

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM570159

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	MERGER		
<b>EFFECTIVE DATE:</b>	03/31/2020		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Subaru Investment, Inc.		03/31/2020	Corporation: DELAWARE
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Subaru of America, Inc.		
<b>Street Address:</b>	One Subaru Drive		
<b>City:</b>	Camden		
<b>State/Country:</b>	NEW JERSEY		
<b>Postal Code:</b>	08103		
<b>Entity Type:</b>	Corporation: NEW JERSEY		
<b>PROPERTY NUMBERS Total: 3</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	2759819	BAJA	
<b>Registration Number:</b>	2088379	FORESTER	
<b>Registration Number:</b>	1602140	OUTBACK	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	2024084400		
<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>			
<b>Phone:</b>	2024084000		
<b>Email:</b>	docketing@finnegan.com		
<b>Correspondent Name:</b>	Mark Sommers and Christie Baty Hudgins		
<b>Address Line 1:</b>	901 New York Avenue, NW		
<b>Address Line 2:</b>	Finnegan, Henderson, Farabow, et al.		
<b>Address Line 4:</b>	Washington, D.C. 20001		
<b>NAME OF SUBMITTER:</b>	Christie Baty Hudgins		
<b>SIGNATURE:</b>	/Christie Baty Hudgins/		
<b>DATE SIGNED:</b>	04/02/2020		
<b>Total Attachments: 8</b>			
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# Delaware

The First State

Page 1

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 OWNERSHIP, WHICH MERGES:

"SUBARU INVESTMENT, INC.", A DELAWARE CORPORATION, WITH AND INTO "SUBARU OF AMERICA, INC." UNDER THE NAME OF "SUBARU OF AMERICA, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF NEW JERSEY, AS RECEIVED AND FILED IN THIS OFFICE ON THE SEVENTEENTH DAY OF MARCH, A.D. 2020, AT 8:53 O`CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF OWNERSHIP IS THE THIRTY-FIRST DAY OF MARCH, A.D. 2020.



  
Jeffrey W. Bullock, Secretary of State

7905121 8100M  
SR# 20202182302

You may verify this certificate online at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)

Authentication: 202604920  
Date: 03-17-20

**TRADEMARK**  
**REEL: 006906 FRAME: 0406**

**CERTIFICATE OF OWNERSHIP**

**MERGING**

**SUBARU INVESTMENT, INC**

**INTO**

**SUBARU OF AMERICA, INC**

(Subsidiary into parent pursuant to Section 253 of the General Corporation Law of Delaware)

\*\*\*\*\*

SUBARU OF AMERICA, INC, a corporation incorporated on the 18<sup>th</sup> day of January 1977, (the "Company") pursuant to the provisions of the General Corporations Law of the State of New Jersey the provisions of which permit the merger of a corporation of another state into a corporation organized and existing under the laws of said state.

**DOES HEREBY CERTIFY:**

**FIRST:** That this Company owns 100% of the capital stock of SUBARU INVESTMENT, INC, a corporation incorporated on the 22<sup>nd</sup> day of December, 1997 A.D., pursuant to the provisions of the General Corporation Law of the State of Delaware and that this Company, by a resolution of its Board of Directors duly adopted in an Action by Unanimous Consent in Writing dated February 28, 2020, determined to and did merge into itself said SUBARU INVESTMENT, INC, which resolution is in the following words to wit:

**RESOLVED,** That the Company has determined that it is in the best interests of the Company for Subaru Investment, Inc., a wholly owned subsidiary of the Company, to be merged into and form a single corporation with the Company, according to the terms specified in a certain Plan of Merger between the Company and Subaru Investment, Inc., a copy of which Plan is attached hereto and incorporated by reference herein; and it is further


**RESOLVED,** that the merger shall become effective on March 31, 2020; and it is further

**RESOLVED,** That the Officers of the Company be, and any one or more of them are, hereby authorized, empowered and directed, in the name and on behalf of the Company, to execute and deliver the Plan of Merger; and it is further

RESOLVED, That the Officers of the Company be, and any one or more of them are, hereby authorized, empowered and directed in the name and on behalf of the Company, to do and perform such acts, to prepare, execute and file such documents and reports, and to cause to be paid such fees and expenses as they or any of them shall deem necessary or advisable to effectuate the purpose of the foregoing resolutions, the authority for the taking of such action and the execution and delivery of any such documents and instruments, and the payment of any such fees and costs, to be conclusively evidenced hereby.

**SECOND:** That this Company surviving the merger agrees that it may be served with process in the State of Delaware in any proceeding for enforcement of any obligation of SUBARU INVESTMENT, INC as well as for enforcement of any obligation of the surviving corporation arising from this merger, including any suit or other proceeding to enforce the rights of any stockholders as determined in appraisal proceedings pursuant to the provisions of Section 262 of the Delaware General Corporation Law, and irrevocably appoints the Secretary of State of Delaware as its agent to accept service of process in any such suit or other proceeding. The address to which a copy of such process shall be mailed by the Secretary of State of Delaware is 301 N. Market Street, Suite 1423, Wilmington, DE 19801.

IN WITNESS WHEREOF, said parent corporation has caused its corporate seal to be affixed and this Certificate to be signed by an authorized officer this 28 day of February, 2020

By:   
(Authorized Officer)

Name: Thomas J. Dell

Title: President

MRG

FILED  
MAR 18 2020  
STATE TREASURER

UMC-2 Rev. 3/2013

New Jersey Division of Revenue & Enterprise Services  
Certificate of Merger/Consolidation  
(Profit Corporations)

0100032711

To file electronically:  
1. Enter the information requested below and sign by typing your name in the signature field. The form can only be filled in using Adobe Acrobat Reader 9.1 or greater. See the pages following this form for field by field instructions and rules on delivery and processing of work requests.  
2. Click the "Add Attachments" button to add attachments if required. Check the field by field instructions to see if you must include an attachment.  
3. After the form has been filled in properly, please save a copy to your computer so that you can upload the form to the State of New Jersey Division of Revenue & Enterprise Services Central Forms Repository Web application by following the instructions in the next step.  
4. Click the "Open the Central Forms Repository Home Page to start the Form Submission Process" button at the bottom of the form.  
(This action will launch the State of New Jersey Division of Revenue & Enterprise Services Central Forms Repository Web application. If you have created an account in the application, you will need to do so before filling the online Web application. Once your account is created, please login to the application and follow the instructions for submitting your form and payment online.)

This form may be used to record the merger or consolidation of a corporation with or into another business entity or entities, pursuant to NJSA 14A. Applicants must insure strict compliance with the requirements of State law and insure that all filing requirements are met. This form is intended to simplify filing with the State Treasurer. Applicants are advised to seek out private legal advice before submitting filings to the Department of the Treasury, Division of Revenue & Enterprise Services office.

1. Type of Filing (check one):  Merger  Consolidation

2. Name of Surviving Business Entity: Subaru of America, Inc.

3. Name(s)/Jurisdiction(s) of All Participating Business Entities including Surviving Entity:

Name	Jurisdiction	Identification # Assigned by (if applicable)
Subaru of America, Inc.	New Jersey	0100032711
Subaru Investment, Inc.	Delaware	N/A

4. Date Merger/Consolidation adopted: February 28, 2020

5. Voting: (all corporations involved; attach additional sheets if necessary)

-a Corp. Name SUBARU INVESTMENT, INC. Outstanding Shares 100  
If applicable, set forth the number and designation of any class or series of shares entitled to vote.

Voting For \_\_\_\_\_ Voting Against \_\_\_\_\_ ; OR

Merger/consolidation plan was adopted by the unanimous written consent of the shareholders without a meeting (check)

-b Corp. Name SUBARU OF AMERICA, INC. Outstanding Shares 24,061,026  
If applicable, set forth the number and designation of any class or series of shares entitled to vote.

Voting For \_\_\_\_\_ Voting Against \_\_\_\_\_ ; OR

Merger/consolidation plan was adopted by the unanimous written consent of the shareholders without a meeting (check)

-c Corp. Name \_\_\_\_\_ Outstanding Shares \_\_\_\_\_  
If applicable, set forth the number and designation of any class or series of shares entitled to vote.

Voting For \_\_\_\_\_ Voting Against \_\_\_\_\_ ; OR

Merger/consolidation plan was adopted by the unanimous written consent of the shareholders without a meeting (check)

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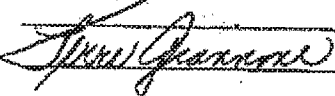
6. Service of Process Address (For use if the surviving business entity is not authorized or registered by the State.  
Treasurer:

The surviving business entity agrees that it may be served with process in this State in any action, suit or proceeding for the enforcement of any obligation of any domestic or foreign corporation, previously amenable to suit in this State, which is a party to this merger/consolidation, and in any proceeding for the enforcement of the rights of a dissenting shareholder of such domestic corporation against the surviving corporation.

The Treasurer is hereby appointed as agent to accept service of process in any such action, suit, or proceeding which shall be forwarded to the surviving business entity at the Service of Process address stated above.

The Surviving Business Entity also agrees that it will promptly pay to the dissenting shareholders of any such domestic corporation the amount, if any, to which they may be entitled under the provisions of Title 14A.

7. Effective Date (see last): March 31, 2020

Signature	Name	Title	Date
	By: Thomas J. Doll	President	<u>February 28, 2020</u>
	Subaru of America, Inc.		
	By: Terri Giannone	Vice President	<u>March 15, 2020</u>
	Subaru Investment, Inc.		

\*\*Remember to attach: 1) the plan of merger or consolidation; and 2) if the surviving or resulting business is not a registered or authorized domestic or foreign corporation, a Tax Clearance Certificate for each participating corporation.

Certificate of Merger for Subaru of America, Inc.

Question #5 -- Voting

The Plan of Merger was adopted by the respective Board of Directors of each corporation which is a party to this merger. No vote of the shareholders was required by either corporation. The foreign corporation which is a party to this merger is a wholly owned subsidiary of the surviving domestic corporation, and pursuant to Section 14A:10-5.1 of the New Jersey Statutes, as amended, no shareholder approval was required.



PLAN OF MERGER

This PLAN OF MERGER is made this 31st day of March 2020, merging Subaru Investment, Inc., a Delaware corporation, into Subaru of America, Inc., a New Jersey corporation.

Whereas, the respective Board of Directors of Subaru of America, Inc. and of Subaru Investment, Inc. deem it advisable that Subaru Investment, Inc. (hereinafter referred to as "SII"), a wholly owned subsidiary of Subaru of America, Inc., merge into and form a single corporation with Subaru of America, Inc. (hereinafter referred to as the "Surviving Corporation") on the terms hereinafter specified,

NOW, THEREFORE, the Surviving Corporation and SII do hereby adopt this Plan of Merger and prescribe the terms and conditions of said merger and mode of carrying the same into effect as follows:

1. Subject to the provisions of this Plan of Merger, SII shall be merged with and into the Surviving Corporation by the filing of the Certificate of Ownership with the State of Delaware and the filing of a Certificate of Merger with the State of New Jersey. The Surviving Corporation shall assume the liabilities and obligations of SII.
2. Upon the merger becoming effective, any and all of the property, rights, privileges, franchises, trademarks, licenses, registrations and other rights and assets of every kind of description of SII shall be transferred to, vested in and devolve upon the Surviving Corporation without further act or deed.
3. The Certificate of Incorporation and By-laws of the Surviving Corporation as in effect on the date of the merger provided for in this Plan shall continue in full force and effect following the merger.

4. The persons holding office as the officers and the directors of the Surviving Corporation shall remain as the officers and directors following the merger and shall serve until their successors are duly elected and qualified.

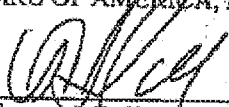
5. Upon the effective date of this merger, all of the presently issued and outstanding shares of stock of SII, all of which are owned by the Surviving Corporation, shall be canceled. No shares of the Surviving Corporation shall be issued in exchange therefor.

6. The Plan of Merger shall become effective at the close of business on March 31, 2020.

IN WITNESS WHEREOF, the undersigned corporations pursuant to the approval of their respective Board of Directors have caused this Plan of Merger to be executed by their respective Officers named below.

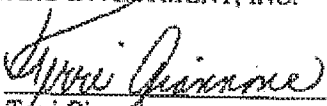
SUBARU OF AMERICA, INC.

By:

  
Thomas J. Bell  
President

SUBARU INVESTMENT, INC.

By:

  
Terri Giannone  
Vice President