

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM590862

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	07/01/2020

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
CARDINAL INDUSTRIES, INC.		07/01/2020	Corporation: NEW YORK
SWIMWAYS CORP.		07/01/2020	Corporation: VIRGINIA

RECEIVING PARTY DATA

Name:	SPIN MASTER, INC.
Street Address:	300 International Drive
Internal Address:	Suite 100 PMB #10053
City:	WILLIAMSVILLE
State/Country:	NEW YORK
Postal Code:	14221
Entity Type:	Corporation: DELAWARE

PROPERTY NUMBERS Total: 51

Property Type	Number	Word Mark
Registration Number:	6020147	AQUALINX
Serial Number:	88290609	VENTURA RESORT FLOAT
Registration Number:	4393899	AQUA RIDER
Registration Number:	4083256	
Registration Number:	4083257	
Registration Number:	4083258	
Registration Number:	4083263	
Registration Number:	4569272	A WATER-FULL LIFE
Registration Number:	2938281	AEROBIE
Registration Number:	3231448	AEROBIE
Registration Number:	1349699	AEROBIE
Registration Number:	3513077	AQUA CELL
Registration Number:	5561827	AQUALIENS
Registration Number:	3609447	AQUARIA
Registration Number:	3502738	AQUASOFT
Registration Number:	3767859	BACK TO POOL

TRADEMARK

Property Type	Number	Word Mark
Registration Number:	2976196	COOP
Registration Number:	4481209	FLOOD FORCE
Registration Number:	2599488	GRIPTION
Registration Number:	4930412	HYDRO
Serial Number:	88450841	INTERNATIONAL LEARN TO SWIM DAY
Registration Number:	2473415	LEARNING TO LOVE THE WATER
Registration Number:	4318417	LYNX
Registration Number:	4839331	NATIONAL LEARN TO SWIM DAY
Registration Number:	1652508	NEWPORTER
Registration Number:	5291528	PADDLEZLAM
Registration Number:	5290549	POWER SWIMR
Registration Number:	2883955	RAINBOW REEF
Registration Number:	5079823	REACTORZ
Registration Number:	5138983	REACTORZ
Registration Number:	3881274	SEA SQUIRTS
Registration Number:	2390855	SKIP DISK
Registration Number:	3462988	SPONGEX
Registration Number:	3010004	SPRING FLOAT
Registration Number:	4549924	
Registration Number:	2176850	SQUIDGIE
Registration Number:	3414909	SUBMERGENCY
Registration Number:	1384490	SWIMWAYS
Registration Number:	4578745	SWIMWAYS
Registration Number:	4619515	SWIMWAYS
Registration Number:	5381233	THE ULTIMATE ANYWHERE GAME
Registration Number:	2222357	TOYPEDO
Registration Number:	4778790	LUXURY THAT LASTS
Registration Number:	4522743	BUILT FOR LIFE OUTDOORS
Registration Number:	4522744	BUILT FOR LIFE OUTDOORS
Registration Number:	4522745	BUILT FOR LIFE OUTDOORS
Registration Number:	2789672	KELSYUS
Registration Number:	5209238	KELSYUS
Serial Number:	88628591	GOOFIMALS
Registration Number:	4080396	CARDINAL
Registration Number:	4074465	CARDINAL

CORRESPONDENCE DATA

Fax Number: 2122925391

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: 2122925390
Email: mail@ipcounselors.com
Correspondent Name: EPSTEIN DRANGEL LLP
Address Line 1: 60 EAST 42ND STREET
Address Line 2: SUITE 2520
Address Line 4: NEW YORK, NEW YORK 10165

NAME OF SUBMITTER:	WILLIAM C. WRIGHT
SIGNATURE:	/WILLIAM C. WRIGHT/
DATE SIGNED:	08/07/2020

Total Attachments: 4

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Delaware

The First State

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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:

"SWIMWAYS CORP.", A VIRGINIA CORPORATION,

"CARDINAL INDUSTRIES, INC.", A NEW YORK CORPORATION,

WITH AND INTO "SPIN MASTER, INC." UNDER THE NAME OF "SPIN MASTER, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE ON THE EIGHTH DAY OF JULY, A.D. 2020, AT 4:56 O`CLOCK P.M.



3291011 8100M
SR# 20206129359

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

A handwritten signature in black ink, appearing to read "JBULLOCK", written over a horizontal line. Below the line, the text "Jeffrey W. Bullock, Secretary of State" is printed in a small font.

Authentication: 203251666
Date: 07-09-20

TRADEMARK
REEL: 007017 FRAME: 0577

State of Delaware
Secretary of State
Division of Corporations
Delivered 04:56 PM 07/08/2020
FILED 04:56 PM 07/08/2020
SR 20206129359 - File Number 3291011

CERTIFICATE OF MERGER

OF

CARDINAL INDUSTRIES, INC.,
a New York corporation

AND

SWIMWAYS CORP.,
a Commonwealth of Virginia corporation

INTO

SPIN MASTER, INC.,
a Delaware corporation

Under Section 252(c) of the Delaware General Corporation Law, SPIN MASTER, INC., a Delaware corporation, hereby certifies that:

FIRST: The name and state of incorporation of each of the constituent corporations to the merger are Cardinal Industries, Inc., a New York corporation, Swimways Corp., a Commonwealth of Virginia corporation, and SPIN MASTER, INC., a Delaware corporation.

SECOND: An agreement and plan of merger (the "Agreement and Plan of Merger") providing for the merger of each of Cardinal Industries, Inc., a New York corporation, and Swimways Corp., a Commonwealth of Virginia corporation, into SPIN MASTER, INC., a Delaware corporation (the "Surviving Corporation"), has been duly approved, adopted, certified, executed and acknowledged by each of the constituent corporations in accordance with Section 252(c) of the Delaware General Corporation Law.

THIRD: The full name of the Surviving Corporation is SPIN MASTER, INC.

FOURTH: The certificate of incorporation of SPIN MASTER, INC., a Delaware corporation, as amended and in effect as of the date hereof, shall be the certificate of incorporation of the Surviving Corporation.

FIFTH: The Agreement and Plan of Merger as executed is on file at the principal place of business of the Surviving Corporation at:

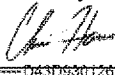
30-30 47th Ave., Suite 680, Long Island City, NY 11101

SIXTH: A copy of the Agreement and Plan of Merger will be furnished by the Surviving Corporation, on request and without cost, to any stockholder of any constituent corporation.

SEVENTH: The aggregate number of shares of stock that Cardinal Industries, Inc. has the authority to issue is two hundred (200) shares, all of which shares have no par value.

EIGHTH: The aggregate number of shares of stock that Swimways Corp. has the authority to issue is five thousand (5,000) shares of voting common stock, par value \$1.00 per share, and fifty thousand (50,000) shares of non-voting common stock, par value \$1.00 per share.

SPIN MASTER, INC., a Delaware corporation, has caused this Certificate to be signed by Chris Harrs, its Secretary, who affirms under penalties of perjury that the facts stated in this Certificate are true this 1st day of July, 2020.

DocuSigned by:

D43D930126D624A
Chris Harrs, Secretary

[Signature Page to SMI Delaware Certificate of Merger]