

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM675968

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	06/17/2021

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
B Boys LLC		06/17/2021	Limited Liability Company: NEW YORK

RECEIVING PARTY DATA

Name:	B Boys, Inc.
Street Address:	240 Kent Avenue
City:	Brooklyn
State/Country:	NEW YORK
Postal Code:	11249
Entity Type:	Corporation: DELAWARE

PROPERTY NUMBERS Total: 12

Property Type	Number	Word Mark
Serial Number:	85733372	BELGIAN BOYS
Serial Number:	86305809	BELGIAN BOYS
Serial Number:	87079917	#COOKIETROUBLE
Serial Number:	87168265	YOUR YOU ROCK IT, WE GIVE IT.
Serial Number:	87287533	BELGIAN BOYS
Serial Number:	87397845	MINI COOKIE STASH
Serial Number:	88372317	SAY CHEESE EAT CAKE
Serial Number:	88481928	COOKIE STASH
Serial Number:	88728791	BELGIAN BOYS
Serial Number:	88728138	BELGIAN BOYS
Serial Number:	90268569	BELGIAN BOYS
Serial Number:	90822449	CHUBBY BABY

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.

Phone: (212) 873-6120

Email: stacy@stacygrossmanlaw.com

TRADEMARK

Correspondent Name: Stacy J. Grossman
Address Line 1: Law Office of Stacy J. Grossman PLLC
Address Line 2: 500 Mamaroneck Avenue, Suite 320
Address Line 4: Harrison, NEW YORK 10528

NAME OF SUBMITTER: Stacy J. Grossman

SIGNATURE: /Stacy J. Grossman/

DATE SIGNED: 09/22/2021

Total Attachments: 5

source=061721 B Boys Merger Certificate#page1.tif

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CERTIFICATE OF MERGER

MERGING

**B Boys LLC,
a New York limited liability company**

WITH AND INTO

**B Boys, Inc.,
a Delaware corporation**

Under Section 264 of the General Corporation Law
of the State of Delaware

Pursuant to Title 8, Section 264(c) of the Delaware General Corporation Law (the "**DGCL**"), the undersigned hereby certify as follows:

FIRST: The name of the surviving entity is B Boys, Inc., a Delaware corporation (the "**Corporation**"), and the name of the entity being merged into this surviving entity is B Boys LLC, a New York limited liability company (the "**Company**").

SECOND: The Agreement and Plan of Merger has been approved, adopted, certified, executed and acknowledged by each of the Corporation and the Company in accordance with Section 264(c) of the DGCL.

THIRD: The name of the surviving entity is "B Boys, Inc.," a Delaware corporation.

FOURTH: The Certificate of Incorporation of the Corporation shall be the Certificate of Incorporation of the surviving entity.

FIFTH: The Certificate of Incorporation of the surviving entity is attached hereto as **Exhibit A**.

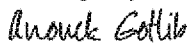
SIXTH: The Agreement and Plan of Merger is on file at 240 Kent Avenue, Brooklyn, New York 11249, the place of business of the Corporation.

SEVENTH: A copy of the Agreement and Plan of Merger will be furnished by the Corporation on request, without cost, to any stockholder of the Corporation or member of any constituent limited liability company.

[Signature Page Follows]

IN WITNESS WHEREOF, each of the Corporation and the Company has caused this Certificate of Merger to be executed in its corporate name this 10th day of June, 2021, and each undersigned signatory acknowledges that her execution of this Certificate is the act and deed of the applicable corporation and that the facts set forth herein are true and correct.

**B BOYS LLC, a
New York limited liability company**

DocuSigned by:

By: E74E8D9E8BDF04F6
Name: Anouck Gotlib
Title: Manager and Chief Executive Officer

**B BOYS, INC., a
Delaware corporation**

DocuSigned by:

By: E74E8D9E8BDF04F6
Name: Anouck Gotlib
Title: Chief Executive Officer

Exhibit A

Certificate of Incorporation

**CERTIFICATE OF INCORPORATION
OF
B BOYS, INC.**

ARTICLE I

The name of the corporation is B Boys, Inc. (the "*Company*").

ARTICLE II

The address of the Company's registered office in the State of Delaware is 1209 Orange Street, Wilmington, Delaware, 19801, County of New Castle. The name of the registered agent at such address is National Registered Agents, Inc.

ARTICLE III

The purpose of the Company is to engage in any lawful act or activity for which corporations may be organized under the Delaware General Corporation Law (the "*DGCL*"), as the same exists or as may hereafter be amended from time to time.

ARTICLE IV

This Company is authorized to issue one class of stock to be designated Common Stock. The total number of shares of Common Stock the Company has authority to issue is 12,000,000 shares, with par value of \$0.0001 per share.

ARTICLE V

The name and mailing address of the incorporator are as follows:

Anouck Gotlib
240 Kent Avenue
Brooklyn, New York 11249

ARTICLE VI

In furtherance and not in limitation of the powers conferred by statute, the board of directors of the Company is expressly authorized to make, adopt, alter, amend or repeal the bylaws of the Company.

ARTICLE VII

Elections of directors need not be by written ballot unless otherwise provided in the bylaws of the Company.

ARTICLE VIII

To the fullest extent permitted by the DGCL, as the same exists or as may hereafter be amended from time to time, a director of the Company shall not be personally liable to the Company or its stockholders for monetary damages for breach of fiduciary duty as a director. 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 Company shall be eliminated or limited to the fullest extent permitted by the DGCL, as so amended.

The Company shall indemnify, to the fullest extent permitted by applicable law, any director or officer of the Company who was or is a party or is threatened to be made a party to any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative (a "*Proceeding*") by reason of the fact that he or she is or was a director, officer, employee or agent of the Company or is or was serving at the request of the Company as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise, including service with respect to employee benefit plans, against expenses (including attorneys' fees), judgments, fines and amounts paid in settlement actually and reasonably incurred by such person in connection with any such Proceeding. The Company shall be required to indemnify a person in connection with a Proceeding initiated by such person only if the Proceeding was authorized by the Board.

The Company shall have the power to indemnify, to the extent permitted by the DGCL, as it presently exists or may hereafter be amended from time to time, any employee or agent of the Company who was or is a party or is threatened to be made a party to any Proceeding by reason of the fact that he or she is or was a director, officer, employee or agent of the Company or is or was serving at the request of the Company as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise, including service with respect to employee benefit plans, against expenses (including attorneys' fees), judgments, fines and amounts paid in settlement actually and reasonably incurred by such person in connection with any such Proceeding.

Neither any amendment nor repeal of this Article VIII, nor the adoption of any provision of this Certificate of Incorporation inconsistent with this Article VIII, shall eliminate or reduce the effect of this Article VIII in respect of any matter occurring, or any cause of action, suit or claim accruing or arising or that, but for this Article VIII, would accrue or arise, prior to such amendment, repeal or adoption of an inconsistent provision.

ARTICLE IX

Except as provided in Article VIII above, the Company reserves the right to amend, alter, change or repeal any provision contained in this Certificate of Incorporation, in the manner now or hereafter prescribed by statute, and all rights conferred upon stockholders herein are granted subject to this reservation.

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