

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM585695

| | |
|------------------------------|--------------|
| SUBMISSION TYPE: | RESUBMISSION |
| NATURE OF CONVEYANCE: | MERGER |
| EFFECTIVE DATE: | 02/25/2019 |
| RESUBMIT DOCUMENT ID: | 900545752 |

CONVEYING PARTY DATA

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

RECEIVING PARTY DATA

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

PROPERTY NUMBERS Total: 1

| Property Type | Number | Word Mark |
|-----------------------------|---------|---------------------|
| Registration Number: | 4644879 | SIMPLYPLUMBING .COM |

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

| | |
|---------------------------|------------------------|
| NAME OF SUBMITTER: | William Rueger Poynter |
| SIGNATURE: | /williamrpynter/ |
| DATE SIGNED: | 07/09/2020 |

Total Attachments: 11

source=Blackman Plumbing Supply, et al Merger into FEI-Sec Cert (02-25-19)#page1.tif
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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 25th day of February, 2019.

Laura LuAnn Maxson
Laura LuAnn Maxson, Notary Public

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

TRADEMARK
REEL: 006988 FRAME: 0325

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: 006988 FRAME: 0326

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) 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"), 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.

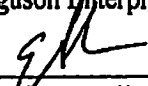
By: 
Eric A. Gallo, Secretary

Signed on: February 19, 2019

MERGED COMPANY:

NEW JERSEY PLUMBING GROUP, LLC

By: Ferguson Enterprises, Inc., Sole Member

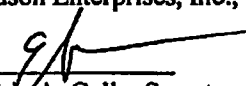
By: 
Eric A. Gallo, Secretary

Signed on: February 19, 2019

MERGED COMPANY:

LAKELAND PLUMBING SUPPLY, LLC

By: Ferguson Enterprises, Inc., Sole Member

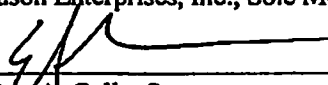
By: 
Eric A. Gallo, Secretary

Signed on: February 19, 2019

MERGED COMPANY:

NEW YORK PLUMBING DESIGNS, LLC

By: Ferguson Enterprises, Inc., Sole Member

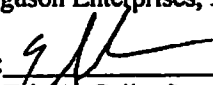
By: 
Eric A. Gallo, Secretary

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

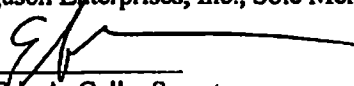
By: 
Eric A. Gallo, Secretary

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:

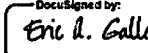
FERGUSON ENTERPRISES, INC.

By: 
Eric A. Gallo, Secretary

Signed on: February 18, 2019

MERGED COMPANY:

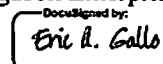
BLACKMAN PLUMBING SUPPLY CO., LLC

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

Signed on: February 18, 2019

MERGED COMPANY:

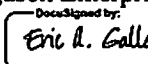
NEW JERSEY PLUMBING GROUP, LLC

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

Signed on: February 18, 2019

MERGED COMPANY:

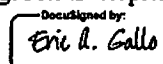
ORANGE COUNTY PLUMBING GROUP, LLC

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

Signed on: February 18, 2019

MERGED COMPANY:

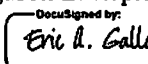
LAKELAND PLUMBING SUPPLY, LLC

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

Signed on: February 18, 2019

MERGED COMPANY:

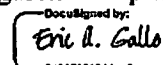
NORTH POINT PLUMBING SUPPLY, LLC

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

Signed on: February 18, 2019

MERGED COMPANY:

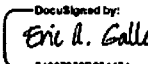
NEW YORK PLUMBING DESIGNS, LLC

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: 006988 FRAME: 0334

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