

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM537863

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	02/10/2017

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Edward Don & Company		02/10/2017	Corporation: ILLINOIS

RECEIVING PARTY DATA

Name:	PSSM1, Inc.
Street Address:	9801 Adam Don Parkway
City:	Woodridge
State/Country:	ILLINOIS
Postal Code:	60517
Entity Type:	Corporation: DELAWARE

PROPERTY NUMBERS Total: 11

Property Type	Number	Word Mark
Registration Number:	1445762	DON
Registration Number:	1300100	DON-O-MITE
Registration Number:	4579937	EVERYTHING BUT THE FOOD
Registration Number:	1300099	MIR-O-SPRAY
Registration Number:	1384030	SABRE-SHARP
Registration Number:	1365131	SENSI-DERM
Registration Number:	3425785	SUPER JET SOLV
Registration Number:	4533335	WAM
Registration Number:	3098019	AF
Registration Number:	1452663	AF
Registration Number:	3084544	ATLANTA FIXTURE & SALES COMPANY, INC.

CORRESPONDENCE DATA

Fax Number: 3125548015

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: 312-554-8000

Email: kjl@pattishall.com

Correspondent Name: Brett A. August c/o Pattishall McAuliffe

Address Line 1: 200 S. Wacker Drive

TRADEMARK

Address Line 2: Suite 2900
Address Line 4: Chicago, ILLINOIS 60606-5896

ATTORNEY DOCKET NUMBER: 59300-011-1

NAME OF SUBMITTER: Brett A. August

SIGNATURE: /Brett A. August/

DATE SIGNED: 08/23/2019

Total Attachments: 7

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FORM BCA 11.25 (rev. Dec. 2003)
ARTICLES OF MERGER,
CONSOLIDATION OR EXCHANGE
Business Corporation Act

Secretary of State
Department of Business Services
501 S. Second St., Rm. 350
Springfield, IL 62756
217-782-8991
www.cyberdriveIllinois.com

FILED

FEB 10 2017

JESSE WHITE
SECRETARY OF STATE

Remit payment in the form of a
check or money order payable
to Secretary of State.

Filing fee is \$100, but if merger or
consolidation involves more than two
corporations, submit \$50 for each
additional corporation.

File # 2971-540-8 Filing Fee: \$ 100.00 Approved: Jt

----- Submit in duplicate ----- Type or Print clearly in black ink ----- Do not write above this line -----

NOTE: Strike inapplicable words in Items 1, 3, 4 and 5.

1. Names of Corporations proposing to merge
~~consolidate~~ and State or Country of Incorporation.
~~exchange shares~~

Name of Corporation	State or Country of Incorporation	Corporation File Number
<u>EDWARD DON & COMPANY</u>	<u>ILLINOIS</u>	<u>29716408</u>
<u>PSSM1, INC.</u>	<u>DELAWARE</u>	<u>NR</u>
_____	_____	_____
_____	_____	_____

2. The laws of the state or country under which each Corporation is incorporated permits such merger, consolidation or exchange.

3. a. Name of the surviving
new corporation: PSSM1, INC.
acquiring
- b. Corporation shall be governed by the laws of: DELAWARE

For more space, attach additional sheets of this size.

4. Plan of merger
consolidation is as follows:
exchange
PLEASE SEE ATTACHED.

5. The merger consolidation exchange was approved, as to each Corporation not organized in Illinois, in compliance with the laws of the state under which it is organized, and (b) as to each Illinois Corporation, as follows:

The following items are not applicable to mergers under §11.30 -- 80 percent-owned subsidiary provisions. (See Article 7 on page 3.)

Mark an "X" in one box only for each Illinois Corporation.

Name of Corporation:	By the shareholders, a resolution of the board of directors having been duly adopted and submitted to a vote at a meeting of shareholders. Not less than the minimum number of votes required by statute and by the Articles of Incorporation voted in favor of the action taken. (§11.20)	By written consent of the shareholders having not less than the minimum number of votes required by statute and by the Articles of Incorporation. Shareholders who have not consented in writing have been given notice in accordance with §7.10 and §11.20.	By written consent of ALL shareholders entitled to vote on the action, in accordance with §7.10 and §11.20.
<u>EDWARD DON & COMPANY</u>	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>
_____	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
_____	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
_____	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
_____	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

6. Not applicable if surviving, new or acquiring Corporation is an Illinois Corporation.

It is agreed that, upon and after the filing of the Articles of Merger, Consolidation or Exchange by the Secretary of State of the State of Illinois:

- a. The surviving, new or acquiring Corporation may be served with process in the State of Illinois in any proceeding for the enforcement of any obligation of any Corporation organized under the laws of the State of Illinois which is a party to the merger, consolidation or exchange and in any proceeding for the enforcement of the rights of a dissenting shareholder of any such Corporation organized under the laws of the State of Illinois against the surviving, new or acquiring Corporation.
- b. The Secretary of State of the State of Illinois shall be and hereby is irrevocably appointed as the agent of the surviving, new or acquiring Corporation to accept service of process in any such proceedings, and
- c. The surviving, new or acquiring Corporation will promptly pay to the dissenting shareholders of any Corporation organized under the laws of the State of Illinois which is a party to the merger, consolidation or exchange the amount, if any, to which they shall be entitled under the provisions of The Business Corporation Act of 1989 of the State of Illinois with respect to the rights of dissenting shareholders.

7. Complete if reporting a merger under §11.30 — 90 percent-owned subsidiary provisions.

a. The number of outstanding shares of each class of each merging subsidiary Corporation and the number of such shares of each class owned immediately prior to the adoption of the plan of merger by the parent Corporation:

Name of Corporation	Total Number of Shares Outstanding of Each Class	Number of Shares of Each Class Owned Immediately Prior to Merger by the Parent Corporation
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____

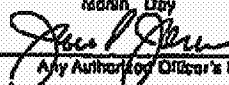
b. Not applicable to 100 percent-owned subsidiaries.

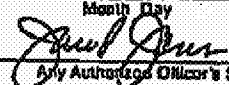
The date of mailing a copy of the plan of merger and notice of the right to dissent to the shareholders of each merging subsidiary Corporation was _____
Month Day Year

Was written consent for the merger or written waiver of the 30-day period by the holders of all the outstanding shares of all subsidiary Corporations received? Yes No

(If "No," duplicate copies of the Articles of Merger may not be delivered to the Secretary of State until after 30 days following the mailing of a copy of the plan of merger and the notice of the right to dissent to the shareholders of each merging subsidiary Corporation.)

8. The undersigned Corporation has caused this statement to be signed by a duly authorized officer who affirms, under penalties of perjury, that the facts stated herein are true and correct. All signatures must be in BLACK INK.

Dated FEBRUARY 10 2017 , EDWARD DON & COMPANY
Month Day Year Exact Name of Corporation

Any Authorized Officer's Signature
JAMES P. JONES, EXECUTIVE VICE PRESIDENT
Name and Title (type or print)

Dated FEBRUARY 10 2017 , PSSM1, INC.
Month Day Year Exact Name of Corporation

Any Authorized Officer's Signature
JAMES P. JONES, EXECUTIVE VICE PRESIDENT
Name and Title (type or print)

Dated _____ , _____
Month Day Year Exact Name of Corporation

Any Authorized Officer's Signature

Name and Title (type or print)

AGREEMENT AND PLAN OF MERGER

THIS AGREEMENT AND PLAN OF MERGER (this "Agreement") is dated as of February 10, 2017, by and between Edward Don & Company, an Illinois corporation ("Merging Entity"), and PSSM1, Inc., a Delaware corporation ("Surviving Entity").

WHEREAS, Merging Entity caused its Articles of Incorporation to be filed with the Secretary of State of Illinois on April 14, 1947;

WHEREAS, Surviving Entity caused its Certificate of Incorporation to be filed with the Secretary of State of Delaware on January 31, 2017;

WHEREAS, DCHCO, Inc., a Delaware corporation, owns all of the issued and outstanding stock of both Merging Entity and Surviving Entity;

WHEREAS, the parties desire to merge Merging Entity with and into Surviving Entity on the terms and conditions hereinafter set forth herein, with Surviving Entity as the surviving entity of the merger (the "Merger"); and

WHEREAS, the Merger will be effected by Surviving Entity filing (i) Articles of Merger with the Secretary of State of Illinois and (ii) a Certificate of Merger with the Secretary of State of Delaware.

NOW, THEREFORE, the parties hereto agree as follows:

1. Merger. Subject to the terms and conditions hereof, at the Effective Time (as defined in Section 2 below), Merging Entity shall be merged with and into Surviving Entity, and Surviving Entity shall be the surviving entity. For the avoidance of doubt, effective upon the consummation of the merger, the name of Surviving Entity shall be "PSSM1, Inc." The street address of Surviving Entity's principal place of business shall be 9801 Adam Don Parkway, Woodridge, Illinois 60517.

2. Effective Time. The Merger shall become effective as of the date and time of filing of the Articles of Merger with the Secretary of State of Illinois (the "Effective Time").

3. Effect of the Merger. At the Effective Time, the separate existence of Merging Entity shall cease; Surviving Entity shall succeed to, without other transfer, and shall possess and enjoy, all the rights, privileges, immunities and franchises, both of a public and private nature, of each of the parties to the Merger; and all property, real, personal and mixed, and all debts due on whatever account, including subscriptions to equity interests, and all choices in action, and all and every other interest, of or belonging to or due to each of the parties to the Merger, shall be taken and deemed to be transferred to and vested in Surviving Entity without further act or deed; and the title to any real estate, or any interests therein, vested in either of the parties to the Merger shall not revert or be in any way impaired by reason of the Merger. At the Effective Time, Surviving Entity shall become responsible and liable for all of the liabilities and obligations of each of the parties to the Merger and neither the rights of creditors nor any liens upon the property of either of the parties shall be impaired by the Merger.

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4. Disposition of Stock. At the Effective Time, all of the issued shares of stock of Merging Entity outstanding immediately prior to the Effective Time, and all rights in respect thereof, shall forthwith cease to exist and shall be cancelled and retired, and each share of Merging Entity shall be converted into the right to receive one validly issued, fully paid share of Surviving Entity. As of the Effective Time, 100% of the issued shares of stock of Surviving Entity shall be owned by DCHCO, Inc., a Delaware corporation.

5. Bylaws. At the Effective Time, the Bylaws of Merging Entity (the "Former Bylaws") shall be terminated, subject to the survival provisions thereof and applicable law with respect to the rights of successor by merger. At the Effective Time, the Bylaws of Surviving Entity shall remain the bylaws of Surviving Entity (such bylaws, the "Adopted Bylaws") until thereafter amended in accordance with the Delaware General Corporation Law. Subject to the consummation of the Merger, all of the directors and the sole shareholder of Merging Entity have approved the termination of the Former Bylaws and the adoption of the Adopted Bylaws, such adoption to be effective at the Effective Time.

6. Approval. This Agreement and Plan of Merger has been approved by: (i) all of the directors and the sole shareholder of Merging Entity; and (ii) the sole director and the sole shareholder of Surviving Entity.

7. Service of Process. Surviving Entity hereby agrees that it may be served with process in the State of Illinois in any proceeding for the enforcement of any obligation of Merging Entity and in any proceeding for the enforcement of any obligation of Merging Entity or Surviving Entity arising from the Merger.

8. Further Assurances. From time to time after the Effective Time, as and when required by Surviving Entity or by its successors and assigns, the last acting agents of Merging Entity shall execute and deliver such deeds and other instruments, and there shall be taken or caused to be taken by it, such further and other action as shall be necessary or appropriate in order to vest or perfect, or to confirm or record or otherwise, in Surviving Entity title to and possession of all property, interests, assets, rights, privileges, immunities, powers, franchises and authority of Merging Entity and otherwise to carry out the purposes of this Agreement and Plan of Merger, and each of the directors and any officer of Surviving Entity is fully authorized in the name and on behalf of Merging Entity or otherwise to take any and all such action and to execute and deliver any and all such deeds and other instruments.

[Signature page follows.]

IN WITNESS WHEREOF, this Agreement and Plan of Merger is hereby duly executed by the parties hereto on the date first written above.

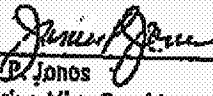
MERGING ENTITY:

EDWARD DON & COMPANY, an Illinois corporation

By: 
Name: James P. Jones
Its: Executive Vice President

SURVIVING ENTITY:

PSSMI, Inc., a Delaware corporation

By: 
Name: James P. Jones
Its: Executive Vice President

[Signature Page to Agreement and Plan of Merger of Edward Don & Company with and into PSSMI, Inc.]

TRADEMARK

REEL: 006727 FRAME: 0631

SCHEDULE OF MARKS

Owner	Mark	Reg. No.	Reg. Date
Edward Don & Company, LLC	DON	1445762	07/07/1987
Edward Don & Company, LLC	DON-O-MITE	1300100	10/16/1984
Edward Don & Company, LLC	EVERYTHING BUT THE FOOD	4579937	08/05/2014
Edward Don & Company, LLC	MIR-O-SPRAY	1300099	10/16/1984
Edward Don & Company, LLC	SABRE-SHARP	1384030	02/25/1986
Edward Don & Company, LLC	SENSI-DERM	1365131	10/15/1985
Edward Don & Company, LLC	SUPER JET SOLV	3425785	05/13/2008
Edward Don & Company, LLC	WAM	4533335	05/20/2014
AFS Acquisition, LLC	AF & CHEF DESIGN	3098019	05/30/2006
AFS Acquisition, LLC	AF & DESIGN	1452663	08/11/1987
AFS Acquisition, LLC	ATLANTA FIXTURE & SALES COMPANY, INC.	3084544	04/25/2006