

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM719028

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER AND CHANGE OF NAME
EFFECTIVE DATE:	01/01/2022

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Car-Ber Investments Inc.		01/01/2022	Corporation:

NEWLY MERGED ENTITY DATA

Name	Execution Date	Entity Type
CB Canada Acquisition, Inc.	01/01/2022	Corporation: CANADA

MERGED ENTITY'S NEW NAME (RECEIVING PARTY)

Name:	CB Canada Acquisition, Inc.
Street Address:	345 King Street West
Internal Address:	Unit 600
City:	Kitchener, Ontario
State/Country:	CANADA
Postal Code:	N2G 0C5
Entity Type:	Corporation: CANADA

PROPERTY NUMBERS Total: 1

Property Type	Number	Word Mark
Registration Number:	4484037	CARBER

CORRESPONDENCE DATA

Fax Number: 6173053198

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: 6175893898

Email: mail@davismalm-docketing.com

Correspondent Name: Richard L. Sampson

Address Line 1: One Boston Place

Address Line 2: 37th floor

Address Line 4: Boston, MASSACHUSETTS 02108

DOMESTIC REPRESENTATIVE

Name: Michael Battles

OP \$40.00 4484037

Address Line 1:	42 Longwater Drive
Address Line 2:	P.O. Box 9149
Address Line 4:	Norwell, MASSACHUSETTS 02061-9149
NAME OF SUBMITTER:	Richard L. Sampson
SIGNATURE:	/rls/
DATE SIGNED:	04/05/2022
Total Attachments: 6 source=Articles of Amalgamation12-03-2021#page1.tif source=Articles of Amalgamation12-03-2021#page2.tif source=Articles of Amalgamation12-03-2021#page3.tif source=Articles of Amalgamation12-03-2021#page4.tif source=Articles of Amalgamation12-03-2021#page5.tif source=Articles of Amalgamation12-03-2021#page6.tif	



For questions or more information to complete this form, please refer to the instruction page.

Fields marked with an asterisk (*) are mandatory.

1. Applicant Information

Corporation Name *

CB Canada Acquisition, Inc.

Ontario Corporation Number (OCN) *

1839837

Company Key *

2. Contact Information

Please provide the following information for the person we should contact regarding this filing. This person will receive official documents or notices and correspondence related to this filing. By proceeding with this filing, you are confirming that you have been duly authorized to do so.

First Name *

John

Middle Name

Last Name *

Bedard

Telephone Country Code

1

Telephone Number *

519-571-7600

Extension

Email Address *

john.bedard@gowlingwlg.com

3. Amalgamating Corporations

Amalgamating Corporation 1

Corporation Name *

CB Canada Acquisition, Inc.

Ontario Corporation Number (OCN) *

1839837

Adoption/Approval Date *

December 3, 2021

Amalgamating Corporation 2

Corporation Name *

Car-Ber Investments Inc.

Ontario Corporation Number (OCN) *

1887865

Adoption/Approval Date *

December 3, 2021

4. Method of Amalgamation

Please select your method of amalgamation * Long-Form Short-Form

Please include the following Schedules/Documents with your application

Schedule A: Signed statement(s) of a director or an officer of each amalgamating corporation required by subsection 178(2) of the *Business Corporations Act*. *

Schedule B: Copy of the director's resolution for each amalgamating corporations as required under section 177 of the *Business Corporations Act*. *

5. Corporation Name

Please indicate whether you would like to use the name of one of the amalgamating corporations or if you would like to use a new name for the name of the amalgamated corporation.

Options: *

I want to use the name of one of the amalgamating corporations

I want to use a new name (including number name)

Please select the name you would like to use from the drop down list of amalgamating corporations. *

CB Canada Acquisition, Inc.

6. General Details

Requested Date for Amalgamation *
January 1, 2022

Primary Activity Code *
562910

Official Email Address *
GWL.G.Ontario.Corporate@ca.gowlingwlg.com

An official email address is required for administrative purposes and must be kept current. All official documents or notices and correspondence to the corporation will be sent to this email address.

7. Address

Every corporation is required to have a registered office address in Ontario. This address must be set out in full. A post office box alone is not an acceptable address.

Registered Office Address *

Standard Address Lot/Concession Address

Street Number *	Street Name *	Unit Number
345	King Street West	600
City/Town *	Province	Postal Code *
Kitchener	Ontario	N2G 0C5
Country		
Canada		

8. Director(s)

Please specify the number of directors for your Corporation *

Fixed Number Minimum/Maximum

Minimum Number of Directors *
1

Maximum Number of Directors *
10

Director 1

First Name *	Middle Name	Last Name *
Michael		Battles

Email Address

Is this director a Resident Canadian? * Yes No

Address for Service * Canada U.S.A. International

Street Number *	Street Name *	Unit Number
42	Longwater Drive, P.O. Box 9149	

City/Town *	State *	Zip Code *
Norwell	Massachusetts	02061
Country United States		

Director 2

First Name *	Middle Name	Last Name *
Eric	W.	Gerstenberg
Email Address		

Is this director a Resident Canadian? * Yes NoAddress for Service * Canada U.S.A. International

Street Number *	Street Name *	Unit Number
42	Longwater Drive, P.O. Box 9149	
City/Town *	State *	Zip Code *
Norwell	Massachusetts	02061
Country United States		

Director 3

First Name *	Middle Name	Last Name *
Brian		Grant
Email Address		

Is this director a Resident Canadian? * Yes NoAddress for Service * Canada U.S.A. International

Street Number *	Street Name *	Unit Number
2700	61 Avenue SE	
City/Town *	Province *	Postal Code *
Calgary	Alberta	T2C 4V2
Country Canada		

9. Shares and Provisions (Maximum limit is 100,000 characters per text box)

Every corporation must be authorized to issue at least one class of shares. You must describe the classes of shares of the corporation and the maximum number of shares the corporation is authorized to issue for each class. If the corporation has more than one class of shares, you must specify the rights, privileges and conditions for each class.

Description of Classes of Shares

The classes and any maximum number of shares that the corporation is authorized to issue:

Enter the Text *

an unlimited number of Class A Preferred Shares
 an unlimited number of Class B Preferred Shares
 an unlimited number of Class A Common Shares
 an unlimited number of Class B Common Shares

Rights, Privileges, Restrictions and Conditions

Rights, privileges, restrictions and conditions (if any) attaching to each class of shares and directors' authority with respect to any class of shares which may be issued in series. If there is only one class of shares, enter "Not Applicable":

Enter the Text *

Preferred Shares. The Class A Preferred Shares and the Class B Preferred Shares (collectively the "Preferred Shares.") shall have the powers, preferences and rights, with the qualifications, limitations and restrictions thereof, set forth in this Section 1.

1.1 Definitions. For purposes of this Section 1, the following definitions shall apply:

"Junior Securities" means any of the Corporation's equity securities other than the Preferred Shares.

"Original Class A Issue Price" means \$9,900 per share of Class A Preferred Shares (as adjusted for any share splits, share dividends, recapitalizations or the like with respect to the Class A Preferred Shares).

"Original Class B Issue Price" means \$9,900 per share of Class B Preferred Shares (as adjusted for any share splits, share dividends, recapitalizations or the like with respect to the Class B Preferred Shares).

"Qualified IPO" means the sale of the Corporation's Common Shares (as defined below) pursuant to a firm commitment underwritten public offering.

1.2 Dividends. The holders of then-outstanding Class A Preferred Shares shall be entitled to receive cumulative dividends, which shall accumulate on each such Class A Preferred Share from the date such share was originally issued by the Corporation, whether or not declared or paid, out of any assets legally available therefore, pari passu with the cumulative dividends on the Class B Preferred Shares described in this Section 1.2, prior and in preference to any declaration or payment of any dividend to the holders of Junior Securities (other than a share dividend or other distribution declared and paid on the Common Shares that is payable in Common Shares), at the rate of eight percent (8%) of the Original Class A Issue Price per annum. The holders of then-outstanding Class B Preferred Shares shall be entitled to receive cumulative dividends, which shall accumulate on each such share of Class B Preferred Shares from the date such share was originally issued by the Corporation, whether or not declared or paid, out of any assets legally available therefore, pari passu with the cumulative dividends on the Class A Preferred Shares described in this Section 1.2, and prior and in preference to any declaration or payment of any dividend to the holders of Junior Securities (other than a dividend or other distribution declared and paid on the Common Shares that is payable in Common Shares), at the rate of eight percent (8%) of the Original Class B Issue Price per annum. All cumulative dividends payable pursuant to this Section 1.2 (a) with respect to Class A Preferred Shares shall be paid, at the option of the Company in the sole discretion of its Board of Directors, in either cash or additional Class A Preferred Shares valued at the Original Class A Issue Price per share; and (b) with respect to Class B Preferred Shares shall be paid, at the option of the Company in the sole discretion of its Board of Directors, in either cash or additional Class B Preferred Shares valued at the Original Class B Issue Price per share (any such additional Class A or Class B Preferred Shares, "Additional Shares"). Cumulative dividends on the Preferred Shares will accrue but payments shall be deferred until:

(a) such time as the Corporation's Board of Directors declares the same, in its sole discretion, when, as and if declared, out of funds legally available therefore; or

(b) such time as the Corporation is obligated to pay such dividends pursuant to the provisions of Section 1.4 below in connection with a liquidation, dissolution or winding up of the Corporation or consummation of a Qualified IPO.

No interest shall accrue on accumulated dividends. The Corporation shall, no later than the time that accumulated dividends are payable pursuant to this Section 1.2, authorize for issuance the full number of Preferred Shares issuable in payment of such accumulated dividends, as applicable. All Preferred Shares issuable in payment of accumulated dividends shall, when issued, be duly and validly issued, fully paid and nonassessable and free from all taxes, liens and charges.

1.3 Voting Rights. The holders of Preferred Shares shall be entitled to notice of all shareholders meetings in accordance with the Corporation's bylaws, and except as otherwise required by law, the holders of the Preferred Shares shall be entitled to vote on all matters submitted to the shareholders for a vote together with the holders of the Common Shares voting together as a single class, with each Common Share entitled to one vote per share and each Preferred Share entitled to one vote per share.

1.4 Liquidation. Upon any liquidation, dissolution or winding up of the Corporation, whether voluntary or involuntary, the funds and assets that may be legally distributed to the Corporation's shareholders shall be distributed and paid in the following order:

(a) first, to the holders of Class A Preferred Shares, pro rata according to the number of such shares held by each holder thereof, in an amount equal to the Original Class A Issue Price for such shares, and to the holders of Class B Preferred Shares, pro rata according to the number of such shares held by each holder thereof, in an amount equal to the Original Class B Issue Price for such shares;

(b) second, to the holders of Preferred Shares (and holders of Additional Shares issued in payment of accumulated dividends on the Preferred Shares), pro rata according to the number of such shares held by each holder thereof, in an amount equal to all accrued or declared but unpaid dividends on the Preferred Shares and the Additional Shares;

and

(c) third, to the holders Common Shares, pro rata according to the number of such shares held by each holder thereof.

For purposes of this Section 1.4, consummation of a Qualified IPO shall be deemed to be a liquidation, dissolution and winding up of the Corporation, and, in such event, the holders of the Preferred Shares shall be entitled to receive, in exchange for the cancellation of their Preferred Shares, payment of an amount equal to the amounts payable with respect to the Preferred Shares upon a liquidation, dissolution or winding up, as provided in this Section 1.4.

Whenever a distribution provided for in this Section 1.4 is payable in property other than cash, the value of such distribution shall be the fair market value of such consideration as determined in good faith by the Board of Directors as of the date of such distribution.

1.5 No Redemption. Preferred Shares shall not be redeemable by the Corporation.

1.6 No Conversion. Preferred Shares shall not be convertible into any other securities of the Corporation or otherwise.

2. Common Shares. The following is a statement of the powers, preferences and participating, optional or other special rights, and the qualifications, limitations and restrictions of the Class A Common Shares and the Class B Common Shares (collectively, the "Common Shares") of the Corporation:

2.1 Liquidation. The holders of the Common Shares shall have the rights upon the liquidation, dissolution or winding up of the Corporation as set forth in Section 1.4 above.

2.2 Amendments to the Articles. Except as otherwise provided by law, the provisions of the articles shall not be modified, revised, altered or amended, repealed or rescinded in whole or in part, without the approval of a majority of the votes entitled to be cast by the holders of the Common Shares and the Preferred Shares (collectively the "Shares") voting together as a single class; for greater certainty, each of the holders of the Shares shall not be entitled to vote separately as a class or to dissent upon a proposal to amend the articles:

- (i) to increase or decrease any maximum number of authorized shares of such class;
- (ii) to increase any maximum number of authorized shares of any other class having rights or privileges equal or superior to the shares of such class;
- (iii) to effect an exchange, reclassification or cancellation of the shares of such class; or
- (iv) to create a new class of shares equal or superior to the shares of such class.

2.3 Voting Rights. In addition to the voting rights set forth in Section 1.3 above, each shareholder of record shall have one vote for each Share which is outstanding in his, her or its name on the books of the Corporation and which is entitled to vote. In the election of directors, each shareholder shall be entitled to cast for any one candidate no greater number of votes than the number of Shares held by such shareholder; no shareholder shall be entitled to cumulate votes on behalf of any candidate. Holders of Shares of the Corporation shall not have preemptive rights.

2.4 Record Holders. The Corporation shall be entitled to treat the person or entity in whose name any share (or fractional share) of its share is registered as the owner thereof for all purposes and shall not be bound to recognize any equitable or other claim to, or interest in, such share on the part of any other person or entity, whether or not the Corporation shall have notice thereof, except as expressly provided by applicable law.

Restrictions on Share Transfers

The issue, transfer or ownership of shares is/is not restricted and the restrictions (if any) are as follows. If none, enter "None":

Enter the Text *

No securities of the Corporation, other than non-convertible debt securities, shall be transferred without the consent of either (a) a majority of the directors of the Corporation expressed by a resolution passed at a meeting of the board of directors or by an instrument or instruments in writing signed by a majority of the directors; or (b) the holders of at least 51% of the outstanding voting shares of the Corporation expressed by a resolution passed at a meeting of such shareholders or by an instrument or instruments in writing signed by the holders of at least 51% of the outstanding voting shares of the Corporation.

Restrictions on Business or Powers

Restrictions, if any, on business the corporation may carry on or on powers the corporation may exercise. If none, enter "None":

Enter the Text *

None

Other Provisions, if any

Enter other provisions, or if no other provisions enter "None":

Enter the Text *
None

10. Authorization

* I, John Bedard

confirm that this form has been signed by all the required persons:

Caution - The Act sets out penalties, including fines, for submitting false or misleading information.

Required Signature

Corporation Name, Full Name and Position
CB Canada Acquisition, Inc.
Michael R. McDonald - Assistant Secretary

Signature

DocuSigned by:
Michael McDonald

EAEBE8E5717F4A9...

Corporation Name, Full Name and Position
Car-Ber Investments Inc.
Michael R. McDonald - Assistant Secretary

Signature

DocuSigned by:
Michael McDonald

EAEBE8E5717F4A9...