

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM644097

SUBMISSION TYPE:	RESUBMISSION
NATURE OF CONVEYANCE:	MERGER AND CHANGE OF NAME
EFFECTIVE DATE:	01/01/2021
RESUBMIT DOCUMENT ID:	900606485

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Cecil I. Walker Machinery Co.		12/31/2020	Corporation: WEST VIRGINIA

NEWLY MERGED ENTITY DATA

Name	Execution Date	Entity Type
Whayne Supply Company	12/31/2020	Corporation: KENTUCKY

MERGED ENTITY'S NEW NAME (RECEIVING PARTY)

Name:	Boyd Company
Street Address:	10001 Linn Station Road
City:	Louisville
State/Country:	KENTUCKY
Postal Code:	40223
Entity Type:	Corporation: KENTUCKY

PROPERTY NUMBERS Total: 1

Property Type	Number	Word Mark
Serial Number:	77596721	WHAYNE

CORRESPONDENCE DATA

Fax Number: 5025876391
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: 5025873400
Email: dnagle@stites.com
Correspondent Name: David W. Nagle, Jr.
Address Line 1: 400 West Market St.
Address Line 2: Suite 1800
Address Line 4: Louisville, KENTUCKY 40202

NAME OF SUBMITTER:	David W. Nagle, Jr.
SIGNATURE:	/david w. nagle, jr./
DATE SIGNED:	05/04/2021

Total Attachments: 7

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ARTICLES OF MERGER

of

CECIL I. WALKER MACHINERY CO.

into

WHAYNE SUPPLY COMPANY

Pursuant to the provisions of Kentucky Revised Statutes Chapter 271B and West Virginia Code Chapter 31D, the undersigned adopt the following Articles of Merger for the purpose of merging Cecil I. Walker Machinery Co., a West Virginia corporation (the "Merging Entity"), into Whayne Supply Company, a Kentucky corporation (the "Surviving Entity"), which shall be the surviving business entity.

ARTICLE I

The Merging Entity shall merge into the Surviving Entity pursuant to the terms and conditions set forth in the Plan of Merger (the "Plan") in the form attached hereto as Exhibit A, which has not been abandoned and which was duly authorized and approved in the manner set forth below and in accordance with the applicable laws of each of the Commonwealth of Kentucky and the State of West Virginia.

ARTICLE II

The Articles of Incorporation of the Surviving Entity shall be, and hereby are, amended so that the name of the Surviving Entity is "Boyd Company."

ARTICLE III

The Plan was duly authorized and approved by each of the Merging Entity and the Surviving Entity in accordance with Kentucky Revised Statutes and the West Virginia Code.

(a) There were 9,824 outstanding shares of the Surviving Entity and 9,824 votes entitled to be cast by the Surviving Entity's sole shareholder on the approval of the Plan, and 9,824 of those votes were cast for the approval of the Plan and no votes were cast against the approval of the Plan. The number of votes cast for the approval of the Plan was sufficient for approval of the Plan by the Surviving Entity.

(b) There were 100 outstanding shares of the Merging Entity and 100 votes entitled to be cast by the Merging Entity's sole shareholder on the approval of the Plan, and 100 of those votes were cast for the approval of the Plan and no votes were cast against

the approval of the Plan. The number of votes cast for the approval of the Plan was sufficient for approval of the Plan by the Merging Entity.

ARTICLE IV

The merger of the Merging Entity into the Surviving Entity shall be effective as of January 1, 2021.

[REMAINDER OF THIS PAGE INTENTIONALLY IS BLANK. SIGNATURES FOLLOW.]

IN TESTIMONY WHEREOF, the undersigned have duly executed these Articles of Merger effective as of the 31st day of December, 2020.

“SURVIVING ENTITY”

WHAYNE SUPPLY COMPANY

By: Monty L. Boyd
Monty L. Boyd, CEO

“MERGING ENTITY”

CECIL I. WALKER MACHINERY CO.

By: Monty L. Boyd
Monty L. Boyd, President

EXHIBIT A
Plan of Merger

See the attached.

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TRADEMARK
REEL: 007272 FRAME: 0739

PLAN OF MERGER

THIS PLAN OF MERGER (the "Plan") is made as of the 1st day of January, 2021, by and between **WHAYNE SUPPLY COMPANY**, a Kentucky corporation (the "Surviving Entity") and **CECIL I. WALKER MACHINERY CO.**, a West Virginia corporation (the "Merging Entity") (the Surviving Entity and the Merging Entity together the "Constituent Entities").

PRELIMINARY STATEMENTS

The Constituent Entities deem it to be in their best interests, and in the best interests of their respective shareholders, that the Constituent Entities engage in a statutory merger under the applicable laws of each of the Commonwealth of Kentucky and the State of West Virginia in which the Merging Entity shall merge with and into the Surviving Entity pursuant to the terms and conditions hereinafter set forth; and

The respective shareholders of the Constituent Entities have approved and adopted this Plan in accordance with the applicable laws of each of the Commonwealth of Kentucky and the State of West Virginia.

NOW, THEREFORE, in consideration of the foregoing premises and of the mutual agreements herein contained, the parties hereto do hereby agree as follows:

1. **Merger.** At the time and on the date specified in the Articles of Merger to be filed with each of the Secretary of State of Kentucky and the Secretary of State of West Virginia (such date and time being herein referred to as the "Effective Time"), (a) the Merging Entity shall be merged with and into the Surviving Entity under the applicable laws of each of the Commonwealth of Kentucky and the State of West Virginia; (b) the Surviving Entity shall be the surviving business entity, shall retain limited liability and shall continue in existence after the Effective Time in accordance with applicable law; and (c) the separate existence of the Merging Entity shall cease.

2. **Manner of Conversion.** The manner of converting the shares of the Constituent Entities shall be as follows:

(a) At the Effective Time, all of the outstanding shares of the Merging Entity shall automatically and by operation of law be cancelled, and any certificates evidencing ownership of such shares shall be void and of no effect. No shares of the Surviving Entity or any other consideration shall be issued in exchange therefor.

(b) Each share of the Surviving Entity that is outstanding immediately prior to the Effective Time shall remain outstanding at the Effective Time, and no consideration shall be issued in respect thereof.

3. **Articles of Incorporation and Bylaws.** The Articles of Incorporation of the Surviving Entity shall be amended so that the name of the Surviving Entity is "Boyd Company." The Articles of Incorporation of the Surviving Entity, as amended so that the name of the Surviving Entity is "Boyd Company," and the Bylaws of the Surviving Entity in effect immediately prior to the Effective Time shall be the Articles of Incorporation and Bylaws of the Surviving Entity.

4. **Board of Directors and Officers.** At the Effective Time, the Board of Directors and officers of the Surviving Entity, as the surviving business entity, shall consist of the Board of Directors and officers of the Surviving Entity immediately prior to the Effective Time.

5. **Further Assurances.** If at any time the Surviving Entity as the surviving business entity shall consider or be advised that any further assignments, conveyances or assurances are necessary or desirable to vest, perfect or confirm in the surviving business entity title to any property or rights of the Merging Entity, or otherwise carry out the provisions hereof, the proper officers and shareholders of the Merging Entity, as of the Effective Time, and thereafter the officers of the Surviving Entity as the surviving business entity acting on behalf of the Merging Entity, shall execute and deliver any and all property assignments, conveyances and assurances, and do all things necessary or desirable to vest, perfect or confirm title to such property or rights in the Surviving Entity as the surviving business entity and otherwise carry out the provisions hereof.

6. **Principal Office of Surviving Entity.** The location of the principal office of the Surviving Entity is 10001 Linn Station Road, Louisville, Kentucky 40223.

7. **Termination.** The Plan may be terminated and the proposed merger abandoned at any time before the Effective Time of the merger if the shareholders of either of the Constituent Entities duly adopt a resolution abandoning the Plan.

8. **Governing Law.** The Plan shall be governed by and construed in accordance with the applicable laws of the Commonwealth of Kentucky.

[Signature page follows.]

IN TESTIMONY WHEREOF, the parties hereto have caused this Plan to be executed by their duly authorized representatives as of the date first set forth above.

“SURVIVING ENTITY”

WHAYNE SUPPLY COMPANY

By: Monty L. Boyd
Monty L. Boyd, CEO

“MERGING ENTITY”

CECIL I. WALKER MACHINERY CO.

By: Monty L. Boyd
Monty L. Boyd, President