

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM790476

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	MERGER		
<b>EFFECTIVE DATE:</b>	05/01/2022		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Lucas Associates, Inc.		04/27/2022	Corporation: GEORGIA
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	LAI Holdings II, Inc.		
<b>Street Address:</b>	1900 Avenue of the Stars		
<b>Internal Address:</b>	Suite 2600		
<b>City:</b>	Los Angeles		
<b>State/Country:</b>	CALIFORNIA		
<b>Postal Code:</b>	90067		
<b>Entity Type:</b>	Corporation: DELAWARE		
<b>PROPERTY NUMBERS Total: 5</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	4020649	TODAY TALENT. TOMORROW'S SUCCESS.	
<b>Registration Number:</b>	3185225	LUCAS GROUP	
<b>Registration Number:</b>	4379368	LUCAS GROUP TODAY'S TALENT. TOMORROW'S S	
<b>Registration Number:</b>	4379354	LUCAS GROUP TODAY'S TALENT. TOMORROW'S S	
<b>Registration Number:</b>	4811522	LUCAS GROUP	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>			
<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>			
<b>Phone:</b>	2155695767		
<b>Email:</b>	david.perry@blankrome.com		
<b>Correspondent Name:</b>	David M. Perry		
<b>Address Line 1:</b>	One Logan Square		
<b>Address Line 2:</b>	8th Floor		
<b>Address Line 4:</b>	Philadelphia, PENNSYLVANIA 19103		
<b>NAME OF SUBMITTER:</b>	David M. Perry		
<b>SIGNATURE:</b>	/David M. Perry/		
<b>DATE SIGNED:</b>	02/28/2023		

OP \$140.00 4020649

**Total Attachments: 6**

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# STATE OF GEORGIA

Secretary of State  
Corporations Division  
313 West Tower  
2 Martin Luther King, Jr. Dr.  
Atlanta, Georgia 30334-1530

## CERTIFICATE OF MERGER

I, **Brad Raffensperger**, the Secretary of State and the Corporation Commissioner of the State of Georgia, do hereby issue this certificate pursuant to Title 14 of the Official Code of Georgia Annotated certifying that articles or a certificate of merger and fees have been filed regarding the merger of the below entities, effective as of **05/01/2022**. Attached is a true and correct copy of the said filing.

**Surviving Entity:**

LAI Holdings II, Inc., a Foreign Non-Qualifying Entity

**Nonsurviving Entity/Entities:**

LUCAS ASSOCIATES, INC., a Domestic Profit Corporation

WITNESS my hand and official seal in the City of Atlanta  
and the State of Georgia on **04/28/2022**.



*Brad Raffensperger*

Brad Raffensperger  
Secretary of State

ARTICLES OF MERGER  
OF  
LUCAS ASSOCIATES, INC.  
A Georgia corporation  
INTO  
LAI HOLDINGS II, INC.  
A Delaware corporation

To the Secretary of State  
State of Georgia

Pursuant to the provisions of the Georgia Business Corporation Code governing the merger of a domestic wholly-owned subsidiary business corporation into its foreign parent business corporation, the foreign parent business corporation hereinafter named does hereby adopt the following articles of merger.

1. The name of the subsidiary corporation, which is a business corporation organized under the laws of the State of Georgia, is Lucas Associates, Inc.
2. The name of the parent corporation, which is a business corporation organized under the laws of the State of Delaware, is LAI Holdings II, Inc.
3. The number of outstanding shares of Lucas Associates, Inc. is 1,000, all of which are of one class, and all of which are owned by LAI Holdings II, Inc.
4. The Plan of Merger for merging Lucas Associates, Inc. into LAI Holdings II, Inc. as approved by resolution of the Board of Directors of LAI Holdings II, Inc. is appended as Exhibit A.
5. LAI Holdings II, Inc. in its capacity as the holder of all of the outstanding shares of Lucas Associates, Inc. waived the mailing of a copy of the Plan of Merger to LAI

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Holdings II, Inc. otherwise provided for under the provisions of Section 14-2-1104 of the Georgia Business Corporation Code.

6. The laws of the jurisdiction of organization of LAI Holdings II, Inc. permit a merger of a wholly-owned subsidiary business corporation of another jurisdiction into a parent business corporation of the jurisdiction of organization of LAI Holdings II, Inc.; and the merger of Lucas Associates, Inc. into LAI Holdings II, Inc. is in compliance with the laws of the jurisdiction of organization of LAI Holdings II, Inc.

7. Shareholder approval was not required.

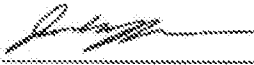
8. This Article constitutes an undertaking by the corporation that the request for publication of a notice of filing these Articles of Merger and payment therefor will be made as required by subsection (b) of Section 14-2-1105.1 of the Georgia Business Corporation Code.

9. The merger herein provided for shall take effect in the State of Georgia at 12:01 a. m. on May 1, 2022.

[Signature Page follows]

Dated: April 27, 2022

LAI Holdings II, Inc.

By:   
Name: Jonathan Kuai  
Title: Corporate Secretary

2022 APR 28 AM 8:55  
SECRETARY OF STATE  
CORPORATIONS DIVISION

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EXHIBIT A

Plan of Merger  
of  
Lucas Associates, Inc., a Georgia Corporation  
into  
LAI Holdings II, Inc., a Delaware Corporation

1. LAI Holdings II, Inc., which is a business corporation of the State of Delaware and is the owner of all of the outstanding shares of Lucas Associates, Inc., which is a business corporation of the State of Georgia, hereby merges Lucas Associates, Inc. into LAI Holdings II, Inc. pursuant to the provisions of the Georgia Business Corporation Code and pursuant to the provisions of the Delaware General Corporation Law.

2. The separate existence of Lucas Associates, Inc. shall cease at the time the merger takes effect merger pursuant to the provisions of the Georgia Business Corporation Code; and LAI Holdings II, Inc. shall continue its existence as the surviving corporation pursuant to the provisions of the Delaware General Corporation Law.

3. The articles of incorporation of LAI Holdings II, Inc. are not amended in any respect by this Plan of Merger.

4. The issued shares of Lucas Associates, Inc. shall not be converted or exchanged in any manner, but each said share which is issued as of the time the merger takes effect shall be surrendered and extinguished.

5. Each share of LAI Holdings II, Inc. outstanding immediately prior to the time the merger takes effect is to be an identical outstanding or treasury or unissued share of LAI Holdings II, Inc. after the time the merger takes effect.

6. No shares of LAI Holdings II, Inc. and no shares, securities, or obligations convertible into such shares are to be issued or delivered under this Plan of Merger.

7. The Board of Directors and the proper officers of LAI Holdings II, Inc. are hereby authorized, empowered, and directed to do any and all acts and things, and to make, execute, deliver, file, and/or record any and all instruments, papers, and documents which shall be or become necessary, proper, or convenient to carry out or put into effect any of the provisions of this Plan of Merger or of the merger herein provided for.

LAI Holdings II, Inc.  
1900 Avenue of the Stars, Suite 2600  
Los Angeles, CA 90067

To The Gwinnett Daily Post  
P.O. Box 603  
Lawrenceville, Georgia 30046-0603

Dear Sirs:


You are requested to publish, once a week for two consecutive weeks, commencing within ten days after your receipt of this letter, a notice in the following form:

"NOTICE OF MERGER

Notice is given that articles or a certificate of merger which will effect a merger by and between Lucas Associates, Inc., a corporation incorporated in the State of Georgia, and LAI Holdings II, Inc., a corporation incorporated in the State of Delaware, has been delivered to the Secretary of State for filing in accordance with the Georgia Business Corporation Code. The name of the surviving in the merger is LAI Holdings II, Inc., a corporation incorporated in the State of Delaware. The registered office of the merging corporation was located at 2 Sun Court, Suite 400, Peachtree Corners, GA 30092 and its registered agent at such address was Corporation Service Company. "

Enclosed is a check in the amount of \$40 in payment of the cost of publishing this notice.

Very truly yours,  
LAI Holdings II, Inc.

By:   
Jonathan Kuai, Secretary

Dated: May 1, 2022

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