

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM714754

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER		
EFFECTIVE DATE:	01/06/2021		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Faithful+Gould, Inc.		01/06/2021	Corporation: MINNESOTA
RECEIVING PARTY DATA			
Name:	Atkins North America, Inc.		
Street Address:	4030 West Boy Scout Boulevard		
Internal Address:	Suite 700		
City:	Tampa		
State/Country:	FLORIDA		
Postal Code:	33607		
Entity Type:	Corporation: FLORIDA		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	3701448	TIME ON TOOLS	
CORRESPONDENCE DATA			
Fax Number:	3059615812		
<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:	3055790812		
Email:	marcosm@gtlaw.com		
Correspondent Name:	Manuel R. Valcarcel		
Address Line 1:	333 S.E. 2nd Avenue, 44th Floor		
Address Line 2:	Greenberg Traurig, P.A.		
Address Line 4:	Miami, FLORIDA 33131		
NAME OF SUBMITTER:	Manuel Valcarcel, Esq.		
SIGNATURE:	/Manuel Valcarcel/		
DATE SIGNED:	03/16/2022		
Total Attachments: 10			
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FLORIDA DEPARTMENT OF STATE
Division of Corporations

February 15, 2021

C ERNEST EDGAR IV
4030 W BOY SCOUT BLVD
STE 700
TAMPA, FL 33607

FEB 21

Re: Document Number 233840

The Articles of Merger were filed January 6, 2021, for ATKINS NORTH AMERICA, INC., the surviving Florida entity.

The certification you requested is enclosed.

Should you have any further questions concerning this matter, please feel free to call (850) 245-6050, the Amendment Filing Section.

Yasemin Y Sulker
Regulatory Specialist III
Division of Corporations

Letter Number: 421A00003354

www.sunbiz.org

Division of Corporations - P.O. BOX 6327 -Tallahassee, Florida 32314

TRADEMARK

REEL: 007661 FRAME: 0258

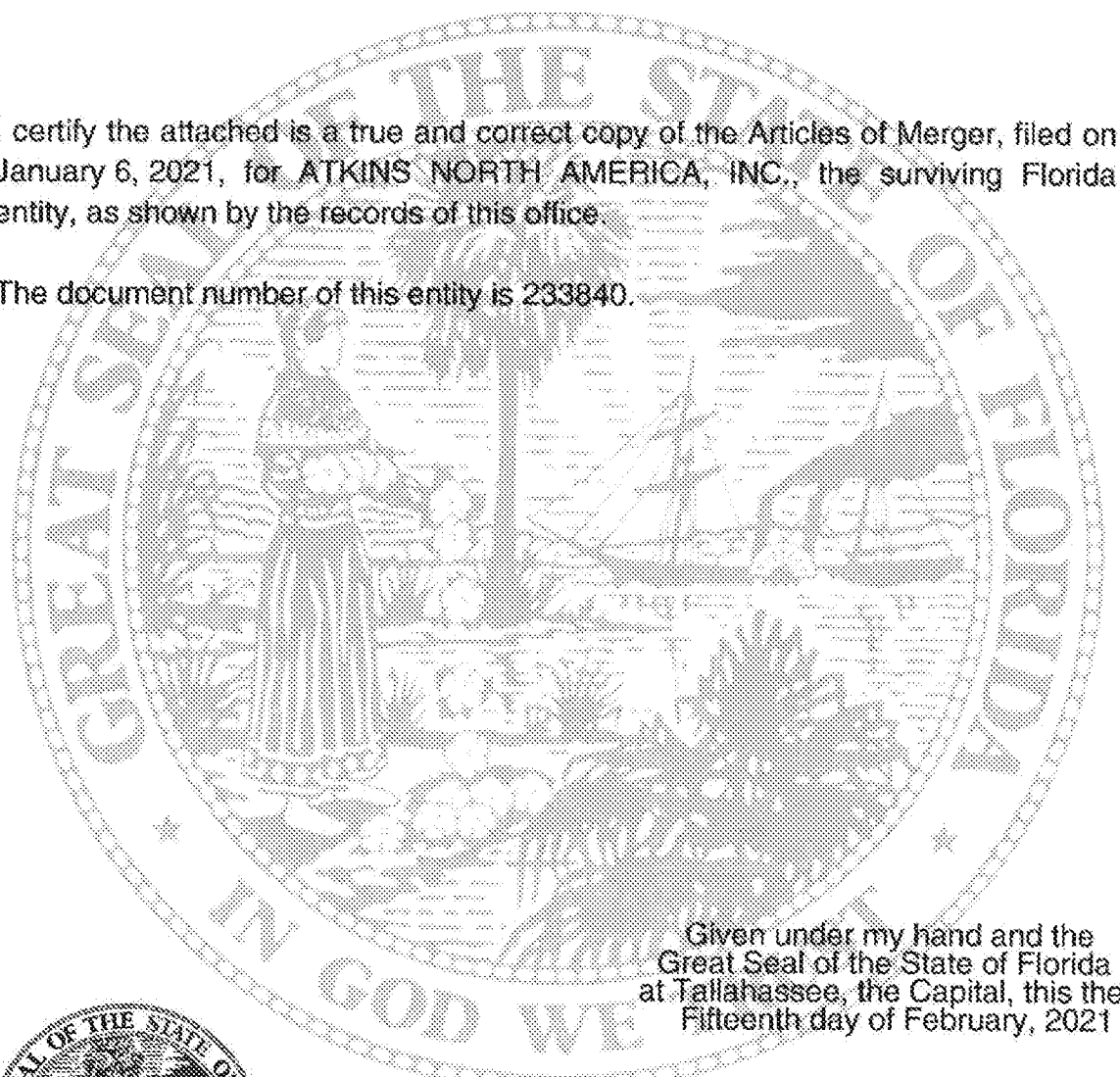
State of Florida



Department of State

I certify the attached is a true and correct copy of the Articles of Merger, filed on January 6, 2021, for ATKINS NORTH AMERICA, INC., the surviving Florida entity, as shown by the records of this office.

The document number of this entity is 233840.



Given under my hand and the
Great Seal of the State of Florida
at Tallahassee, the Capital, this the
Fifteenth day of February, 2021



CR2E022 (01-11)

Laurel M. Lee

Secretary of State

TRADEMARK

REEL: 007661 FRAME: 0259

ARTICLES OF MERGER

The following articles of merger are submitted in accordance with the Florida Business Corporation Act, pursuant to section 607.1105, Florida Statutes.

FIRST: The name and jurisdiction of the surviving entity:

<u>Name</u>	<u>Jurisdiction</u>	<u>Entity Type</u>	<u>Document Number</u> (If known/ applicable)
ATKINS NORTH AMERICA, INC	FLORIDA	PROFIT CORPORATION	233840

SECOND: The name and jurisdiction of each merging eligible entity:

<u>Name</u>	<u>Jurisdiction</u>	<u>Entity Type</u>	<u>Document Number</u> (If known/ applicable)
FAITHFUL + GOULD, INC	MINNESOTA	BUSINESS CORPORATION	9M-255

THIRD: The merger was approved by each domestic merging corporation in accordance with s.607.1101(1)(b), F.S., and by the organic law governing the other parties to the merger.

RECORDED
2001 JUN -6 PM 1:03
CLERK OF STATE
TALLAHASSEE, FL

FOURTH: Please check one of the boxes that apply to surviving entity:

- This entity exists before the merger and is a domestic filing entity.
- This entity exists before the merger and is not authorized to transact business in Florida.
- This entity exists before the merger and is a domestic filing entity, and its Articles of Incorporation are being amended as attached.
- This entity is created by the merger and is a domestic corporation, and the Articles of Incorporation are attached.
- This entity is a domestic eligible entity and is not a domestic corporation and is being amended in connection with this merger as attached.
- This entity is a domestic eligible entity being created as a result of the merger. The public organic record of the survivor is attached.
- This entity is created by the merger and is a domestic limited liability limited partnership or a domestic limited liability partnership, its statement of qualification is attached.

FIFTH: Please check one of the boxes that apply to domestic corporations:

- The plan of merger was approved by the shareholders and each separate voting group as required.
- The plan of merger did not require approval by the shareholders.

SIXTH: Please check box below if applicable to foreign corporations

- The participation of the foreign corporation was duly authorized in accordance with the corporation's organic laws.

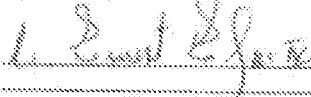
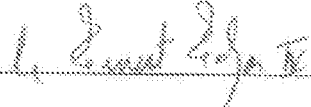
SEVENTH: Please check box below if applicable to domestic or foreign non corporation(s).

- Participation of the domestic or foreign non corporation(s) was duly authorized in accordance with each of such eligible entity's organic law.

EIGHTH: If other than the date of filing, the delayed effective date of the merger, which cannot be prior to nor more than 90 days after the date this document is filed by the Florida Department of State:

Note: If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

NINTH: Signature(s) for Each Party:

Name of Entity/Organization:	Signature(s):	Typed or Printed Name of Individual:
ATKINS NORTH AMERICA, INC.		C. ERNEST EDGAR IV, <i>SECRETARY</i>
FAITHFUL + GOULD, INC		C. ERNEST EDGAR IV, <i>SECRETARY</i>

- Corporations: Chairman, Vice Chairman, President or Officer
(If no directors selected, signature of incorporator.)
- General partnerships: Signature of a general partner or authorized person
- Florida Limited Partnerships: Signatures of all general partners
- Non-Florida Limited Partnerships: Signature of a general partner
- Limited Liability Companies: Signature of an authorized person

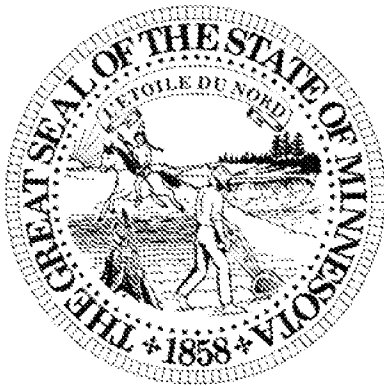
Office of the Minnesota Secretary of State Certification of Record

I, Steve Simon, Secretary of State of Minnesota, do certify that: The filing(s) listed below were filed in the Minnesota computerized/central filing system on the date(s) listed below and that the copies associated with this certification are a true and complete copy of those filings as filed in that system.

Filing(s) filed on:

<u>Filing Date</u>	<u>Filing Type</u>	<u>Filing Number</u>
01/26/2021	Merger Non Survivor - Business Corporation (Domestic)	1210178300047

This certificate has been issued on: 01/27/2021



A handwritten signature in black ink that reads "Steve Simon".

Steve Simon
Secretary of State
State of Minnesota

Office of the Minnesota Secretary of State
Certificate of Merger

I, Steve Simon, Secretary of State of Minnesota, certify that: the documents required to effectuate a merger between the entities listed below and designating the surviving entity have been filed in this office on the date noted on this certificate.

Merger Filed Pursuant to Minnesota Statutes, Chapter: 302A

Home Jurisdiction and Names of Merging Entities:

MINNESOTA: FAITHFUL + GOULD, INC.
FLORIDA: ATKINS NORTH AMERICA, INC

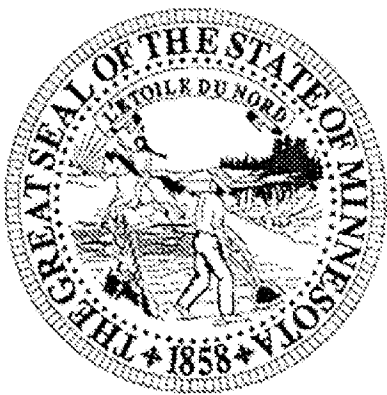
Home Jurisdiction and Name of Surviving Entity:

FLORIDA: ATKINS NORTH AMERICA, INC

Name of Surviving Entity after Effective Date of Merger:

ATKINS NORTH AMERICA, INC

This certificate has been issued on: 1/26/2021



Steve Simon

Steve Simon
Secretary of State
State of Minnesota



ARTICLES OF MERGER

The following Articles of Merger are submitted in accordance with Minnesota law.

FIRST: The name and jurisdiction of the surviving entity:

<u>Name</u>	<u>Jurisdiction</u>	<u>Entity Type</u>	<u>Document Number</u> (If known/ applicable)
ATKINS NORTH AMERICA, INC	FLORIDA	PROFIT CORPORATION	233840

SECOND: The name and jurisdiction of each merging eligible entity:

<u>Name</u>	<u>Jurisdiction</u>	<u>Entity Type</u>	<u>Document Number</u> (If known/ applicable)
FAITHFUL + GOULD, INC	MINNESOTA	BUSINESS CORPORATION	8M-255

THIRD: The merger was approved by the shareholders of each merging corporation in accordance with the laws of Delaware and Minnesota, respectively for the Acquiring Corporation (Atkins North America, Inc) and the Target Corporation (Faithful + Gould, Inc.).

FOURTH: The Effective Date of the Merger is January 1, 2021.

FIFTH: The relevant terms and conditions of the Merger are as follows:

1. Certificate of Incorporation; Bylaws and Management of Acquiring Company. At the Effective Date: (a) the Certificate of Incorporation of the Acquiring Company as in effect immediately prior to the Effective Date, shall be, from and after the Effective Date, the Certificate of Incorporation of Surviving Company until thereafter amended or cancelled in the manner provided by applicable law; (b) the Bylaws of Acquiring Company as in effect immediately prior to the Effective Date, shall be, from and after the Effective Date, the Bylaws of Surviving Company until thereafter amended or terminated in the manner provided by applicable law; (c) the Management of Acquiring Company shall remain the Management of Surviving Company; and (d) the Officers of Acquiring Company shall be the Officers of Surviving Company.

2. Ownership Interests of Constituent Entities of the Merger. At the Effective Time: (i) each share in Target Company outstanding immediately prior to the Effective Date, shall, by virtue of the Merger and without any action on the part of the holder thereof, be converted into one share in the Surviving Company and immediately after such conversion, such shares of Target Company shall be cancelled; and (ii) the Shares in Acquiring Company outstanding immediately prior to the Effective Date shall, by virtue of the Merger and without any action on the part of the holders thereof, remain unchanged.

SIXTH: Manner of converting shares. None, except as stated in Article Fifth, Paragraph 2, above.

SEVENTH: The Surviving Entity agrees to be served with process in Minnesota and irrevocably appoints the Secretary of State of the State of Minnesota as its agent for acceptance of service of process.

EIGHTH: Process served on the Secretary of State of Minnesota may be forwarded to the following

Atkins North America, Inc.
4030 W. Boy Scout Blvd. Suite 700
Tampa, Florida 33607
Attn: C. Ernest Edgar IV, General Counsel

NINTE: Surviving Entity agrees to pay any dissenting shareholders.

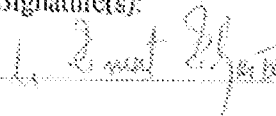
TENTH: Signatures of the Merging Parties.

Name of Entity/Organization:

Signature(s):

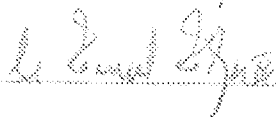
Typed or Printed
Name of Individual:

ATKINS NORTH AMERICA, INC.



C. ERNEST EDGAR IV, CHAIRMAN

FAITHFUL + GOULD, INC



C. ERNEST EDGAR IV
(TO BE SUFFICIENT) SECRETARY



File Numbers

121017830003

8M-255

STATE OF MINNESOTA
OFFICE OF THE SECRETARY OF STATE
FILED

1/26/2021 11:59:00 PM

A handwritten signature in black ink that reads "Steve Simon".

Steve Simon
Secretary of State