

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM572774

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT
<b>NATURE OF CONVEYANCE:</b>	MERGER
<b>EFFECTIVE DATE:</b>	02/25/2019

## CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
TotalFab, LLC		02/25/2019	Limited Liability Company:

## RECEIVING PARTY DATA

<b>Name:</b>	Ferguson Enterprises, Inc.
<b>Street Address:</b>	12500 Jefferson Avenue
<b>City:</b>	Newport News
<b>State/Country:</b>	VIRGINIA
<b>Postal Code:</b>	23602
<b>Entity Type:</b>	Corporation: VIRGINIA

## PROPERTY NUMBERS Total: 1

Property Type	Number	Word Mark
<b>Registration Number:</b>	5142979	TF TOTALFAB

## CORRESPONDENCE DATA

Fax Number: 7573046175

*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: 7572386383

Email: wpynter@kaleolegal.com

Correspondent Name: William Rueger Poynter

Address Line 1: 4456 Corporation Lane

Address Line 2: Suite 135

Address Line 4: Virginia Beach, VIRGINIA 23462

<b>NAME OF SUBMITTER:</b>	William Rueger Poynter
<b>SIGNATURE:</b>	/williamrpynter/
<b>DATE SIGNED:</b>	04/21/2020

## Total Attachments: 11

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# FERGUSON ENTERPRISES, INC.

## SECRETARIAL CERTIFICATE

The undersigned Assistant Secretary of Ferguson Enterprises, Inc., a Virginia corporation (the "Corporation"), hereby certifies that:

1. The entities identified below (the "Blackman Entities") operated as wholly owned, direct and indirect, subsidiaries of the Corporation under the Federal Employer Identification Numbers opposite each entity's name.

ENTITY	FEIN
Blackman Plumbing Supply Co., LLC	82-2751223
New Jersey Plumbing Group, LLC	27-2699627
Orange County Plumbing Group, LLC	27-2700107
Lakeland Plumbing Supply, LLC	20-2101924
North Point Plumbing Supply, LLC	20-5725998
New York Plumbing Designs, LLC	03-0489443
TotalFab, LLC	47-5099017
Palm Designs LLC	47-5074729
SimplyPlumbing, LLC	47-5229014

2. Effective February 25, 2019, the Blackman Entities were merged with and into the Corporation (see attached Virginia Certificate of Merger).
3. The Corporation's Federal Employer Identification No. is 54-1211771.

Date: February 25, 2019

FERGUSON ENTERPRISES, INC.



By Wesley E. Rice  
Wesley E. Rice, Assistant Secretary

COMMONWEALTH OF VIRGINIA  
CITY OF NEWPORT NEWS

Sworn to and subscribed before me, the undersigned Notary Public, this 25<sup>th</sup> day of February, 2019.

Laura LuAnn Maxson  
Laura LuAnn Maxson, Notary Public

My commission expires: 09/30/2022  
VA Notary ID No. 212214

**COMMONWEALTH OF VIRGINIA  
STATE CORPORATION COMMISSION**

AT RICHMOND, FEBRUARY 21, 2019

The State Corporation Commission finds the accompanying articles submitted on behalf of  
**Ferguson Enterprises, Inc.**

comply with the requirements of law and confirms payment of all required fees. Therefore, it is  
ORDERED that this

**CERTIFICATE OF MERGER**

be issued and admitted to record with the articles of merger in the Office of the Clerk of the  
Commission, effective February 25, 2019. Each of the following:

**BLACKMAN PLUMBING SUPPLY CO., LLC (A DE LLC NOT  
REGISTERED IN VA)  
NEW JERSEY PLUMBING GROUP, LLC (A NJ LLC NOT  
REGISTERED IN VA)  
6 NEW YORK LLC'S NOT REGISTERED IN VA  
PALM DESIGNS LLC (A FL LLC NOT REGISTERED IN VA)**

is merged into Ferguson Enterprises, Inc., which continues to exist under the laws of VIRGINIA  
with the name Ferguson Enterprises, Inc., and the separate existence of each non-surviving  
entity ceases.

STATE CORPORATION COMMISSION

By



Judith Williams Jagdmann  
Commissioner

MERGACPT  
CIS0368  
19-02-20-1207

TRADEMARK  
REEL: 006919 FRAME: 0659

ARTICLES OF MERGER

MERGING

BLACKMAN PLUMBING SUPPLY CO., LLC,  
a Delaware limited liability company, - N/D

NEW JERSEY PLUMBING GROUP, LLC,  
a New Jersey limited liability company - N/D

ORANGE COUNTY PLUMBING GROUP, LLC,  
a New York limited liability company, - N/D

LAKELAND PLUMBING SUPPLY, LLC,  
a New York limited liability company, - N/D

NORTH POINT PLUMBING SUPPLY, LLC,  
a New York limited liability company, - N/D

NEW YORK PLUMBING DESIGNS, LLC,  
a New York limited liability company, - N/D

TOTALFAB, LLC,  
a New York limited liability company, - N/D

SIMPLYPLUMBING, LLC,  
a New York limited liability company, - N/D

and

PALM DESIGNS LLC,  
a Florida limited liability company - N/D

WITH AND INTO

FERGUSON ENTERPRISES, INC.,  
a Virginia corporation - 0228845-4

Pursuant to the provisions of Section 13.1-720 of the Virginia Stock Corporation Act, Ferguson Enterprises, Inc., a Virginia corporation (the "Surviving Corporation"), as the surviving corporation, hereby adopts the following Articles of Merger:

**FIRST:** The Agreement of Merger (the "Agreement") pursuant to which each of (i) Blackman Plumbing Supply Co., LLC, a Delaware limited liability company ("Blackman"), (ii) New Jersey Plumbing Group, LLC, a New Jersey limited liability company ("NJ Plumbing"), (iii) Organe County Plumbing Group, LLC, a New York limited liability company ("OC Plumbing"), (iv) Lakeland Plumbing Supply, LLC, a New York limited liability company ("Lakeland"), (v) North Point Plumbing Supply,

LLC, a New York limited liability company ("North Point"), (vi) New York Plumbing Designs, LLC, a New York limited liability company ("NY Plumbing"), (vii) TotalFab, LLC, a New York limited liability company ("TotalFab"), (viii) SimplyPlumbing, LLC, a New York limited liability company ("SimplyPlumbing") and (ix) Palm Designs LLC, a Florida limited liability company ("Palm Designs") (Blackman, NJ Plumbing, OC Plumbing, Lakeland, North Point, NY Plumbing, TotalFab, SimplyPlumbing and Palm Designs are collectively referred to herein as the "Merged Companies"), will merge with and into the Surviving Corporation (the "Merger") is attached hereto as Exhibit A and made a part hereof.

**SECOND:** The Agreement was duly approved and adopted on February 18, 2019 by resolutions of the Board of Directors of the Surviving Corporation. Pursuant to Section 13.1-718F of the Virginia Stock Corporation Act, approval by the shareholders of the Surviving Corporation is not required. The Surviving Corporation owns 100% of the membership interest of Blackman, NJ Plumbing, OC Plumbing, Lakeland, North Point, and NY Plumbing. Blackman owns 100% of the membership interest of TotalFab, SimplyPlumbing and PalmDesigns.

**THIRD:** The Merger is permitted by the laws of the Commonwealth of Virginia, the jurisdiction in which the Surviving Corporation is incorporated, and the Surviving Corporation has complied with such laws in effecting such Merger. The Merger is permitted by the laws of the State of Delaware, the State of New Jersey, the State of New York and the State of Florida, all of the jurisdictions in which the Merged Companies are organized and the Merged Companies and the Surviving Corporation have complied with such laws effecting such Merger.


**FOURTH:** Pursuant to Section 13.1-606 of the Virginia Stock Corporation Act the Merger shall be effective as of February 25, 2019.

*{Signatures on following page}*

WITNESS the following signatures:

**SURVIVING CORPORATION:**

**FERGUSON ENTERPRISES, INC.**

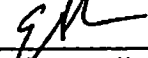
By:   
Eric A. Gallo, Secretary

Signed on: February 19, 2019

**MERGED COMPANY:**

**NEW JERSEY PLUMBING GROUP, LLC**

By: Ferguson Enterprises, Inc., Sole Member

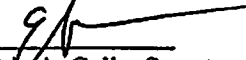
By:   
Eric A. Gallo, Secretary

Signed on: February 19, 2019

**MERGED COMPANY:**

**LAKELAND PLUMBING SUPPLY, LLC**

By: Ferguson Enterprises, Inc., Sole Member

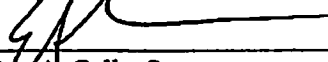
By:   
Eric A. Gallo, Secretary

Signed on: February 19, 2019

**MERGED COMPANY:**

**NEW YORK PLUMBING DESIGNS, LLC**

By: Ferguson Enterprises, Inc., Sole Member


By:   
Eric A. Gallo, Secretary

Signed on: February 19, 2019

**MERGED COMPANY:**

**BLACKMAN PLUMBING SUPPLY CO., LLC**

By: Ferguson Enterprises, Inc., Sole Member

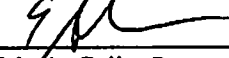
By:   
Eric A. Gallo, Secretary

Signed on: February 19, 2019

**MERGED COMPANY:**

**ORANGE COUNTY PLUMBING GROUP, LLC**

By: Ferguson Enterprises, Inc., Sole Member

By:   
Eric A. Gallo, Secretary

Signed on: February 19, 2019

**MERGED COMPANY:**

**NORTH POINT PLUMBING SUPPLY, LLC**

By: Ferguson Enterprises, Inc., Sole Member

By:   
Eric A. Gallo, Secretary

Signed on: February 19, 2019

**MERGED COMPANY:**

**TOTALFAB, LLC**

By: Blackman Plumbing Supply Co., LLC,  
Sole Member

By:   
Eric A. Gallo, Secretary

Signed on: February 19, 2019

**MERGED COMPANY:**

**SIMPLYPLUMBING, LLC**

By: Blackman Plumbing Supply Co., LLC,  
Sole Member


By:   
Eric A. Gallo, Secretary

Signed on: February 19, 2019

**MERGED COMPANY:**

**PALM DESIGNS LLC**

By: Blackman Plumbing Supply Co., LLC,  
Sole Member

By:   
Eric A. Gallo, Secretary

Signed on: February 19, 2019



## EXHIBIT A

### AGREEMENT OF MERGER

THIS AGREEMENT OF MERGER is entered into as of February 18, 2019 by and among (i) Blackman Plumbing Supply Co., LLC, a Delaware limited liability company ("Blackman"), (ii) New Jersey Plumbing Group, LLC, a New Jersey limited liability company ("NJ Plumbing"), (iii) Orange County Plumbing Group, LLC, a New York limited liability company ("OC Plumbing"), (iv) Lakeland Plumbing Supply, LLC, a New York limited liability company ("Lakeland"), (v) North Point Plumbing Supply, LLC, a New York limited liability company ("North Point"), (vi) New York Plumbing Designs, LLC, a New York limited liability company ("NY Plumbing"), (vii) TotalFab, LLC, a New York limited liability company ("TotalFab"), (viii) SimplyPlumbing, LLC, a New York limited liability company ("SimplyPlumbing") and (ix) Palm Designs LLC, a Florida limited liability company ("Palm Designs") (Blackman, NJ Plumbing, OC Plumbing, Lakeland, North Point, NY Plumbing, TotalFab, SimplyPlumbing and Palm Designs are collectively referred to herein as the "Merged Companies") and Ferguson Enterprises, Inc., a Virginia corporation (the "Surviving Corporation") provides:

1. The merger of the Merged Companies with and into the Surviving Corporation shall be effective as of February 25, 2019.
2. At the time of such merger, the Surviving Corporation owns 100% of the membership interest of Blackman, NJ Plumbing, OC Plumbing, Lakeland, North Point, and NY Plumbing and Blackman owns 100% of the membership interest of TotalFab, SimplyPlumbing and Palm Designs. (collectively, the "Membership Interests"). Upon the effective time of the merger, the Membership Interests shall be canceled, without consideration, and each issued and outstanding share of the capital stock of the Surviving Corporation shall remain outstanding after such merger and shall not be affected in any way by such merger.
3. The Articles of Incorporation and Bylaws of the Surviving Corporation in effect at the time of such mergers shall continue (until amended or repealed as provided by applicable law) to be the Articles of Incorporation and Bylaws of the Surviving Corporation after the time of such mergers.
4. The Board of Directors and officers of the Surviving Corporation in effect immediately prior to such merger shall be the Board of Directors and officers of the Surviving Corporation at and immediately after such merger until the earlier of their resignation or removal or until their successors are duly elected, as the case may be.

*{Signatures on following page}*

WITNESS the following signatures:

**SURVIVING CORPORATION:**

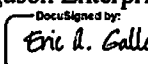
**FERGUSON ENTERPRISES, INC.**

By:   
Eric A. Gallo, Secretary

Signed on: February 18, 2019

**MERGED COMPANY:**

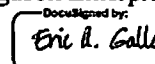
**BLACKMAN PLUMBING SUPPLY CO., LLC**

By: Ferguson Enterprises, Inc., Sole Member  
By:   
Eric A. Gallo, Secretary

Signed on: February 18, 2019

**MERGED COMPANY:**

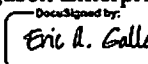
**NEW JERSEY PLUMBING GROUP, LLC**

By: Ferguson Enterprises, Inc., Sole Member  
By:   
Eric A. Gallo, Secretary

Signed on: February 18, 2019

**MERGED COMPANY:**

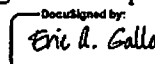
**ORANGE COUNTY PLUMBING GROUP, LLC**

By: Ferguson Enterprises, Inc., Sole Member  
By:   
Eric A. Gallo, Secretary

Signed on: February 18, 2019

**MERGED COMPANY:**

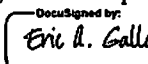
**LAKELAND PLUMBING SUPPLY, LLC**

By: Ferguson Enterprises, Inc., Sole Member  
By:   
Eric A. Gallo, Secretary

Signed on: February 18, 2019

**MERGED COMPANY:**

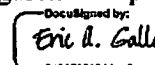
**NORTH POINT PLUMBING SUPPLY, LLC**

By: Ferguson Enterprises, Inc., Sole Member  
By:   
Eric A. Gallo, Secretary

Signed on: February 18, 2019

**MERGED COMPANY:**

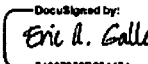
**NEW YORK PLUMBING DESIGNS, LLC**

By: Ferguson Enterprises, Inc., Sole Member  
By:   
Eric A. Gallo, Secretary

Signed on: February 18, 2019

**MERGED COMPANY:**

**TOTALFAB, LLC**

By: Blackman Plumbing Supply Co., LLC,  
Sole Member  
By:   
Eric A. Gallo, Secretary

Signed on: February 18, 2019

**MERGED COMPANY:**

**SIMPLYPLUMBING, LLC**

By: Blackman Plumbing Supply Co., LLC,  
Sole Member

By: DocuSigned by:  
*Eric A. Gallo*  
340070700684434  
Eric A. Gallo, Secretary

Signed on: February 18, 2019

**MERGED COMPANY:**

**PALM DESIGNS LLC**

By: Blackman Plumbing Supply Co., LLC,  
Sole Member

By: DocuSigned by:  
*Eric A. Gallo*  
340070700684434  
Eric A. Gallo, Secretary

Signed on: February 18, 2019

**COMMONWEALTH OF VIRGINIA  
STATE CORPORATION COMMISSION**

AT RICHMOND, FEBRUARY 21, 2019

The State Corporation Commission finds the accompanying articles submitted on behalf of  
Ferguson Enterprises, Inc.

comply with the requirements of law and confirms payment of all required fees. Therefore, it is  
ORDERED that this

**CERTIFICATE OF MERGER**

be issued and admitted to record with the articles of merger in the Office of the Clerk of the  
Commission, effective February 25, 2019. Each of the following:

BLACKMAN PLUMBING SUPPLY CO., LLC (A DE LLC NOT  
REGISTERED IN VA)  
NEW JERSEY PLUMBING GROUP, LLC (A NJ LLC NOT  
REGISTERED IN VA)  
6 NEW YORK LLC'S NOT REGISTERED IN VA  
PALM DESIGNS LLC (A FL LLC NOT REGISTERED IN VA)

is merged into Ferguson Enterprises, Inc., which continues to exist under the laws of VIRGINIA  
with the name Ferguson Enterprises, Inc., and the separate existence of each non-surviving  
entity ceases.

STATE CORPORATION COMMISSION

By



Judith Williams Jagdmann  
Commissioner

MERGACPT  
CIS0368  
19-02-20-1207

TRADEMARK  
REEL: 006919 FRAME: 0667

# Commonwealth of Virginia



## State Corporation Commission

*I Certify the Following from the Records of the Commission:*

The foregoing is a true copy of the articles of merger filed in the Clerk's Office of the Commission on February 21, 2019 by Ferguson Enterprises, Inc., effective as of February 25, 2019.

Nothing more is hereby certified.



*Signed and Sealed at Richmond on this Date:  
February 22, 2019*

*Joel H. Peck*  
Joel H. Peck, Clerk of the Commission