

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM675945

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	05/24/2021

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Basic Organics, Inc.		04/23/2021	Corporation: OHIO

RECEIVING PARTY DATA

Name:	Basic Brands, Inc.
Street Address:	885 Claycraft Road
City:	Columbus
State/Country:	OHIO
Postal Code:	43230
Entity Type:	Corporation: OHIO

PROPERTY NUMBERS Total: 27

Property Type	Number	Word Mark
Registration Number:	5486835	UNIVERSITY NUTRITION
Registration Number:	5692255	SERIZINE
Registration Number:	6136691	HARVEST OF NATURE
Registration Number:	5997575	C-LICIOUS
Registration Number:	5223393	ACHIEVE
Registration Number:	0702124	U.S. HEALTH CLUB
Registration Number:	1401816	POWERALL
Registration Number:	1665630	BASIC ORGANICS
Registration Number:	1960209	LIPZ
Registration Number:	2025070	PHARMACARE
Registration Number:	2354969	CLEANZ BLENDZ
Registration Number:	2415838	ALLER-VITE
Registration Number:	2435288	U.S. HEALTH CLUB
Registration Number:	2679492	U.S. HEALTH CLUB
Registration Number:	2764676	USHC
Registration Number:	2832120	CORONALL
Registration Number:	2934116	USHC
Serial Number:	90502391	PURA SALUD

CH \$690.00 5486835

Property Type	Number	Word Mark
Serial Number:	90509946	NUTRASCIENCE
Serial Number:	90509949	VITALITY
Serial Number:	90504034	NEUROACTIVES
Serial Number:	90242587	PERSONAL EDGE
Serial Number:	90340220	TASTY PAWS
Serial Number:	90406941	BASIC BRANDS
Serial Number:	90424176	KITTYLICIOUS
Serial Number:	90424179	PUPPYLICIOUS
Serial Number:	90530406	PAWWELL

CORRESPONDENCE DATA

Fax Number:

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.

Email: STANDLEYDOCKETING@STANDLEYLLP.COM

Correspondent Name: Standley Law Group LLP

Address Line 1: 6300 Riverside Drive

Address Line 4: Dublin, OHIO 43017

ATTORNEY DOCKET NUMBER: BAS2869-003

NAME OF SUBMITTER: BEVERLY A. MARSH, AOR/OhioBarMember

SIGNATURE: /Beverly A. Marsh/

DATE SIGNED: 09/22/2021

Total Attachments: 10

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Toll Free: 877.767.3453
Central Ohio: 614.466.3910
OhioSoS.gov
business@OhioSoS.gov
File online or for more information visit OhioSoS.gov

RECEIVED

MAY 24 2021

OHIO SECRETARY OF STATE

Mail this form to one of the following:
Regular Filing (non expedite)
P.O. Box 1329
Columbus, OH 43216
Expedite Filing (Two business day processing time.
Requires an additional \$100.00)
P.O. Box 1330
Columbus, OH 43216

For screen readers, follow instructions located at this path.

RECEIVED

MAY 10 2021

OHIO SECRETARY OF STATE

Certificate of Merger

To be used when at least one constituent entity is an Ohio entity.

Filing Fee: \$99
(154-MER)

Forms Must Be Typed

In accordance with the requirements of Ohio law, the undersigned corporations, banks, savings banks, savings and loan associations, limited liability companies, partnerships, limited partnerships and/or limited liability partnerships, desiring to effect a merger, set forth the following facts

I. (Surviving) Entity

A. Name of Entity Surviving the Merger

Basic Brands, Inc.

B. Name Change: As a result of this merger, the name of the surviving entity has changed to the following

[Empty box for name change]

(Complete only if name of surviving entity is changing through the merger)

C. The surviving entity is a (Please check the appropriate box and fill in the appropriate blanks)

1. Domestic (Ohio entity) Foreign (Non-Ohio Entity)

OHIO

Jurisdiction of formation

2. Charter/Registration/License Number

1547660

(If licensed in Ohio as domestic or foreign)

3. For-Profit Corporation
 Nonprofit Corporation
 For-Profit Limited Liability Company
 Nonprofit Limited Liability Company
 Partnership
 Limited Partnership
 Limited Liability Partnership
 Unincorporated Nonprofit Association

II. CONSTITUENT ENTITY

Provide the name, Ohio charter/license/registration number, type of entity, jurisdiction of formation, for each entity merging out of existence. (If this is insufficient space to reflect all merging entities, please attach a separate sheet listing the additional merging entities).

Entity Name	Ohio Charter/License/Registration Number	Jurisdiction of Formation	Type of Entity
Basic Organics, Inc.	628974	OHIO	Corp
NeuroActives, LLC	3992442	OHIO	LLC
Personal Edge Nutrition, LLC	1346219	OHIO	LLC

III. MERGER AGREEMENT ON FILE

The name and mailing address of the person or entity from whom/which eligible persons may obtain a copy of the merger agreement upon written request

Name

Mailing Address

City

State

Zip Code

IV. EFFECTIVE DATE OF MERGER

This merger is to be effective on (The date specified must be on or after the date of the filing. If no date is specified, the date of filing will be the effective date of the merger).

V. MERGER AUTHORIZED

Each constituent entity has complied with the laws under which it exists and the laws permit the merger. The agreement of merger is authorized on behalf of each constituent entity and each person who signed the certificate on behalf of each entity is authorized to do so.

VI. STATEMENT OF MERGER

Upon filing this Certificate of Merger, or upon such later date as specified herein, the merging entity/entities listed herein shall merge into the listed surviving entity.

VII. STATUTORY AGENT - To be filed ONLY if the surviving entity is a foreign entity not licensed in Ohio.
 If the surviving entity is a foreign entity **NOT** licensed to transact business in Ohio, provide the name and address of a statutory agent upon whom any process, notice or demand may be served.

Name of Statutory Agent

Mailing Address

City

State

ZIP Code

VIII. AMENDMENTS

If a domestic corporation, limited liability company or limited partnership survives the merger, any amendments to the entity's articles of incorporation, articles of organization, or certificate of limited partnership of the surviving domestic entity shall be filed with the certificate of merger.

Amendments are attached

No Amendments

If you are amending the total number of shares, please complete this box so the appropriate filing fee is charged.

Total number of shares previously listed in the Articles or other Amendments with the Ohio Secretary of State:

With the submission of this amendment, NEW total number of shares:

IX. REQUIREMENTS OF CORPORATIONS MERGING OUT OF EXISTENCE

If a domestic corporation or foreign corporation licensed to transact business in Ohio is a constituent entity and the surviving entity is not a domestic corporation or foreign corporation to be licensed in Ohio, the certificate of merger must be accompanied by the affidavits, receipts, certificates, or other evidence required by division (H) of section 1701.86 division (G) of section 1702.47 of the Revised Code with respect to each domestic constituent corporation, and/or by the affidavits, receipts, certificates, or other evidence required by division (C) or (D) of section 1703.17 of the Revised Code with respect to each foreign constituent corporation licensed to transact business in Ohio.

X. QUALIFICATION OR LICENSE OF FOREIGN SURVIVING ENTITY

A surviving foreign entity that wishes to qualify in Ohio as part of the merger must file an additional form, as listed below, but no additional filing fee is required.

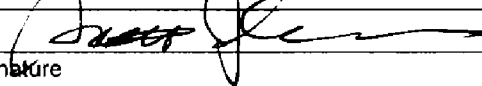
- Foreign Qualifying Corporation - Form 530A or B and Certificate of Good Standing
- Foreign Notice (if qualifying entity is a foreign bank, savings bank, or savings and loan association) - Form 552
- Foreign Qualifying Limited Liability Company - Form 533B
- Foreign Qualifying Limited Partnership - Form 531B
- Foreign Qualifying Limited Liability Partnership - Form 537 and Evidence of Existence in Jurisdiction of Formation

The undersigned constituent entities (constituent entities include all merging and surviving entities) have caused this certificate of merger to be signed by their duly authorized officers, partners and representatives.

Basic Organics, Inc.

Name of entity

By:



Signature

Its:

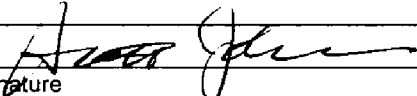
Incorporator

Title

NeuroActives, LLC

Name of entity

By:



Signature

Its:

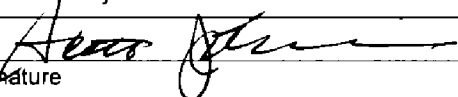
Statutory Agent

Title

Personal Edge Nutrition, LLC

Name of entity

By:



Signature

Its:

Statutory Agent

Title

An authorized representative of each constituent corporation, partnership, or entity must sign the merger certificate (ORC 1701.81(A), 1702.43 (A), 1705.38(A), 1776.70(A), 1782.433(A)). this includes all merging and surviving entities.

BASIC BRANDS, INC.

NAME OF ENTITY

SIGNATURE

TITLE

Complete the information in this section.

AFFIDAVIT

In lieu of dissolution releases from various governmental authorities.

Name of Corporation

The undersigned, being first duly sworn, declares that on the dates indicated below, each of the named state governmental agencies was advised IN WRITING of the scheduled date of filing of the Certificate and was advised IN WRITING of the acknowledgement by the corporation of the applicability of the provisions of section 1701.95 of the ORC.

<p>Agency Ohio Bureau of Workers' Compensation 30 W. Spring Street Columbus, Ohio 43215</p> <p style="text-align: right;">Date Notified (MM/DD/YYYY) <input style="width: 100px; height: 20px;" type="text"/></p> <p><small>* Only required for domestic for-profit corporations</small></p>	<p>Agency Ohio Job & Family Services Status and Liability Section Data Correspondence Control Fax: 614-752-4811 Phone: 614-466-2319</p> <p style="text-align: right;">Date Notified (MM/DD/YYYY) <input style="width: 100px; height: 20px;" type="text"/></p> <p>Overnight Address: P.O. Box 182413 Columbus, OH 43218-2413</p> <p>Regular Address: P.O. Box 182413 Columbus, OH 43218-2413</p>
<p>Agency Ohio Department of Taxation Taxpayer Services/Tax Release Unit P.O. Box 182382 Columbus, OH 43218-2382 Dissolution@tax.state.oh.us</p> <p style="text-align: right;">Date Notified (MM/DD/YYYY) <input style="width: 100px; height: 20px;" type="text"/></p> <p><small>* Complete this date notified field only if the corporation is a domestic non-profit corporation or foreign corporation. * Note: Domestic for-profit corporations must submit with this filing a Certificate of Tax Clearance issued by the Ohio Department of Taxation.</small></p>	<p><input type="checkbox"/> The corporation is not required to pay or the department of taxation has not assessed any personal property tax.</p> <p><i>BASIC BRANDS, INC., THE SURVING ENTITY WILL CONTINUE PAYROLL AND ALL ACCOUNTS WITH THESE AGENCIES. THE CONSTITUENT ENTITIES HAVE NO ACCOUNTS WITH THESE AGENCIES.</i></p>

Note: This affidavit must be signed by one or more persons executing the certificate or by an officer of the corporation.

Signature Title

Name

Mailing Address

City State ZIP Code

Seal Sworn to and subscribed in my presence on this date (MM/DD/YYYY)



Carole S Gallagher
Notary Public, State of Ohio
My Commission Expires 10-05-2024

Notary Public

Date Commission Expires (MM/DD/YYYY)

AFFIDAVIT OF PERSONAL PROPERTY

State of

County of

Name of Officer

Title of Officer

of
Name of Corporation

and that this affidavit is made in compliance with Ohio Revised Code Section

That above-named corporation: (Check one (1) of the following)

- Has no personal property in any county in Ohio
- Is the type required to pay personal property taxes to state authorities only
- Has personal property in the following county (ies)

County

County

County

Signature

Title

Sworn to and subscribed in my presence on this date (MM/DD/YYYY)

Seal



Carole S Gallagher
Notary Public, State of Ohio
My Commission Expires 10-05-2024

Notary Public

Date Commission Expires (MM/DD/YYYY)