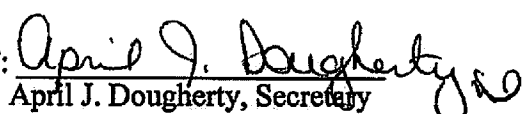
Meadow Hill Corporation

Dougherty Enterprises, Inc.

By: 
Thomas J. Dougherty, Chairman

By: 
Thomas J. Dougherty, Chairman

ATTEST: 
April J. Dougherty, Secretary

ATTEST: 
April J. Dougherty, Secretary

Delaware

Page 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "THUMBIES, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TENTH DAY OF APRIL, A.D. 2019.



2160491 8300

SR# 20192732386

You may verify this certificate online at corp.delaware.gov/authver.shtml

A handwritten signature in black ink, appearing to read "JBULLOCK", is written over a horizontal line. Below the line, the text "Jeffrey W. Bullock, Secretary of State" is printed in a small font.

Authentication: 202620668

Date: 04-10-19

TRADEMARK
REEL: 006626 FRAME: 0886

Gregory J. Barry

From: Gregory J. Barry
Sent: Friday, April 12, 2019 3:23 PM
To: lawanda.milton@uspto.gov
Cc: Debbie Gregoire
Subject: Assignment for Reg. # 2307228
Attachments: April 4 notice.pdf; AssignmentCoverSheet.pdf; ConfirmationReceipt.pdf

Ms. Milton,

I represent the various corporate owners, assignors, and assignees of the “Thumbies” mark (registration 2307228). I left you a voice message this afternoon about the status of the assignment of this mark to Thumbies, Inc.

First, I want to apologize for how complicated this has been. Within the span of just a few months we’ve corrected the name on the registration certificate and have filed two separate assignments. The merger documents could also have been spaced out more, and clearer to follow.

Once the registration was corrected from “Meadow Hill Company” to “Meadow Hill Corporation,” the related corporate entities began to merge. First, Meadow Hill Corporation merged into Dougherty Enterprises, Inc. (“Dougherty”). This merger took place through a Plan of Merger signed on January 21, 2019 and the USPTO assignment was recorded on February 13, 2019. I believe that a week or so later, John Ambrogi, who also represented my clients at the time, filed a second assignment, this time from Dougherty to Thumbies, Inc. (pursuant to a Certificate of Merger dated January 28, 2019), sometime around February 20, 2019.

My understanding was that there was a technical problem with this submission and that a notice of non-recording issued in early March. Mr. Ambrogi then resubmitted the assignment documentation in mid-March, only to receive a second notice of non-recording on April 4. However, the only stated basis for non-recording was:

1. According to the Merger document Meadow Hill Corporation should be the Conveying Party, Dougherty Enterprises Inc. should be the Newly Merged Entity.

However, the recorded assignment cover sheet shows that Meadow Hill had already conveyed to Dougherty on January 21, 2019. The cover sheet for the latest assignment shows that the Conveying Party was Dougherty and the Newly Merged Entity was Thumbies. Dougherty, as the current owner following the successfully recorded assignment, should have been able to convey the mark to Thumbies, Inc. as the Newly Merged Entity.

To recap the timeline here:

- Dec. 20, 2018: Submission of Section 7 request to change registration to Meadow Hill Corporation
- January 21, 2019: “Plan of Merger” -- Meadow Hill Corporation merges into Dougherty Enterprises, Inc.
- January 28, 2019: “Certificate of Merger” – Confirming the merger and that the new corporate name is Thumbies, Inc.
- February 13, 2019: Recording of assignment from Meadow Hill to Dougherty
- March 2019: First unsuccessful assignment from Dougherty to Thumbies, Inc.
- April 4, 2019: We received the latest notice of non-recording, quoted above

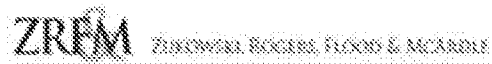
In summary, we believe that the latest resubmittal should be accepted for recording because Dougherty was able to assign the mark to Thumbies Inc. at their January 28, 2019 merger. If the issue is with the timing of the January 21 Plan of Merger and the January 28 Certificate of Merger, I would be happy to explain in more detail how the signed Plan

effectuated the transfer from Meadow Hill to Dougherty, and how the signed Certificate effectuated the assignment from Dougherty to Thumbies, Inc.

Thanks for your time and patience in reviewing this. Ordinarily I would file a resubmission as directed in the Notice of Non-Recordation, but in this case I am not sure what would be new in the resubmission. The relevant documents are attached for your review. If there is anything else I can provide, I would be happy to do so, and if there is something I'm missing or overlooking, please let me know. I'm hopeful that we can connect sometime early next week to get this all sorted out.

Best regards,

Greg Barry



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Crystal Lake, Illinois 60014
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