

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM778967

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER		
EFFECTIVE DATE:	12/31/2022		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
HRG Distribution Corp.		12/30/2022	Corporation: DELAWARE
RECEIVING PARTY DATA			
Name:	GrowGeneration USA, Inc.		
Street Address:	5619 DTC Parkway, Suite 900		
City:	Greenwood Village		
State/Country:	COLORADO		
Postal Code:	80111		
Entity Type:	Corporation: DELAWARE		
PROPERTY NUMBERS Total: 5			
Property Type	Number	Word Mark	
Registration Number:	6075649	MAXMICROBE	
Registration Number:	5563978	MORE POWER TO THE FLOWER	
Registration Number:	5515609	ENVIROTEK	
Registration Number:	5245122	DE-CHILL	
Registration Number:	5307053	MAXPAR	
CORRESPONDENCE DATA			
Fax Number:	8602758299		
<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:	860-275-8285		
Email:	jscheib@rc.com		
Correspondent Name:	Jacqueline P. Scheib		
Address Line 1:	280 Trumbull Street		
Address Line 2:	Robinson & Cole LLP		
Address Line 4:	Hartford, CONNECTICUT 06103		
NAME OF SUBMITTER:	Jacqueline P. Scheib		
SIGNATURE:	/Jacqueline P. Scheib/		
DATE SIGNED:	01/04/2023		

OP \$140.00 6075649

Total Attachments: 2

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**STATE OF DELAWARE
CERTIFICATE OF MERGER**

OF

**HRG DISTRIBUTION CORP.
(a Delaware corporation)**

WITH AND INTO

**GROWGENERATION USA, INC.
(a Delaware corporation)**

December 30, 2022

Pursuant to Section 251 of the Delaware General Corporation Law (the “DGCL”), the undersigned corporation executed the following Certificate of Merger.

FIRST: The name of the surviving corporation is GrowGeneration USA, Inc., a Delaware corporation, and the name of the corporation being merged with and into this surviving corporation is HRG Distribution Corp., a Delaware corporation.

SECOND: The Agreement and Plan of Merger has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations in accordance with Section 251 of the DGCL.

THIRD: The name of the surviving corporation is GrowGeneration USA, Inc., a Delaware corporation.

FOURTH: The executed Agreement and Plan of Merger is on file at 5619 DTC Pkwy, Suite 900, Greenwood Village, CO 80111, the principal place of business of the surviving corporation.

FIFTH: The Certificate of Incorporation of the surviving corporation shall be its Certificate of Incorporation.

SIXTH: A copy of the Agreement and Plan of Merger will be furnished by the surviving corporation, on request and without cost, to any stockholder of any constituent corporation.

SEVENTH: The merger shall become effective at 11:59 p.m. on December 31, 2022.

[Signature Page Follows]

IN WITNESS WHEREOF, the surviving corporation has caused this certificate to be signed by an authorized officer as of the date set forth above.

GROWGENERATION USA, INC.,
a Delaware corporation

DocuSigned by:

By: _____
Name: Darren Lampert
Title: Chief Executive Officer