

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM609988

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER		
EFFECTIVE DATE:	12/01/2018		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Western Britches Manitoba LTD.		11/16/2018	Private Limited Company:
RECEIVING PARTY DATA			
Name:	3438644 MANITOBA LTD.		
Street Address:	30th Floor, 360 Main Street		
City:	Winnipeg, Manitoba		
State/Country:	CANADA		
Postal Code:	R3C 4G1		
Entity Type:	Private Limited Company: CANADA		
PROPERTY NUMBERS Total: 3			
Property Type	Number	Word Mark	
Registration Number:	4460757	SILVER JEANS CO.	
Registration Number:	2399553	SILVER	
Registration Number:	3197044	SILVER JEANS	
CORRESPONDENCE DATA			
Fax Number:	6173454745		
<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>			
Email:	trademarks@daypitney.com		
Correspondent Name:	Day Pitney LLP		
Address Line 1:	605 Third Avenue, 31st Floor		
Address Line 4:	New York, NEW YORK 10158-1803		
ATTORNEY DOCKET NUMBER:	784991000150		
NAME OF SUBMITTER:	Alex P. Garens		
SIGNATURE:	/alex p garens/		
DATE SIGNED:	11/20/2020		
Total Attachments: 3			
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CH \$90.00 4460757



Certificate of Amalgamation

Certificat de fusion

I certify that

Je certifie que

3438644 MANITOBA LTD.

resulted from an amalgamation under *The Corporations Act* in accordance with the attached Articles effective

a découlé d'une fusion sous le régime de *la Loi sur les corporations* conformément aux statuts ci-joints prenant effet le

1 DECEMBER/DÉCEMBRE 2018

10029663
Registry Number /
Numéro de registre



Deputy Director/directeur adjoint
The Corporations Act/
Loi sur les corporations

The Corporations Act
ARTICLES OF AMALGAMATION
(share capital)



1. Name of amalgamated corporation
3438644 MANITOBA LTD.

2. The address in full of the registered office (include postal code)

30th Floor, 360 Main Street
Winnipeg, MB R3C 4G1

3. Number (or minimum and maximum number) of directors

Such number as may be designated from time to time by resolution of the directors provided that the minimum number of directors shall be one, and the maximum number of directors shall be five.

4. Directors

Name in full	Address in full
Ronald N. Stern	4751 Drummond Drive Vancouver BC V6T 1B3
Robert I. Silver	510 Park Blvd W. Winnipeg, MB R3P 0H4

5. The classes and any maximum number of shares that the corporation is authorized to issue

An unlimited number of Class A common shares;	An unlimited number of Class F preference shares;
An unlimited number of Class B common shares;	An unlimited number of Class G preference shares;
An unlimited number of Class A preference shares;	An unlimited number of Class H preference shares;
An unlimited number of Class B preference shares;	An unlimited number of Class I preference shares;
An unlimited number of Class C preference shares;	An unlimited number of Class J preference shares;
An unlimited number of Class D preference shares;	An unlimited number of Class K preference shares;
An unlimited number of Class E preference shares;	An unlimited number of Class L preference shares;

6. The rights, privileges, restrictions and conditions attaching to the shares, if any

The annexed Schedule "I" is incorporated herein.

7. Restrictions, if any, on share transfers

No share or shares of the Corporation shall be transferred without the consent of a majority of the directors expressed by resolution or by an instrument or instruments in writing.

8. Restrictions, if any, on business the corporation may carry on

None

9. Other provisions, if any

The annexed Schedule "II" is incorporated herein.

10. The amalgamation agreement has been duly approved in accordance with Section 177 of *The Corporations Act*.

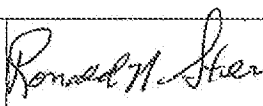
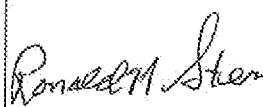
or

The amalgamation has been duly approved in accordance with Section 178 of *The Corporations Act*. These articles of amalgamation are the same as the articles of incorporation of (name the designated amalgamating corporation)

3438644 MANITOBA LTD.

11. Name of the amalgamating corporation the by-laws of which are to be the by-laws of the amalgamated corporation

3438644 MANITOBA LTD.

12. Names of amalgamating corporations	Signature	Office held	Date	Office Use Only
3438644 MANITOBA LTD.		DIRECTOR	Nov. 14, 2018	Act 3438644
WESTERN BRITCHES MANITOBA LTD.		DIRECTOR	Nov. 16, 2018	Act. 4700341

Instructions: The statutory declarations required by subsection 179(2) shall accompany these Articles of Amalgamation. It is not necessary to file the amalgamation agreement.

Available in alternate formats upon request