

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM653902

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	CHANGE OF NAME		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
GST AutoLeather, Inc.	FORMERLY GST LENDER ACQUISITION CORP. AND GST ACQUISITION CORP.	05/27/2021	Corporation: DELAWARE
RECEIVING PARTY DATA			
Name:	PANGEA MADE, INC.		
Street Address:	1209 ORANGE STREET		
City:	WILMINGTON		
State/Country:	DELAWARE		
Postal Code:	19801		
Entity Type:	Corporation: DELAWARE		
PROPERTY NUMBERS Total: 3			
Property Type	Number	Word Mark	
Serial Number:	90170683	PANGEA	
Serial Number:	90488993	PANGEA	
Serial Number:	90488675	P	
CORRESPONDENCE DATA			
Fax Number:			
<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:	248-433-7200		
Email:	krusso@dickinsonwright.com		
Correspondent Name:	DICKINSON WRIGHT PLLC		
Address Line 1:	2600 W. BIG BEAVER RD., STE. 300		
Address Line 4:	TROY, MICHIGAN 48084		
NAME OF SUBMITTER:	ANDREA L. ARNDT		
SIGNATURE:	/ANDREA L. ARNDT/		
DATE SIGNED:	06/15/2021		
Total Attachments: 5			
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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 RESTATED CERTIFICATE OF "GST AUTOLEATHER, INC.", CHANGING ITS NAME FROM "GST AUTOLEATHER, INC." TO "PANGEA MADE, INC.", FILED IN THIS OFFICE ON THE SECOND DAY OF JUNE, A.D. 2021, AT 8:40 O`CLOCK A.M.




Jeffrey W. Bullock, Secretary of State

6695871 8100
SR# 20212321438

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

Authentication: 203351353
Date: 06-03-21

TRADEMARK
REEL: 007326 FRAME: 0716

AMENDED AND RESTATED CERTIFICATE OF INCORPORATION

OF

GST AUTOLEATHER, INC.

GST AutoLeather, Inc., formerly known as GST Lender Acquisition Corp., and GST Acquisition Corp., a corporation organized and existing under the laws of the State of Delaware, hereby certifies as follows:

A. The name of the corporation is GST AutoLeather, Inc. (the “Corporation”). The Corporation’s original Certificate of Incorporation was filed with the Secretary of State of the State of Delaware on January 5, 2018 (the “Original Certificate”) and the Original Certificate was amended pursuant to the terms of a certain Certificate of Amendment as filed with the Secretary of State of the State of Delaware on April 17, 2018 (the “First Amended Certificate”) and the Original Certificate, as amended was further amended pursuant to the terms of a certain Certificate of Amendment as filed with the Secretary of State of the State of Delaware on August 14, 2018 (the “Second Amended Certificate” and collectively, with the Original Certificate, the First Amended Certificate, the “Charter”).

B. This Amended and Restated Certificate of Incorporation amends, restates and integrates the provisions of the Charter, and was duly adopted in accordance with Sections 242 and 245 of the Delaware General Corporation Law.

C. The text of the Charter is hereby amended and restated in its entirety to provide in full as set forth below (the “Amended and Restated Certificate of Incorporation”). This Amended and Restated Certificate of Incorporation shall be effective as of June 2, 2021 (the “Effective Date”):

1. Name. The name of the corporation is Pangea Made, Inc. (the “Corporation”).

2. Registered Office and Agent. The address of the registered office of the Corporation in the State of Delaware is Corporation Trust Center, 1209 Orange Street, Wilmington, Delaware 19801, located in the County of New Castle. The name of the resident agent of the Corporation in the State of Delaware at such address is The Corporation Trust Company.

3. Purpose. The nature of the business or purposes to be conducted or promoted by the Corporation is to engage in any lawful act or activity for which corporations may be organized under the Delaware General Corporation Law (“DGCL”).

4. Authorized Stock. The total number of shares of stock which the Corporation is authorized to issue is one thousand (1,000). All shares shall be designated as common stock, par value \$0.0001 per share, and are to be of one class.

5. Directors. The business and affairs of the Corporation shall be managed by or under the direction of the Board of Directors (the "Board of Directors"). The number of directors of the Corporation shall be such as from time to time shall be fixed by, or in the manner provided in, the bylaws of the Corporation (as amended, the "Bylaws"). Unless and except to the extent that the Bylaws shall so require, the election of directors of the Corporation need not be by written ballot.

6. Director Liability. To the fullest extent permitted by law, a director of the Corporation shall not be personally liable to the Corporation or to its stockholders for monetary damages for any breach of fiduciary duty as a director. No amendment to, modification of or repeal of this paragraph shall apply to or have any effect on the liability or alleged liability of any director of the Corporation for or with respect to any acts or omissions of such director occurring prior to such amendment. If the DGCL is amended to authorize corporate action further eliminating or limiting the personal liability of directors, then the liability of a director of the Corporation shall be eliminated or limited to the fullest extent permitted by the DGCL, as so amended.

7. Indemnification of Officers and Directors. The Corporation shall indemnify, advance expenses, and hold harmless, to the fullest extent permitted by applicable law as it presently exists or may hereafter be amended, any person (a "Covered Person") who was or is made or is threatened to be made a party or is otherwise involved in any threatened, pending or completed action, suit or proceeding (including without limitation an action by or in the right of the Corporation), whether civil, criminal, administrative or investigative (a "Proceeding"), by reason of the fact that he or she, or a person for whom he or she is the legal representative, is or was a director or officer of the Corporation or, while a director or officer of the Corporation, is or was serving at the request of the Corporation in any other capacity for any other enterprise for or on behalf of the Corporation, against any and all liability, loss, expense (including attorneys' fees), judgments, fines and amounts paid in settlement actually and reasonably incurred by such Covered Person; provided that the Corporation shall not be obligated to indemnify any such Covered Person for any amount paid in settlement of an action effected without the prior written consent of the Corporation to such settlement. Notwithstanding the preceding sentence, except for claims for indemnification (following the final disposition of such Proceeding) or advancement of expenses not paid in full, the Corporation shall be required to indemnify a Covered Person in connection with a Proceeding (or part thereof) commenced by such Covered Person only if the commencement of such Proceeding (or part thereof) by the Covered Person was authorized in the specific case by the Board of Directors. In accordance with and to the fullest extent now or hereafter permitted by law, the indemnification permitted by this paragraph shall not be deemed exclusive of any other rights to which any Covered Person may be entitled under any agreement, vote of stockholders or disinterested directors or otherwise, both as to action in such Covered Person's official capacity and as to action in another capacity while holding office, and shall continue as to a Covered Person who has ceased to be a director or officer and shall inure to the benefit of the heirs, executors and administrators of such Covered Person.

For purposes of this paragraph, the term "Corporation" shall include any predecessor of the Corporation and any constituent corporation (including any constituent of a constituent) absorbed by the Corporation in a consolidation or merger; the term "other enterprise" shall

include any corporation, partnership, joint venture, trust or employee benefit plan; service "at the request of the Corporation" shall include service as a director or officer of the Corporation which imposes duties on, or involves services by, such director or officer with respect to an employee benefit plan, its participants or beneficiaries; any excise taxes assessed on a person with respect to an employee benefit plan shall be deemed to be indemnifiable expenses; and action by a person with respect to an employee benefit plan which such person reasonably believes to be in the interest of the participants and beneficiaries of such plan shall be deemed to be action not opposed to the best interests of the Corporation. Any amendment, repeal or modification of this paragraph shall not adversely affect any right or protection hereunder of any person in respect of any act or omission occurring prior to the time of such repeal or modification.

8. Bylaws. In furtherance of, and not in limitation of, the powers conferred by the laws of the State of Delaware, the Board of Directors is expressly authorized to make, alter, amend, change, add to or repeal the Bylaws or adopt new Bylaws without any action on the part of the stockholders; provided that any Bylaw adopted or amended by the Board of Directors, and any powers thereby conferred, may be amended, altered or repealed by the stockholders.

9. Amendments. The Corporation shall have the right, subject to any express provisions or restrictions contained in this Amended and Restated Certificate of Incorporation of the Corporation or the Bylaws, from time to time, to amend this Amended and Restated Certificate of Incorporation or any provision hereof in any manner now or hereafter provided by law, and all rights and powers of any kind conferred upon a director or stockholder of the Corporation by the Amended and Restated Certificate of Incorporation or any amendment thereof are conferred subject to such right.

10. Forum Selection. Unless the Corporation consents in writing to the selection of an alternative forum, the Court of Chancery of the State of Delaware shall be the sole and exclusive forum for (i) any derivative action or proceeding brought on behalf of the Corporation, (ii) any action asserting a claim for breach of a fiduciary duty owed by any director, officer, employee or agent of the Corporation to the Corporation or the Corporation's stockholders, (iii) any action asserting a claim arising pursuant to any provision of the DGCL, the Amended and Restated Certificate of Incorporation or the Bylaws or (iv) any action asserting a claim governed by the internal affairs doctrine, in each case subject to said Court of Chancery having personal jurisdiction over the indispensable parties named as defendants therein.

[SIGNATURE PAGE FOLLOWS.]

IN WITNESS WHEREOF, the Corporation has caused this Amended and Restated Certificate of Incorporation to be signed by its President on this 27th day of May, 2021.

GST AUTOLEATHER, INC.

By: Randall Johnson

Printed Name: Randall Johnson

Title: President