

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM640369

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER		
EFFECTIVE DATE:	03/09/2021		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
AM Service Concepts, Inc.		03/09/2021	Corporation: DELAWARE
RECEIVING PARTY DATA			
Name:	AM Conservation Group, Inc.		
Street Address:	102 N. Franklin Street		
City:	Port Washington		
State/Country:	WISCONSIN		
Postal Code:	53074		
Entity Type:	Corporation: NEW JERSEY		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Serial Number:	78163989	SERVICE CONCEPTS	
Serial Number:	78163995	SERVICE CONCEPTS THE POWER OF COOPERATIO	
CORRESPONDENCE DATA			
Fax Number:	3128622200		
<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:	3128623837		
Email:	raza.siddiqui@kirkland.com		
Correspondent Name:	Raza Siddiqui, Senior Paralegal		
Address Line 1:	300 N. LaSalle		
Address Line 2:	Kirkland & Ellis LLP		
Address Line 4:	Chicago, ILLINOIS 60654		
ATTORNEY DOCKET NUMBER:	35173/428		
NAME OF SUBMITTER:	Raza Siddiqui		
SIGNATURE:	/razasiddiqui/		
DATE SIGNED:	04/19/2021		
Total Attachments: 8			
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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:

"AM SERVICE CONCEPTS, INC.", A DELAWARE CORPORATION,
WITH AND INTO "AM CONSERVATION GROUP, INC." UNDER THE NAME OF "AM CONSERVATION GROUP, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF NEW JERSEY, AS RECEIVED AND FILED IN THIS OFFICE ON THE NINTH DAY OF MARCH, A.D. 2021, AT 8:07 O`CLOCK A.M.




Jeffrey W. Bullock, Secretary of State

5418885 8100M
SR# 20210838236

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

Authentication: 202714086
Date: 03-11-21

TRADEMARK
REEL: 007262 FRAME: 0901

MRG

FILED

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STATE TREASURER

UMC-2 11/03

New Jersey Division of Revenue
Certificate of Merger/Consolidation
(Profit Corporations)

This form may be used to record the merger or consolidation of a corporation with or into another business entity or entities, pursuant to N.J.S.A. 17A. Applicants must insure strict compliance with the requirements of State law and insure that all filing requirements are met. This form is intended to simplify filing with the State Treasurer. Applicants are advised to seek out private legal advice before submitting filings to the Department of the Treasury, Division of Revenue's office.

0100585803

1. Type of Filing (check one): Merger Consolidation

2. Name of Surviving Business Entity: AM Conservation Group, Inc.

3. Name(s)/Jurisdiction(s) of All Participating Business Entities including Surviving Entity:

Name	Jurisdiction	Identification # Assigned by Treasurer (if applicable)
AM Conservation Group, Inc.	NJ	0100585803
AM Service Concepts, Inc.	DE	N/A

4. Date Merger/Consolidation adopted: March 9, 2021

5. Voting: (all corporations involved; attach additional sheets if necessary)

-a Corp. Name AM Conservation Group, Inc. Outstanding Shares 1,000
If applicable, set forth the number and designation of any class or series of shares entitled to vote.

Voting For _____ Voting Against _____ ; OR

Merger/consolidation plan was adopted by the unanimous written consent of the shareholders without a meeting (check)

-b Corp. Name AM Service Concepts, Inc. Outstanding Shares 1,000
If applicable, set forth the number and designation of any class or series of shares entitled to vote.

Voting For _____ Voting Against _____ : OR

Merger/consolidation plan was adopted by the unanimous written consent of the shareholders without a meeting (check)

-c Corp. Name _____ Outstanding Shares _____
If applicable, set forth the number and designation of any class or series of shares entitled to vote.

Voting For _____ Voting Against _____ ; OR

Merger/consolidation plan was adopted by the unanimous written consent of the shareholders without a meeting (check)

6. Service of Process Address (For use if the surviving business entity is not authorized or registered by the State Treasurer:

The surviving business entity agrees that it may be served with process in this State in any action, suit or proceeding for the enforcement of any obligation of any domestic or foreign corporation, previously amenable to suit in this State, which is a party to this merger/consolidation, and in any proceeding for the enforcement of the rights of a dissenting shareholder of such domestic corporation against the surviving corporation.

The Treasurer is hereby appointed as agent to accept service of process in any such action, suit, or proceeding which shall be forwarded to the surviving business entity at the Service of Process address stated above.

The Surviving Business Entity also agrees that it will promptly pay to the dissenting shareholders of any such domestic corporation the amount, if any, to which they may be entitled under the provisions of Title 17A.

Certificate of Merger/Consolidation
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7. Effective Date (see inst.):


Signature	Name	Title	Date
<i>John Bailes</i>	JohnBailes	President of surviving entity	March 9, 2021
	JamesMadej	President of merging entity	

**Remember to attach: 1) the plan of merger or consolidation; and 2) if the surviving or resulting business is not a registered or authorized domestic or foreign corporation, a Tax Clearance Certificate for each participating corporation.

NJ Division of Revenue, PO Box 308, Trenton NJ 08646

Certificate of Merger/Consolidation
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7. Effective Date (sec inst.):

Signature	Name	Title	Date
	JohnBailes	President of surviving entity	
	JamesMadej	President of merging entity	March 9, 2021

**Remember to attach: 1) the plan of merger or consolidation; and 2) if the surviving or resulting business is not a registered or authorized domestic or foreign corporation, a Tax Clearance Certificate for each participating corporation.

NJ Division of Revenue, PO Box 308, Trenton NJ 08646

AGREEMENT AND PLAN OF MERGER

This Agreement and Plan of Merger (this "*Agreement*"), dated as of March 9, 2021, is entered into by and between AM Conservation Group, Inc., a New Jersey corporation (the "*Survivor*"), and AM Service Concepts, Inc., a Delaware corporation (the "*Merging Company*"), and together with the Survivor, the "*Parties*").

WHEREAS, the Parties desire to consummate a merger, pursuant to the terms and subject to the conditions set forth herein and in accordance with the New Jersey Business Corporation Act, as amended (the "*NJBCA*"), and the Delaware General Corporation Law, as amended (the "*DGCL*"), of the Merging Company with and into the Survivor (the "*Merger*") and the separate existence of the Merging Company shall cease;

WHEREAS, the Parties have prepared a certificate of merger in the form attached hereto as Exhibit A to be executed and filed pursuant to § 14A:10-4.1 of the NJBCA (the "*NJ Certificate of Merger*") and a certificate of merger in the form attached hereto as Exhibit B to be executed and filed pursuant to Title 8, § 264(c) of the DGCL (the "*DE Certificate of Merger*", and, together with the NJ Certificate of Merger, the "*Certificates of Merger*"); and

WHEREAS, the Merging Company and the Survivor have taken all actions required under the NJBCA and the DGCL to approve this Agreement and the Merger.

NOW THEREFORE, in consideration of the mutual covenants and agreements herein contained, the Parties hereby agree:

ARTICLE I. The Merger. Upon the terms and conditions hereinafter set forth and in accordance with the NJBCA and the DGCL, on the Effective Date (as defined below), the Merging Company shall be merged with and into the Survivor and thereupon the separate existence of the Merging Company shall cease, and the Survivor, as the surviving company, shall continue to exist under and be governed by the NJBCA.

ARTICLE II. Filing. On the Effective Date (as defined below), Survivor will cause the NJ Certificate of Merger, in compliance with the provisions of applicable law, to be executed and filed with the Division of Revenue of the State of New Jersey, and will cause the DE Certificate of Merger, in compliance with the provisions of applicable law to be executed and filed with the Secretary of State of the State of Delaware.

ARTICLE III. Effective Date of Merger. The Merger shall become effective upon the filing of each of the Certificates of Merger on the date hereof (the "*Effective Date*").

ARTICLE IV. Governing Documents. At the Effective Date, the certificate of incorporation and the bylaws of the Merging Company shall cease to exist. The certificate of incorporation and the amended and restated bylaws of the Survivor shall govern the Survivor in accordance with the applicable laws of the State of New Jersey.

ARTICLE V. Directors and Officers. The current directors and officers of the Survivor immediately prior to the Effective Date shall serve as the directors and officers, respectively, of the Survivor immediately after the Effective Date.

ARTICLE VI. Equity Interests of Merging Companies. At the Effective Date, by virtue of the Merger and without any further action on the part of the Survivor, any and all shares issued by the Merging Company, as applicable, shall be cancelled and extinguished for no consideration.

ARTICLE VII. Common Shares of Survivor. At the Effective Date, the issued and outstanding shares of the Survivor shall remain issued and outstanding without change.

ARTICLE VIII. Effect of Merger. At and after the Effective Date, the Survivor shall possess all of the assets of every description, and every interest in the assets, wherever located, and the rights, privileges, immunities, powers, franchises and authority, of a public as well as a private nature, of the Merging Company and the Survivor, and all of the obligations belonging to or due to the Merging Company and the Survivor, all of which shall vest in the surviving company at the Effective Date without further act or deed. The Survivor shall be liable for all of the obligations of each of the Merging Company and the Survivor, and all of the rights of creditors of the Merging Company and the Survivor shall be preserved unimpaired.

ARTICLE IX. Tax Matters. For U.S. federal income and applicable state and local income tax purposes, it is intended that the Merger be treated as a disregarded transaction under the Internal Revenue Code of 1986, as amended.

* * * * *

IN WITNESS WHEREOF, the Parties hereto have caused this Agreement to be executed as of the date first written above.

SURVIVOR:

AM CONSERVATION GROUP, INC.

By: John Bailes
Name: John Bailes
Title: President

MERGING COMPANY:

AM SERVICE CONCEPTS, INC.

By: [Signature]
Name: James Madaj
Title: President

[Signature Page to AM Service Merger Agreement]