

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM733595

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	MERGER		
<b>EFFECTIVE DATE:</b>	10/31/2018		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
5001314 Ontario Inc.		10/31/2018	Corporation: DELAWARE
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	IPG (US) Holdings Inc.		
<b>Street Address:</b>	100 Paramount Drive		
<b>Internal Address:</b>	Suite 300		
<b>City:</b>	Sarasota		
<b>State/Country:</b>	FLORIDA		
<b>Postal Code:</b>	34232		
<b>Entity Type:</b>	Corporation: DELAWARE		
<b>PROPERTY NUMBERS Total: 15</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	1701713	BOX-A-BUBBLE	
<b>Registration Number:</b>	2823667	DURABOND	
<b>Registration Number:</b>	2247820	DURABUBBLE	
<b>Registration Number:</b>	2879809	DURAMASK	
<b>Registration Number:</b>	1725513	ECOLITE	
<b>Registration Number:</b>	2798224	ENDURABUBBLE	
<b>Registration Number:</b>	2108203	FLEXFOIL	
<b>Registration Number:</b>	1929149	LAMIFOAM	
<b>Registration Number:</b>	1564514	POLYAIR	
<b>Registration Number:</b>	4837177	POLYAIR EMERALD	
<b>Registration Number:</b>	2429253	STAR MOVER	
<b>Registration Number:</b>	2847754	STARBOND	
<b>Registration Number:</b>	1929148	STARFOAM	
<b>Registration Number:</b>	2869912	STARMASK	
<b>Registration Number:</b>	2782616	DURABUBBLE LITE	
<b>CORRESPONDENCE DATA</b>			

CH \$390.00 1701713

**Fax Number:** 3128622200

***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:** 3128628738

**Email:** michelle.nowicki@kirkland.com

**Correspondent Name:** Michelle Nowicki

**Address Line 1:** 300 N. LaSalle

**Address Line 2:** Kirkland & Ellis LLP

**Address Line 4:** Chicago, ILLINOIS 60654

<b>ATTORNEY DOCKET NUMBER:</b>	17847-129
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<b>NAME OF SUBMITTER:</b>	Michelle Nowicki
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<b>SIGNATURE:</b>	/Michelle Nowicki/
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<b>DATE SIGNED:</b>	06/09/2022
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**Total Attachments: 5**

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**CERTIFICATE OF OWNERSHIP AND MERGER**

**MERGING**

**5001314 ONTARIO INC.**

**WITH AND INTO**

**IPG (US) HOLDINGS INC.**

Pursuant to Section 253 of the Delaware General Corporation Law (the "DGCL"), IPG (US) Holdings Inc. (the "Corporation"), a Delaware corporation, does hereby certify to the following information relating to the merger (the "Merger") of 5001314 Ontario Inc., a Delaware corporation (the "Subsidiary"), with and into the Corporation, with the Corporation remaining as the surviving corporation:

1. The Corporation owns all of the outstanding shares of each class of capital stock of the Subsidiary.

2. The Board of Directors of the Corporation, by resolutions duly adopted by unanimous written consent on October 31, 2018 and attached hereto as Exhibit A, determined to merge the Subsidiary with and into the Corporation pursuant to Section 253 of the DGCL.

3. The Corporation shall be the surviving corporation of the Merger.

4. The Certificate of Incorporation of the Corporation, as in effect immediately prior to the Merger, shall be the Certificate of Incorporation of the surviving corporation.

5. The Certificate of Ownership and Merger and the Merger shall become effective upon the filing of such Certificate of Ownership and Merger with the Delaware Secretary of State.

(Signature Page Follows)

IN WITNESS WHEREOF, the Corporation has caused this Certificate of Ownership and Merger to be signed by an authorized officer, on October 31, 2018.

IPG (US) HOLDINGS INC.

By  \_\_\_\_\_

Name: Gregory A. Yull

Title: President

TRADEMARK

REEL: 007747 FRAME: 0653

**EXHIBIT A**

**CONSENT IN LIEU OF A MEETING OF  
THE BOARD OF DIRECTORS OF  
IPG (US) HOLDINGS INC.**

The undersigned, representing all of the members of the board of directors (the "Board") of IPG (US) Holdings Inc., a Delaware corporation (the "Company"), hereby adopt the following resolutions by unanimous written consent, without a meeting, waiving all requirements of notice, in accordance with the Delaware General Corporation Law and the Company's bylaws:

**WHEREAS**, the Company recently acquired and owns all of the issued and outstanding shares of capital stock of 5001314 Ontario Inc., a Delaware corporation (the "Wrap Amalco USA") as a result of an internal restructuring; **WHEREAS**, the Board believes that it is in the best interests of the Company that the Company merge Wrap Amalco USA with and into the Company pursuant to Section 253 of the Delaware General Corporation Law (the "Merger"), so that the separate existence of Wrap Amalco USA shall cease as soon as the Merger shall become effective, and the Company shall continue as the surviving corporation;

**WHEREAS**, it is the intention of the Parties (including IPG, Wrap Amalco USA and the Company) that integrated acquisition of the shares of Wrap Amalco USA by the Company and the Merger qualifies as a reorganization within the meaning of Section 368(a)(1)(D) of the Internal Revenue Code of 1986, as amended, and that the transfer agreements implementing the acquisition and the Merger together constitute a "plan of reorganization" within the meaning of Treasury Regulations Section 1.368-1; it is therefore

**RESOLVED**, that the Company hereby approves, ratifies and confirms the Merger; and it is

**RESOLVED FURTHER**, that each share of common stock of Wrap Amalco USA, par value \$0.0001 per share, issued and outstanding immediately prior to the effectiveness of the Merger shall, by virtue of the Merger and without any further action, be canceled and retired and will cease to exist, and no consideration will be delivered in exchange therefor; and it is

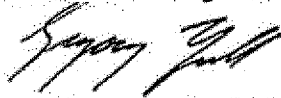
**RESOLVED FURTHER**, that the Certificate of Incorporation of the Company, as in effect immediately prior to the Merger, shall be the Certificate of Incorporation of the Company following the Merger; and it is

**RESOLVED FURTHER**, that each officer of the Company (collectively, the "Authorized Officers") is severally authorized and directed, in the name and on behalf of the Company, or otherwise, to prepare and execute a Certificate of Ownership and Merger setting forth a copy of these resolutions, and to file the Certificate of Ownership and Merger with the Secretary of State of Delaware and pay any fees related to such filing, and to take all such further and other action, in connection with the foregoing resolutions as he or she may deem necessary, appropriate or convenient to effectuate the intent and accomplish the purposes of these resolutions; and it is

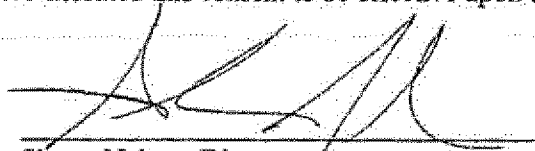
**RESOLVED FURTHER**, that the execution by any of the Authorized Officers of any document authorized in these resolutions or the taking by any of them of any action in connection with the foregoing matters shall conclusively establish the necessity, appropriateness and advisability of such Authorized Officer's actions and such Authorized Officer's authority and shall represent and evidence the approval and ratification by the Board of the documents so executed and the actions so taken; and it is

**RESOLVED FURTHER**, that the Board ratifies and confirms any and all acts taken in connection with the foregoing resolutions by the Authorized Officers in good faith in their capacities as officers as the valid and binding acts of the Company duly approved by the Board.

IN WITNESS WHEREOF, the undersigned have executed this consent to be effective upon the last date that a director signs it below.



\_\_\_\_\_  
Gregory A. Yull, Director  
Signed: October 31, 2018



\_\_\_\_\_  
Shawn Nelson, Director  
Signed: October 31, 2018



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Jeffrey Crystal, Director  
Signed: October 31, 2018