

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM683986

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	CHANGE OF NAME		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Lumber Liquidators, Inc.		09/01/2021	Corporation: DELAWARE
RECEIVING PARTY DATA			
Name:	LL Flooring, Inc.		
Street Address:	4901 Bakers Mill Ln		
City:	Richmond		
State/Country:	VIRGINIA		
Postal Code:	23230		
Entity Type:	Corporation: DELAWARE		
PROPERTY NUMBERS Total: 22			
Property Type	Number	Word Mark	
Serial Number:	77583480	1-800-FLOORING	
Serial Number:	77583479	1-800-FLOORING	
Serial Number:	77609870	1-800-HARDWOOD	
Serial Number:	86091102	1-800-HARDWOOD	
Serial Number:	85739844	FLOOR BUSTER DEALS	
Serial Number:	85739802	FLOOR BUSTERS	
Serial Number:	77090408	FLOOR FINDER	
Serial Number:	90741814	FLOOR LOVE	
Serial Number:	77961617	HARDWOOD FLOORS FOR LESS!	
Serial Number:	77961514	HARDWOOD FLOORS FOR LESS! LUMBER LIQUIDA	
Serial Number:	78787602	HARDWOOD...SOFT PRICES	
Serial Number:	85573641	LAY IT FORWARD	
Serial Number:	87240858	LL	
Serial Number:	86273290	LL FLOORING	
Serial Number:	86273294	LL FLOORS	
Serial Number:	85960550	LL TILE	
Serial Number:	90506907		
Serial Number:	86636504	LLTILE	
Serial Number:	76369535	LUMBER LIQUIDATORS	

CH \$565.00 77583480

Property Type	Number	Word Mark
Serial Number:	90506896	
Serial Number:	76301738	LUMBER LIQUIDATORS HARDWOOD FLOORING FOR
Serial Number:	87240831	PROS TAKING CARE OF PROS

CORRESPONDENCE DATA

Fax Number: 4048853900

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: 4048853155

Email: trademarks@troutman.com

Correspondent Name: Austin Padgett, Esq.

Address Line 1: 600 Peachtree Street NE, Suite 3000

Address Line 4: Atlanta, GEORGIA 30308

ATTORNEY DOCKET NUMBER:	030305.000378
NAME OF SUBMITTER:	Austin Padgett, Esq.
SIGNATURE:	/Austin Padgett/
DATE SIGNED:	10/27/2021

Total Attachments: 7

source=LL Flooring, Inc#page1.tif

source=LL Flooring, Inc#page2.tif

source=LL Flooring, Inc#page3.tif

source=LL Flooring, Inc#page4.tif

source=LL Flooring, Inc#page5.tif

source=LL Flooring, Inc#page6.tif

source=LL Flooring, Inc#page7.tif

Delaware

The First State

Page 1

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 "LUMBER LIQUIDATORS, INC.", CHANGING ITS NAME FROM "LUMBER LIQUIDATORS, INC." TO "LL FLOORING, INC.", FILED IN THIS OFFICE ON THE FIRST DAY OF SEPTEMBER, A.D. 2021, AT 1:49 O`CLOCK P.M.




Jeffrey W. Bullock, Secretary of State

4414076 8100
SR# 20213141666

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

Authentication: 204063692
Date: 09-01-21

TRADEMARK
REEL: 007474 FRAME: 0549

State of Delaware
Secretary of State
Division of Corporations
Delivered 01:49 PM 09/01/2021
FILED 01:49 PM 09/01/2021
SR 20213141666 - File Number 4414076

**AMENDED AND RESTATED
CERTIFICATE OF INCORPORATION
OF
LUMBER LIQUIDATORS, INC.**

Lumber Liquidators, Inc., a corporation organized and existing under the laws of the State of Delaware (the "Corporation"), hereby certifies that (i) the Certificate of Incorporation of the Corporation was originally filed on August 28, 2007, (ii) the Corporation was originally incorporated under the name "Lumber Liquidators, Inc.", (iii) the Amended and Restated Certificate of Incorporation set forth on Exhibit A hereto amends and restates the provisions of the Corporation's Certificate of Incorporation as theretofore amended or supplemented, (iv) the Amended and Restated Certificate of Incorporation set forth on Exhibit A hereto has been duly adopted in accordance with Sections 242 and 245 of the General Corporation Law of the State of Delaware, with the sole stockholder of the Corporation approving the amended and restated certificate of incorporation set forth on Exhibit A at a duly called meeting of the stockholders of the Corporation and (v) the Certificate of Incorporation of the Corporation is hereby integrated, restated and amended to read in its entirety as set forth on Exhibit A hereto.

IN WITNESS WHEREOF, Lumber Liquidators, Inc. has caused the Amended and Restated Certificate of Incorporation set forth on Exhibit A hereto to be executed by its duly authorized officer on this 1st day of September, 2021.

Lumber Liquidators, Inc.

By: _____

Name: Alice G. Owens

Title: Secretary

Exhibit A

**AMENDED AND RESTATED
CERTIFICATE OF INCORPORATION
OF
LL FLOORING, INC.**

Article I - Name

The name of the corporation (hereinafter referred to as the "Corporation") is LL Flooring, Inc.

Article II - Agent

The registered office of the Corporation is to be located at 251 Little Falls Drive, in the City of Wilmington, in the County of New Castle, in the State of Delaware, with a zip code of 19808. The name of its registered agent at that address is Corporation Service Company.

Article III - Purpose

The purpose for which the Corporation is organized is to conduct any lawful business, to promote any lawful purpose and to engage in any lawful act or activity for which a corporation may be organized under the General Corporation Law of the State of Delaware or any applicable successor thereto, as the same may be amended from time to time (the "DGCL").

Article IV - Stock

The aggregate number of shares which the Corporation shall have authority to issue shall be 10,000, consisting of 10,000 shares of Common Stock, par value \$.01 per share.

Article V - Board of Directors

Section 1. Number. The initial number of directors of the Corporation shall be three (3). The exact number of directors shall be fixed from time to time by, or in the matter provided in, the Corporation's Bylaws.

Section 2. Powers. The business and affairs of the Corporation shall be managed by, or under the direction of, a Board of Directors, which shall exercise all the powers of the Corporation except as are by law or by the Certificate of Incorporation or the Bylaws of the Corporation conferred upon or reserved to the stockholders of the Corporation.

Article VI - Liability of Directors and Officers

Section 1. Elimination of Certain Liability of Directors. A Director of the Corporation shall not be personally liable to the Corporation or its stockholders for monetary damages for breach of fiduciary duty as a director, except for liability (i) for any breach of the director's duty of loyalty to the Corporation or its stockholders; (ii) for acts or omissions not in good faith or

which involve intentional misconduct or a knowing violation of law; (iii) under Section 174 of the DGCL; or (iv) for any transaction from which the director derived an improper personal benefit. If the DGCL is hereafter amended to permit further elimination or limitation of 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.

Section 2. Indemnification and Insurance.

(a) Right to Indemnification. Each person who was or is made a party or is threatened to be made a party to or is involved in any action, suit or proceeding, whether civil, criminal, administrative or investigative (hereinafter a "proceeding") by reason of the fact that he or she, or a person of whom he or she is the legal representative, is or was a director or officer of the Corporation or is or was serving at the request of the Corporation as a director, officer, employee or agent of another corporation or of a partnership, joint venture, trust or other enterprise, including service with respect to employee benefit plans, whether the basis of such proceeding is alleged action in an official capacity as a director, officer, employee or agent or in any other capacity while serving as a director, officer, employee or agent, shall be indemnified and held harmless by the Corporation to the fullest extent authorized by the DGCL, as the same exists or may hereafter be amended (but, in the case of any such amendment, only to the extent that such amendment permits the Corporation to provide broader indemnification rights than said law permitted the Corporation to provide prior to such amendment), against all expense, liability and loss (including attorneys' fees, judgments, liens, amounts paid or to be paid in settlement and excise taxes or penalties arising under the Employee Retirement Income Security Act of 1974) reasonably incurred or suffered by such person in connection therewith and such indemnification shall continue as to a person who has ceased to be a director, officer, employee or agent and shall inure to the benefit of his or her heirs, executors and administrators; *provided, however*, that, except as provided in paragraph (b) hereof, the Corporation shall indemnify any such person seeking indemnification in connection with a proceeding (or part thereof) initiated by such person only if such proceeding (or part thereof) was authorized by the Board of Directors. The right to indemnification conferred in this Section shall be a contract right and shall include the right to be paid by the Corporation the expenses (including attorney's fees) incurred in defending any such proceeding in advance of its final disposition; *provided, however*, that, if the DGCL requires, the payment of such expenses incurred by a director or officer in his or her capacity as such in advance of the final disposition of a proceeding shall be made only upon delivery to the Corporation of an undertaking, by or on behalf of such director or officer, to repay all amounts so advanced if it shall ultimately be determined by final judicial decision from which there is no further right to appeal that such director or officer is not entitled to be indemnified under this Section or otherwise (an "undertaking"); and *provided further* that such advancement of expenses incurred by any person other than a director or officer shall be made only upon the delivery of an undertaking to the foregoing effect and may be subject to such other conditions as the Board of Directors may deem advisable.

(b) Non-Exclusivity of Rights; Accrued Rights. The right to indemnification and the advancement of expenses conferred in this Section shall not be exclusive of any other right that any person may have or hereafter acquire under any statute, provision of this Certificate of Incorporation, bylaw of the Corporation, agreement, vote of stockholders or disinterested directors or otherwise. Such rights shall be contract rights, shall continue as to a person who has ceased to

be a director, officer, employee or agent and shall inure to the benefit of such person's heirs, executors and administrators. Any repeal or modification of this Article shall not adversely affect any right or protection of a director of the Corporation in respect of any act or omission occurring prior to the time of such repeal or modification.

(c) Insurance. The Corporation may maintain insurance, at its expense, to protect itself and any director, officer, employee or agent of the Corporation or another corporation, partnership, joint venture, trust or other enterprise against any such expense, liability or loss, whether or not the Corporation would have the power to indemnify such person against such expense, liability or loss under the DGCL.

(d) Other Employees and Agents. The Corporation may, to the extent authorized from time to time by the Board of Directors, grant rights to indemnification and to the advancement of expenses to any employee not within the provisions of paragraph (a) of this Section or to any agent of the Corporation, subject to such conditions as the Board of Directors may deem advisable.

(e) Savings Clause. If this Article VI or any portion hereof shall be invalidated on any ground by any court of competent jurisdiction, then the Corporation shall nevertheless indemnify each person entitled to indemnification hereunder as to all expense, liability, and loss (including attorney's fees, judgments, fines, ERISA excise taxes, penalties and amounts to be paid in settlement) actually and reasonably incurred or suffered by such person and for which indemnification is available to such person pursuant to this Article VI to the fullest extent permitted by any applicable portion of this Article VI that shall not have been invalidated and to the fullest extent permitted by applicable law.

Article VII - Existence

The Corporation is to have perpetual existence.

Article VIII- Other Constituencies; Creditor Arrangements

Section 1. Consideration of Other Constituencies. In addition to any other considerations which they may lawfully take into account in determining whether to take or to refrain from taking action on any matter and in discharging their duties under applicable law and this Certificate of Incorporation, the Board of Directors, its committees and each Director may take into account the interests of customers, distributors, suppliers, creditors, current and retired employees and other constituencies of the Corporation and its subsidiaries and the effect upon the communities in which the Corporation and its subsidiaries do business; *provided, however*, that this Article shall be deemed solely to grant discretionary authority only and shall not be deemed to provide to any constituency a right to be considered.

Section 2. Compromises with Creditors. Whenever a compromise or arrangement is proposed between the Corporation and its creditors or any class of them and/or between the Corporation and its stockholders or any class of them, any court of equitable jurisdiction within the State of Delaware, may, on the application in a summary way of the Corporation or of any creditor or stockholder thereof or on the application of any receiver or receivers appointed for the Corporation under the provisions of Section 291 of the DGCL or on the application of trustees in

dissolution or of any receiver or receivers appointed for the Corporation under the provisions of Section 279 of the DGCL order a meeting of the creditors or class of creditors, and/or of the stockholders or class of stockholders of the Corporation, as the case may be, to be summoned in such manner as the said court directs. If a majority in number representing three-fourths in value of the creditors or class of creditors, and/or of the stockholders or class of stockholders of the Corporation, as the case may be, agree to any compromise or arrangement and to any reorganization of the Corporation as consequence of such compromise or arrangement, the said compromise or arrangement and the said reorganization shall, if sanctioned by the court to which the said application has been made, be binding on all the creditors or class of creditors, and/or on all the stockholders or class of stockholders, of the Corporation, as the case may be, and also on the Corporation.

Article IX - Stockholder Action

Section 1. Regulation of Stockholder Submissions. The Bylaws may establish procedures regulating the submission by stockholders of nominations and proposals for consideration at meetings of stockholders of the Corporation.

Section 2. Special Meetings. Special meetings of the stockholders may be called at any time only by the Board of Directors pursuant to a resolution adopted by the affirmative vote of a majority of the total number of Directors then in office or by the Chairman of the Board of Directors.

Article X - Amendment of Certificate of Incorporation

Subject to any requirement of applicable law or any other provision of this Certificate of Incorporation, the Corporation reserves the right at any time from time to time to amend, alter, change or repeal any provision contained in this Certificate of Incorporation, and any other provisions authorized by the DGCL at the time in force may be added or inserted, in the manner now or hereafter prescribed by law; and all rights, preferences and privileges of whatsoever nature conferred upon stockholders, Directors or any other persons whomsoever by and pursuant to this Certificate of Incorporation in its present form or as hereafter amended are granted subject to the right reserved in this Article. In addition to any affirmative vote required by applicable law or any other provision of this Certificate of Incorporation or specified in any agreement the affirmative vote of the holders of a majority of the voting power of the outstanding Common Stock shall be required to amend, add, alter, change, repeal or adopt any provisions inconsistent with this Certificate of Incorporation.

Article XI - Amendment of Bylaws

The Board of Directors is expressly authorized and empowered to adopt, amend and repeal the Bylaws by the affirmative vote of a majority of the total number of directors present at a regular or special meeting of the Board of Directors at which there is a quorum (as defined from time to time in the Certificate of Incorporation) or by written consent. The stockholders of the Corporation may not adopt, amend or repeal any Bylaw, and no provision inconsistent therewith shall be adopted by the stockholders, unless such action is approved by the affirmative vote of the holders of a majority of the voting power of the outstanding Common Stock.

Article XII - Section 203 of the DGCL

The Corporation expressly elects to be governed by Section 203 of the DGCL.

31103902.4