

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM525491

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER AND CHANGE OF NAME
EFFECTIVE DATE:	08/19/2015

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Winestore Holdings, LLC		08/13/2015	Limited Liability Company: KENTUCKY

NEWLY MERGED ENTITY DATA

Name	Execution Date	Entity Type
WH Merger Co., LLC	08/13/2015	Limited Liability Company: NORTH CAROLINA

MERGED ENTITY'S NEW NAME (RECEIVING PARTY)

Name:	Winestore Holdings, LLC
Street Address:	720 Governor Morrison Street, #150
City:	Charlotte
State/Country:	NORTH CAROLINA
Postal Code:	28211
Entity Type:	Limited Liability Company: NORTH CAROLINA

PROPERTY NUMBERS Total: 7

Property Type	Number	Word Mark
Registration Number:	4961356	WILLOWLAKE
Registration Number:	4810188	SNOWVALE
Registration Number:	4705017	WACCAMAW
Registration Number:	3277794	YOU'RE THE EXPERT
Registration Number:	3272921	
Registration Number:	3653626	WINESTORE.
Registration Number:	3655607	(MY)WINESTORE.

CORRESPONDENCE DATA

Fax Number: 7043395936

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: 7043313587

Email: CLT-TMCorrespondence@mvalaw.com

Correspondent Name: Samantha N. Skains-Menchaca

TRADEMARK

Address Line 1: 100 North Tryon Street, Suite 4700
Address Line 4: Charlotte, NORTH CAROLINA 28202

ATTORNEY DOCKET NUMBER: 020353.000023

NAME OF SUBMITTER: Samantha N. Skains-Menchaca

SIGNATURE: /sns/

DATE SIGNED: 05/29/2019

Total Attachments: 5

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Alison Lundergan Grimes
Kentucky Secretary of State
Received and Filed:
8/19/2015 12:48 PM
Fee Receipt: \$50.00

ARTICLES OF MERGER

Pursuant to KRS 275.360, the undersigned entity does hereby submit the following Articles of Merger as the surviving business entity in a merger between two or more business entities.

1. The name of the surviving entity is Winestore Holdings, LLC, a limited liability company organized under the laws of North Carolina.

2. The mailing address of the surviving entity is:

Street Address: 720 Governor Morrison St. #150 City: Charlotte

State: NC Zip Code: 27611 County: Mecklenburg

3. The name of the merged entity is Winestore Holdings, LLC, a limited liability company organized under the laws of Kentucky.

The mailing address of this merging entity is:

Street Address: 1582 Lakewood Court City: Lexington

State: Kentucky Zip Code: 40502 County: Fayette

The name of the second merged entity is WH Merger Co., LLC, a limited liability company organized under the laws of North Carolina.

The mailing address of this merging entity is:

Street Address: 720 Governor Morrison St. #150 City: Charlotte

State: NC Zip Code: 27611 County: Mecklenburg

4. (a) Winestore Holdings, LLC, the surviving foreign business entity, agrees that it may be served with process in the Commonwealth of Kentucky in any proceeding for enforcement of any obligation of Winestore Holdings, LLC, a merged entity organized under the laws of Kentucky, as well as for enforcement of any obligation of the surviving business entity arising from the merger.

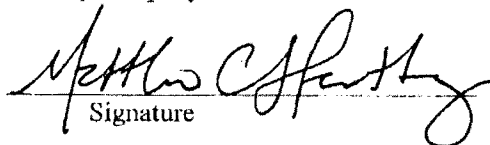
(b) Winestore Holdings, LLC, the surviving foreign business entity, appoints the Secretary of State of the Commonwealth of Kentucky as its agent for service of process in any such proceeding. The Secretary of State may use the mailing address specified in Item No. 2 of these Articles of Merger. The surviving foreign business entity will file a statement of any subsequent change in its mailing address with the Kentucky Secretary of State.

5. The Plan of Merger has been duly authorized and approved by each of constituent business entity participating in the merger, in accordance with KRS 275.350. A copy of the Plan of Merger is submitted with these Articles.
6. These articles will be effective upon filing.

This the 13 day of August, 2015.

Surviving Business Entity:

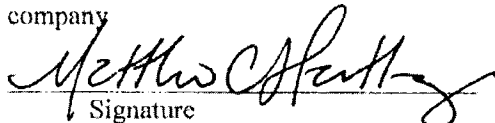
Winestore Holdings, LLC, a North Carolina limited liability company


Signature

Matthew C. Hartley, President

Merged Entity:

Winestore Holdings, LLC, a KY limited liability company


Signature

Matthew C. Hartley, Member

Merged Entity:

WH Merger Co., LLC, a NC limited liability company


Signature

C. Wells Hall III, Organizer

PLAN OF MERGER

THIS PLAN OF MERGER (this "*Plan of Merger*") is entered into effective as of August 5, 2015 by and among Winestore Holdings, LLC, a Kentucky limited liability company (the "*Merging Company*") and WH Merger Co., LLC, a North Carolina limited liability company (the "*Surviving Company*" and, collectively with Merging Company, the "*Parties*").

The Parties hereto adopt this Plan of Merger and agree that the Company shall merge with and into the Buyer in accordance with the following terms, conditions and other provisions:

ARTICLE I TERMS AND CONDITIONS

1.1 Merger. At the Effective Time (as defined herein) the Merging Company shall be merged with and into the Surviving Company ("*Merger*"), the separate existence of the Merging Company shall cease and the Surviving Company shall continue as the surviving company of the Merger under the name of Winestore Holdings, L:LC and to be governed by the laws of the State of North Carolina.

1.2 Articles of Merger; Effective Time. Properly executed Articles of Merger conforming to the requirements of the North Carolina Limited Liability Company Act, as amended (the "*Act*") shall be filed with the North Carolina Secretary of State. The Merger shall become effective at _____, Eastern Standard Time, on _____, 2015 (the "*Effective Time*").

1.3 Principal Place of Business of the Surviving Company. The principal place of business of the Surviving Company is 720 Governor Morrison St. #150, Charlotte, North Carolina 28211.

1.4 Further Actions. In case at any time after the Effective Time any further action is necessary to carry out the purposes of this Agreement, each of the Parties will take such further action (including the execution and delivery of such further instruments and documents) as any other Party reasonably may request, all at the sole cost and expense of the requesting Party (unless the requesting Party is entitled to indemnification therefor under the terms of any relevant document).

ARTICLE 2
EFFECT OF MERGER

2.1 Effect of Merger. The Merger shall have the effects set forth in this Plan of Merger and in the Act.

2.2 Conversion of Merging Company's Units. At and as of the Effective Time by virtue of the Merger and without any action on the part of the Parties, each issued and outstanding unit of membership in the Merging Company ("***Merging Company Unit***") shall be converted into an outstanding unit of membership of the Surviving Company.

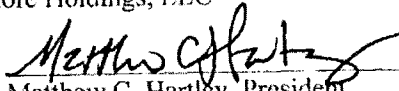
2.3 Articles of Organization. The Articles of Organization of the Surviving Company shall be amended at and as of the Effective Time by means of the filing of the Articles of Merger to change the name of the Surviving Company to Winestore Holdings, LLC.

[Signature Page Follows]

IN WITNESS WHEREOF, the Parties have caused this Plan of Merger to be executed effective as of the date first set forth above.

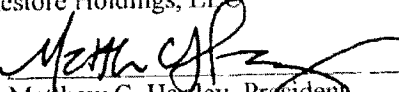
MERGING COMPANY:

Winestore Holdings, LLC

By: 
Matthew C. Hartley, President

SURVIVING COMPANY:

WH Merger Co., LLC, which shall change its name to Winestore Holdings, LLC

By: 
Matthew C. Hartley, President