

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM615027

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER		
EFFECTIVE DATE:	08/28/2017		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
BRANDABLE, INC		08/28/2017	Corporation: CALIFORNIA
RECEIVING PARTY DATA			
Name:	BRANDABLE, INC		
Street Address:	975 Schumacker Drive		
City:	Los Angeles		
State/Country:	CALIFORNIA		
Postal Code:	90048		
Entity Type:	Corporation: DELAWARE		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	5613061	QUEEN V	
CORRESPONDENCE DATA			
Fax Number:	2128189606		
<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>			
Phone:	2124048714		
Email:	malerner@duanemorris.com		
Correspondent Name:	Mark Lerner, Esq.		
Address Line 1:	230 Park Avenue		
Address Line 2:	Suite 1130		
Address Line 4:	New York, NEW YORK 10169		
ATTORNEY DOCKET NUMBER:	s4888-00820		
NAME OF SUBMITTER:	Mark Lerner		
SIGNATURE:	/mark lerner/		
DATE SIGNED:	12/17/2020		
Total Attachments: 4			
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Delaware

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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:

"BRANDABLE", A CALIFORNIA CORPORATION,
WITH AND INTO "BRANDABLE, INC." UNDER THE NAME OF
"BRANDABLE, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER
THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS
OFFICE ON THE TWENTY-EIGHTH DAY OF AUGUST, A.D. 2017, AT 6:59
O`CLOCK P.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE
NEW CASTLE COUNTY RECORDER OF DEEDS.




Jeffrey W. Bullock, Secretary of State

6522752 8100M
SR# 20175920950

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

Authentication: 203143486
Date: 08-30-17

TRADEMARK
REEL: 007176 FRAME: 0957

AGREEMENT OF MERGER
BETWEEN
BRANDABLE
A CALIFORNIA CORPORATION
AND
BRANDABLE, INC.
A DELAWARE CORPORATION

This Agreement of Merger (this “**Agreement of Merger**”) is entered into on August 28th, 2017 (the “**Effective Date**”) by and between Brandable, a California corporation (“**CA-Brandable**”), and Brandable, Inc., a Delaware corporation (“**DE-Brandable**”), as approved by the board of directors and the shareholders of each such company pursuant to Section 252 of the Delaware General Corporations Law and the California Corporations Code.

1. CA-Brandable, which is a corporation formed in the State of California with 1,000,000 authorized shares with no par value, and which is sometimes hereinafter referred to as the “**Disappearing Company**”, shall be merged with and into DE-Brandable, which is a corporation formed in the State of Delaware, and which is sometimes hereinafter referred to as the “**Surviving Company**”.

2. The separate existence of the Disappearing Company shall cease upon the effective date of the merger in accordance with the provisions of the California Corporations Code.

3. The Surviving Company shall continue its existence pursuant to the provisions of the Delaware General Corporation Law.

4. The Certificate of Incorporation of the Surviving Company upon the effective date of the merger shall be the Certificate of Incorporation of said Surviving Company.

5. The bylaws, as amended, of the Disappearing Company upon the effective date of the merger shall become the bylaws of the Surviving Company and shall continue in full force and effect until changed, altered or amended, provided that, any references to California law in said bylaws shall be replaced with references to the relevant corresponding Delaware law.

6. The directors and officers of the Surviving Company in office upon the effective date of the merger shall continue to be the directors and the officers, respectively, of the Surviving Company, all of whom shall hold their directorships and offices until the election, choice, and qualification of their respective successors or until their tenure is otherwise terminated in accordance with the bylaws of the Surviving Company.

7. Each of the shares of the Disappearing Company, upon the effective date of the

merger, and without any action on the part of the holders thereof, shall be automatically converted into shares of the Surviving Company on a one to one basis (i.e., one share of the Disappearing Company will automatically convert to one share of the Surviving Company).

8. Each of the shares of the Surviving Company issued and outstanding immediately prior to the effective date of the merger shall, upon the effective date of the merger and without any action on the part of the holders thereof, be cancelled without consideration, and shall be replaced with the converted shares of the Disappearing Company as set forth in Section 7 hereof.

9. This Agreement of Merger has been approved by the board of directors and by a majority of the shareholders of the Disappearing Company and of the Surviving Company in the manner prescribed by the provisions of the California Corporations Code and the Delaware General Corporation Law. The Disappearing Company and the Surviving Company hereby agree that they will cause to be executed and filed and/or recorded any document or documents prescribed by the laws of the Delaware General Corporation Law and the California Corporations Code, and that they will cause to be performed all necessary acts therein and elsewhere to effectuate the merger.

10. The effect of the merger and the effective date of the merger are as prescribed by law.


11. This Agreement of Merger may be signed in counterparts, and all counterparts taken together shall constitute one instrument. Facsimile, photocopy or digital images (such as PDF) of signatures shall be as valid as original signatures.


[Signature Page Follows]

IN WITNESS WHEREOF, the parties hereto have executed this Agreement of Merger as of the Effective Date.

DISAPPEARING COMPANY:

BRANDABLE,
a California corporation


By: 
Name: Oliver Bogner
Title: President and Chief Executive Officer

By: 
Name: Cindy Bogner
Title: Secretary

SURVIVING COMPANY:

BRANDABLE, INC.,
a Delaware corporation

By: 
Name: Oliver Bogner
Title: President and Chief Executive Officer

By: 
Name: Cindy Bogner
Title: Secretary