

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

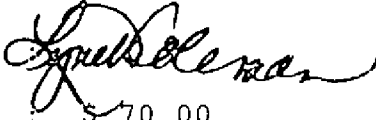
ETAS ID: TM792343

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER		
EFFECTIVE DATE:	01/01/2020		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
GTI Industries, Inc.		01/01/2020	Corporation: FLORIDA
RECEIVING PARTY DATA			
Name:	SupplyOne Tampa Bay, Inc.		
Street Address:	13200 40th Street N		
City:	Clearwater		
State/Country:	FLORIDA		
Postal Code:	33762		
Entity Type:	Corporation: FLORIDA		
PROPERTY NUMBERS Total: 3			
Property Type	Number	Word Mark	
Registration Number:	3045909	GRIPTAPE	
Registration Number:	3058876	DURALOCK	
Registration Number:	3065479	DURAWRAP	
CORRESPONDENCE DATA			
Fax Number:	3146673633		
<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:	3145526000		
Email:	ipdocket@thompsoncoburn.com		
Correspondent Name:	Thompson Coburn LLP		
Address Line 1:	One US Bank Plaza		
Address Line 4:	St. Louis, MISSOURI 63101		
ATTORNEY DOCKET NUMBER:	41768-23321-13, 14, 15		
NAME OF SUBMITTER:	Matthew J. Himich		
SIGNATURE:	/matthew j. himich/		
DATE SIGNED:	03/07/2023		
Total Attachments: 9			
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CORPORATION SERVICE COMPANY
1201 Hays Street
Tallahassee, FL 32301
Phone: 850-558-1500

ACCOUNT NO. : I20000000195
REFERENCE : 107325 4339596
AUTHORIZATION : 
COST LIMIT : \$70.00

ORDER DATE : December 18, 2019
ORDER TIME : 10:01 AM
ORDER NO. : 107325-015
CUSTOMER NO: 4339596

ARTICLES OF MERGER

GTI INDUSTRIES, INC.

EFFECTIVE DATE:
1/1/2020
INTO

SUPPLYONE TAMPA BAY, INC.

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

_____ CERTIFIED COPY
XX _____ PLAIN STAMPED COPY

CONTACT PERSON: Kadesha Roberson

EXAMINER'S INITIALS: _____

TRADEMARK
REEL: 007994 FRAME: 0940

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: SupplyOne Tampa Bay, Inc.

Name of Surviving Corporation

The enclosed Articles of Merger and fee are submitted for filing.

Please return all correspondence concerning this matter to following:

Lynnda M. Light

Contact Person

Thompson Coburn LLP

Firm/Company

505 N. 7th Street

Address

St. Louis, MO 63101

City/State and Zip Code

llight@thompsoncoburn.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Lynnda M. Light

Name of Contact Person At (314) 552-6395

Area Code & Daytime Telephone Number

Certified copy (optional) \$8.75 (Please send an additional copy of your document if a certified copy is requested)

Mailing Address:
Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address:
Amendment Section
Division of Corporations
The Centre of Tallahassee
2415 N. Monroe Street, Suite 810
Tallahassee, FL 32303

ARTICLES OF MERGER
(Profit Corporations)

The following articles of merger are submitted in accordance with the Florida Business Corporation Act, pursuant to section 607.1105, Florida Statutes.

First: The name and jurisdiction of the **surviving** corporation:

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (If known/ applicable)
SupplyOne Tampa Bay, Inc.	Florida	M54360

Second: The name and jurisdiction of each **merging** corporation:

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (If known/ applicable)
GTI Industries, Inc.	Florida	407862

2019 DEC 19 AM 9:13
FILED

Third: The Plan of Merger is attached.

Fourth: The merger shall become effective on the date the Articles of Merger are filed with the Florida Department of State.

OR 01 / 01 / 2020 (Enter a specific date. NOTE: An effective date cannot be prior to the date of filing or more than 90 days after merger file date.)

Note: If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

Fifth: Adoption of Merger by **surviving** corporation - (COMPLETE ONLY ONE STATEMENT)

The Plan of Merger was adopted by the shareholders of the surviving corporation on _____.

The Plan of Merger was adopted by the board of directors of the surviving corporation on December 16, 2019 _____ and shareholder approval was not required.

Sixth: Adoption of Merger by **merging** corporation(s) (COMPLETE ONLY ONE STATEMENT)

The Plan of Merger was adopted by the shareholders of the merging corporation(s) on _____.

The Plan of Merger was adopted by the board of directors of the merging corporation(s) on December 16, 2019 _____ and shareholder approval was not required.

(Attach additional sheets if necessary)

PLAN OF MERGER
(Merger of subsidiary corporation(s))

The following plan of merger is submitted in compliance with section 607.1104, Florida Statutes, and in accordance with the laws of any other applicable jurisdiction of incorporation.

The name and jurisdiction of the **parent** corporation owning at least 80 percent of the outstanding shares of each class of the subsidiary corporation:

<u>Name</u>	<u>Jurisdiction</u>
SupplyOne Tampa Bay, Inc.	Florida
_____	_____

The name and jurisdiction of each **subsidiary** corporation:

<u>Name</u>	<u>Jurisdiction</u>
GFI Industries, Inc.	Florida
_____	_____
_____	_____
_____	_____
_____	_____

The manner and basis of converting the shares of the subsidiary or parent into shares, obligations, or other securities of the parent or any other corporation or, in whole or in part, into cash or other property, and the manner and basis of converting rights to acquire shares of each corporation into rights to acquire shares, obligations, and other securities of the surviving or any other corporation or, in whole or in part, into cash or other property are as follows:

By virtue of the merger and without any action on the part of the parent or the subsidiary, the shares of the subsidiary shall not be converted and will automatically be canceled.

If the merger is between the parent and a subsidiary corporation and the parent is not the surviving corporation, a provision for the pro rata issuance of shares of the subsidiary to the holders of the shares of the parent corporation upon surrender of any certificates is as follows:

N/A

If applicable, shareholders of the subsidiary corporations, who, except for the applicability of section 607.1104, Florida Statutes, would be entitled to vote and who dissent from the merger pursuant to section 607.1321, Florida Statutes, may be entitled, if they comply with the provisions of chapter 607 regarding appraisal rights of dissenting shareholders, to be paid the fair value of their shares.

Other provisions relating to the merger are as follows:

PLAN OF MERGER

THIS PLAN OF MERGER (this “Plan of Merger”), is entered into as of December 16, 2019, by and between SupplyOne Tampa Bay, Inc., a Florida corporation (the “Parent”) and GTI Industries, Inc., a Florida corporation (the “Subsidiary”), pursuant to Section 607.1101 of the Florida Business Corporation Act (the “Act”). The Parent and the Subsidiary are referred to herein collectively as the “Parties.”

WHEREAS, the Parent owns all of the outstanding capital stock of the Subsidiary;

WHEREAS, the Board of Directors of the Parent and the Subsidiary each have approved and adopted this Plan of Merger and the transactions contemplated by this Plan of Merger after making a determination that this Plan of Merger and such transactions are advisable and fair to, and in the best interests of, the Parent, the Subsidiary and its stockholders;

WHEREAS, pursuant to the transactions contemplated by this Plan of Merger and on the terms and subject to the conditions set forth herein, the Subsidiary, in accordance with the Act, will merge (the “Merger”) with and into the Parent, with the Parent continuing as the surviving corporation (the “Surviving Corporation”); and

WHEREAS, for US federal income tax purposes, the Parties intend that the Merger qualify as a tax-free reorganization within the meaning of Section 368(a) of the Internal Revenue Code of 1986, as amended.

NOW, THEREFORE, in consideration of the mutual covenants, terms and conditions set forth herein, and for other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Parties agree as follows:

1. **Merger.** Upon the terms and subject to the conditions set forth in this Plan of Merger, and in accordance with the Act, the Subsidiary shall be merged with and into the Parent at the Effective Time (as hereinafter defined). Following the Effective Time, the separate corporate existence of the Subsidiary shall cease, and the Parent shall continue as the Surviving Corporation. The effects and consequences of the Merger shall be as set forth in this Plan of Merger and the Act.

2. **Effective Time.**

(a) Subject to the provisions of this Plan of Merger, on the date hereof, the Parties shall duly prepare, execute and file articles of merger (the “Articles of Merger”), complying with Section 607.1104 of the Act with the Secretary of State of the State of Florida. The Merger shall become effective on January 1, 2020 (the “Effective Time”).

(b) The Merger shall have the effects set forth in the Act, including without limitation, Section 607.1101 of the Act. Without limiting the generality of the foregoing, from the Effective Time, all the properties, rights, privileges, immunities, powers and franchises of the Subsidiary shall vest in the Parent, as the Surviving Corporation, and all debts, liabilities, obligations and duties of the Subsidiary shall become the debts, liabilities, obligations and duties of the Parent, as the Surviving Corporation.

(c) By virtue of the Merger and without any action on the part of the Parent or the Subsidiary, the shares of the Subsidiary shall not be converted and will automatically be cancelled.

3. **Shareholders of the Subsidiary.** If applicable, shareholders of the Subsidiary, who, except for the applicability of Section 607.1104 of the Act, would be entitled to vote and who dissent from the merger pursuant to Section 607.1321 of the Act may be entitled, if they comply with the provisions of Chapter 607 regarding appraisal rights of dissenting shareholders, to be paid the fair value of their shares.

4. **Organizational Documents.** The by-laws of the Parent in effect at the Effective Time shall be the by-laws of the Surviving Corporation until thereafter amended as provided therein or by the Act, and the articles of incorporation of the Parent in effect at the Effective Time shall be the articles of incorporation of the Surviving Corporation until thereafter amended as provided therein or by the Act.

5. **Directors and Officers.** The directors and officers of the Parent immediately prior to the Effective Time shall be the directors of the Surviving Corporation from and after the Effective Time and shall hold office until the earlier of their respective death, resignation or removal or their respective successors are duly elected or appointed and qualified in the manner provided for in the articles of incorporation and by-laws of the Surviving Corporation or as otherwise provided by the Act.

6. **Governing Law; Submission to Jurisdiction.** This Plan of Merger shall be governed by and construed in accordance with the internal laws of the State of Florida without giving effect to any choice or conflict of law provision or rule (whether of the State of Florida or any other jurisdiction) that would cause the application of the laws of any jurisdiction other than those of the State of Florida.

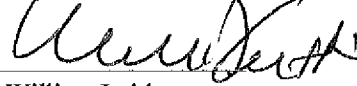
7. **Counterparts.** This Plan of Merger may be executed in counterparts, each of which shall be deemed an original, but all of which together shall be deemed to be one and the same agreement. A signed copy of this Plan of Merger delivered by facsimile, e-mail or other means of electronic transmission shall be deemed to have the same legal effect as delivery of an original signed copy of this Plan of Merger.

[SIGNATURE PAGE FOLLOWS]

IN WITNESS WHEREOF, the parties hereto have executed this Plan of Merger as of the date first above written.

PARENT:

SUPPLYONE TAMPA BAY, INC.

By 

Name: William Leith

Title: Chief Executive Officer

TARGET:

GTI INDUSTRIES, INC.

By 

Name: William Leith

Title: Chief Executive Officer