

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM544457

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER		
EFFECTIVE DATE:	09/30/2019		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
South Beach Smoke LLC		09/30/2019	Limited Liability Company: DELAWARE
RECEIVING PARTY DATA			
Name:	International Vapor Group, LLC		
Street Address:	5201 Interchange Way		
City:	Louisville		
State/Country:	KENTUCKY		
Postal Code:	40299		
Entity Type:	Limited Liability Company: DELAWARE		
PROPERTY NUMBERS Total: 5			
Property Type	Number	Word Mark	
Registration Number:	4420129	SOUTH BEACH SMOKE	
Serial Number:	88350554	SOUTH BEACH SMOKE	
Registration Number:	4523684	SOUTH BEACH SMOKE AIR	
Registration Number:	4634423	SOUTH BEACH VAPOR	
Registration Number:	5420798	SUPERMAX	
CORRESPONDENCE DATA			
Fax Number:	5025881987		
<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>			
Phone:	5026252887		
Email:	aberge@middletonlaw.com		
Correspondent Name:	Amy B. Berge		
Address Line 1:	401 South Fourth Street		
Address Line 2:	Suite 2600		
Address Line 4:	Louisville, KENTUCKY 40202		
NAME OF SUBMITTER:	Amy B. Berge		
SIGNATURE:	/Amy B. Berge/		
DATE SIGNED:	10/09/2019		

OP \$140.00 4420129

Total Attachments: 2

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Delaware

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I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"SOUTH BEACH SMOKE LLC", A DELAWARE LIMITED LIABILITY COMPANY,

"VAPORFI LLC", A DELAWARE LIMITED LIABILITY COMPANY,

"MOTLEY BREW ELIQUIDS, LLC", A DELAWARE LIMITED LIABILITY COMPANY,

WITH AND INTO "INTERNATIONAL VAPOR GROUP, LLC" UNDER THE NAME OF "INTERNATIONAL VAPOR GROUP, LLC", A LIMITED LIABILITY COMPANY ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE ON THE TWENTY-SIXTH DAY OF SEPTEMBER, A.D. 2019, AT 1:37 O`CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE THIRTIETH DAY OF SEPTEMBER, A.D. 2019 AT 10 O`CLOCK A.M.




Jeffrey W. Bullock, Secretary of State

5235582 8100M
SR# 20197245871

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

Authentication: 203683371
Date: 09-27-19

TRADEMARK
REEL: 006767 FRAME: 0097

State of Delaware
Certificate of Merger of
a Domestic Limited Liability Company
Into a Domestic Limited Liability Company

State of Delaware
Secretary of State
Division of Corporations
Delivered 01:37 PM 09/26/2019
FILED 01:37 PM 09/26/2019
SR 20197245871 - File Number 5235582

Pursuant to Title 6, Section 18-209 of the Delaware Limited Liability Company Act the undersigned limited liability company executed the following Certificate of Merger:

First: The name of the surviving limited liability company is International Vapor Group, LLC, a Delaware limited liability company ("Survivor"), and the names of the limited liability companies being merged into Survivor are South Beach Smoke LLC, a Delaware limited liability company ("South Beach"), Motley Brew ELiquids, LLC, a Delaware limited liability company ("Motley Brew") and Vaporfi LLC, a Delaware limited liability company ("Vaporfi" and together, with South Beach and Motley Brew, the "Merged Entities").

Second: The Agreement and Plan of Merger has been approved and executed by the sole member of Survivor and the sole member of each of the Merged Entities.

Third: The name of the surviving limited liability company is International Vapor Group, LLC, a Delaware limited liability company.

Fourth: The Certificate of Formation of Survivor shall be its Certificate of Formation.

Fifth: The merger is to become effective at 10:00 a.m. Eastern Standard Time on September 30, 2019.

Sixth: The Agreement of Merger is on file at 5201 Interchange Way, Louisville, Kentucky 40299, the place of business of Survivor.

Seventh: A copy of the Agreement and Plan of Merger will be furnished by the Survivor on request, without cost, to any member of the limited liability companies or any person holding an interest in any other business entity which is to merge or consolidate.

IN WITNESS WHEREOF, Survivor has caused this certificate to be signed by an authorized person, this 24th day of September, 2019.

INTERNATIONAL VAPOR GROUP, LLC

By: James W. Dobbins
Name: James W. Dobbins
Title: SVP, General Counsel and Secretary