

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM723948

SUBMISSION TYPE:	RESUBMISSION
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	01/21/2022
RESUBMIT DOCUMENT ID:	900676361

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Woofie's, LLC		01/21/2022	Limited Liability Company: VIRGINIA

RECEIVING PARTY DATA

Name:	Woofie's Ashburn, LLC
Street Address:	7120 Samuel Morse Drive
Internal Address:	Suite 300
City:	Columbia
State/Country:	MARYLAND
Postal Code:	21046
Entity Type:	Limited Liability Company: DELAWARE

PROPERTY NUMBERS Total: 3

Property Type	Number	Word Mark
Registration Number:	4836651	W
Registration Number:	5563353	WOOFIE'S
Registration Number:	6267732	WOOFIE'S ACADEMY

CORRESPONDENCE DATA

Fax Number: 3036073600

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: 3036073665

Email: emily.bayton@faegredrinker.com

Correspondent Name: Emily A. Bayton

Address Line 1: 1144 15th Street

Address Line 2: Suite 3400

Address Line 4: Denver, COLORADO 80202

ATTORNEY DOCKET NUMBER:	515584.1
NAME OF SUBMITTER:	Emily A. Bayton
SIGNATURE:	/Emily A. Bayton/

DATE SIGNED:	04/26/2022
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Total Attachments: 7

- source=2-17-2022 Sumission documents - 900676361 Woofie's Ashburn, LLC#page1.tif
- source=2-17-2022 Sumission documents - 900676361 Woofie's Ashburn, LLC#page2.tif
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- source=2-17-2022 Sumission documents - 900676361 Woofie's Ashburn, LLC#page4.tif
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Limited Liability Company - Application for a Certificate of Registration

Entity Information

Entity Name: Woofie's Ashburn, LLC Entity Type: Limited Liability Company

Business Type

Series LLC: No
 Industry Code: 0 - General

Duration

Perpetual(forever)

Jurisdiction of Formation and Date of Formation

Jurisdiction (Country): United States
 Jurisdiction (State): Delaware
 Date of Formation: 01/18/2022

Name

Name in jurisdiction of formation, with no additions or changes.

Registered Agent Information

RA Type: Entity Locality: SUFFOLK CITY
 RA Qualification: N/A
 Name: Corporate Creations Network Inc. Email Address: govdocs@corpcreations.com

The LLC's VIRGINIA registered office address, including the street and number, if any, which is identical to the business office of the registered agent, is:

Registered Office Address: 425 W Washington St Ste 4, SUFFOLK, VA, 23434 - 5320, USA Contact Number: N/A

Principal Office Address

Address: 7120 Samuel Morse Dr Ste 300, Columbia, MD, 21046 - 3423, USA

Previous Registrations

Entity ID	Name	Name Type	Type	Jurisdiction	Status	Status Date
No records to view.						

Signature Information

Date Signed: 02/15/2022

The undersigned affirms that the information contained in this electronic submission is accurate and complete and that the undersigned is legally authorized to sign the document. The undersigned acknowledges that it is unlawful to sign a document that is false in any material respect with the intent that it be delivered to the Commission for filing.

The Clerk of the Commission is irrevocably appointed as the agent of the limited liability company for service of process if (i) the LLC fails to maintain a registered agent in Virginia, (ii) the Virginia registered agent's authority is revoked, (iii) the Virginia registered agent resigns, or (iv) the Virginia registered agent cannot be found or served with the exercise of

reasonable diligence.

The LLC affirms that it is a "foreign limited liability company" as defined in the Code of Virginia.

The official signing this document has been delegated the right and power to manage the company's business affairs and affirms the above statements are true.

Printed Name	Signature	Title
Kristen Espinales	Kristen Espinales	Special Manager

Delaware

Page 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED ARE TRUE AND CORRECT COPIES OF ALL DOCUMENTS ON FILE OF "WOOFIE'S ASHBURN, LLC" AS RECEIVED AND FILED IN THIS OFFICE.


THE FOLLOWING DOCUMENTS HAVE BEEN CERTIFIED:

CERTIFICATE OF FORMATION, FILED THE EIGHTEENTH DAY OF JANUARY, A.D. 2022, AT 12:04 O`CLOCK P.M.

CERTIFICATE OF MERGER, FILED THE TWENTY-FIRST DAY OF JANUARY, A.D. 2022, AT 11:24 O`CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID CERTIFICATES ARE THE ONLY CERTIFICATES ON RECORD OF THE AFORESAID LIMITED LIABILITY COMPANY, "WOOFIE'S ASHBURN, LLC".




Jeffrey W. Bullock, Secretary of State

6548804 8100H
SR# 20220517055

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

Authentication: 202664924
Date: 02-15-22

TRADEMARK
REEL: 007694 FRAME: 0925

**CERTIFICATE OF FORMATION
OF
WOOFIE'S ASHBURN, LLC**

I, the undersigned, for the purpose of creating and organizing a limited liability company under the provisions of the Delaware Limited Liability Company Act, hereby certifies as follows:

FIRST: The name of the limited liability company is Woofie's Ashburn, LLC (the "Company").

SECOND: The address of the registered office of the Company in the State of Delaware is 3411 Silverside Road, Tatnall Building #104, Wilmington, Delaware 19810 (New Castle County). The name of the registered agent of the Company at such address is Corporate Creations Network Inc.

THIRD: This Certificate of Formation shall be effective upon filing.

* * *

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Formation on

1/18/22



Brian Balconi
Authorized Person

STATE OF DELAWARE
CERTIFICATE OF MERGER

OF A FOREIGN LIMITED LIABILITY COMPANY INTO A DOMESTIC LIMITED
LIABILITY COMPANY

Pursuant to Title 6, Section 18-209 of the Delaware Limited Liability Company Act, the undersigned limited liability company executed the following Certificate of Merger:

First: The name of the surviving limited liability company is Woofie's Ashburn, LLC, a Delaware limited liability company.

Second: The name of the limited liability company being merged into this surviving limited liability company is Woofie's, LLC, a Virginia limited liability company.

Third: The Equity Purchase and Merger Agreement (the "**Merger Agreement**") has been approved, adopted, certified, executed and acknowledged by the surviving limited liability company and the merging limited liability company.

Fourth: Woofie's Ashburn, LLC shall be the surviving limited liability company in the Merger (the "**Surviving Company**"). The name of the Surviving Company will be Woofie's Ashburn, LLC.

Fifth: An executed copy of the Merger Agreement is on file at the office of the Surviving Company located at:

Woofie's Ashburn, LLC
c/o Authority Brands, Inc.
7120 Samuel Morse Drive, Suite 300
Columbia, MD 21046


Sixth: The Merger shall become effective on January 21, 2022.

Seventh: A copy of the Merger Agreement will be furnished by the Surviving Company, on request and without cost, to any member of the Surviving Company or any person holding an interest in any other business entity which is to merge or consolidate.

[Signature appears on following page.]

IN WITNESS WHEREOF, said Limited Liability Company has caused this Certificate of Merger to be signed by an authorized person, the 21st day of January, 2021.

WOOFIE'S ASHBURN, LLC

By: 
Name: Rob Weddle Rob Weddle
Title: CEO

EAST187854987.2

RECORDED: 02/17/2022

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