

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM795763

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT
<b>NATURE OF CONVEYANCE:</b>	MERGER
<b>EFFECTIVE DATE:</b>	01/01/2023

## CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Reebee Inc.		12/23/2022	Corporation: CANADA

## RECEIVING PARTY DATA

<b>Name:</b>	Flipp Operations Inc.
<b>Street Address:</b>	3250 Bloor Street West, East Tower
<b>Internal Address:</b>	Bloor Islington Place, Unit 350
<b>City:</b>	Toronto
<b>State/Country:</b>	CANADA
<b>Postal Code:</b>	M8X 2X9
<b>Entity Type:</b>	Corporation: CANADA

## PROPERTY NUMBERS Total: 4

Property Type	Number	Word Mark
Serial Number:	88982999	RB
Serial Number:	88855629	RB
Serial Number:	88982989	REEBEE
Serial Number:	88855644	REEBEE

## CORRESPONDENCE DATA

## Fax Number:

*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: 6179372347  
 Email: trademarks@cooley.com  
 Correspondent Name: Brian J. Focarino of Cooley LLP  
 Address Line 1: 1299 Pennsylvania Avenue, Suite 700  
 Address Line 4: Washington, D.C. 20004

## DOMESTIC REPRESENTATIVE

Name: Brian J. Focarino of Cooley LLP  
 Address Line 1: 1299 Pennsylvania Avenue, Suite 700  
 Address Line 4: Washington, D.C. 20004

CH \$115.00 88982999

<b>NAME OF SUBMITTER:</b>	Brian J. Focarino
<b>SIGNATURE:</b>	/Brian J. Focarino/
<b>DATE SIGNED:</b>	03/20/2023
<b>Total Attachments: 9</b> source=Flipp Operations Inc. - Articles of Amalgamation - January 1, 2023#page1.tif source=Flipp Operations Inc. - Articles of Amalgamation - January 1, 2023#page2.tif source=Flipp Operations Inc. - Articles of Amalgamation - January 1, 2023#page3.tif source=Flipp Operations Inc. - Articles of Amalgamation - January 1, 2023#page4.tif source=Flipp Operations Inc. - Articles of Amalgamation - January 1, 2023#page5.tif source=Flipp Operations Inc. - Articles of Amalgamation - January 1, 2023#page6.tif source=Flipp Operations Inc. - Articles of Amalgamation - January 1, 2023#page7.tif source=Flipp Operations Inc. - Articles of Amalgamation - January 1, 2023#page8.tif source=Flipp Operations Inc. - Articles of Amalgamation - January 1, 2023#page9.tif	

# Certificate of Amalgamation

# Certificat de fusion

Business Corporations Act

Loi sur les sociétés par actions

FLIPP OPERATIONS INC.

Corporation Name / Dénomination sociale

1000398478

Ontario Corporation Number / Numéro de société de l'Ontario

This is to certify that these articles are effective on

La présente vise à attester que ces statuts entreront en  
vigueur le

**January 01, 2023 / 01 janvier 2023**

*V. Quintanilla W.*

Director / Directeur

Business Corporations Act / Loi sur les sociétés par actions

The Certificate of Amalgamation is not complete  
without the Articles of Amalgamation

Certified a true copy of the record of the  
Ministry of Public and Business Service Delivery.

*V. Quintanilla W.*

Director/Registrar



Le certificat de fusion n'est pas complet s'il ne  
contient pas les statuts de fusion

Copie certifiée conforme du dossier du  
ministère des Services au public et aux  
entreprises.

*V. Quintanilla W.*

Directeur ou registrateur

**TRADEMARK**  
**REEL: 008008 FRAME: 0304**



# Articles of Amalgamation

Business Corporations Act

1. Amalgamated Corporation Name  
FLIPP OPERATIONS INC.

2. Registered Office Address  
3250 Bloor Street West, East Tower, Bloor Islington Place, Unit 350, Toronto, Ontario, Canada, M8X 2X9

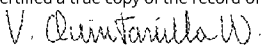
3. Number of Directors  
Minimum/Maximum Min 1 / Max 10

4. The director(s) is/are:  
**Full Name** MICHAEL SILVERMAN  
**Resident Canadian** Yes  
**Address for Service** 3250 Bloor Street West, East Tower, Bloor Islington Place, Unit  
350, Toronto, Ontario, Canada, M8X 2X9

5. Method of Amalgamation

B. Amalgamation of a holding corporation and one or more of its subsidiaries or amalgamation of subsidiaries.  
The amalgamation has been approved by the directors of each amalgamating corporation by a resolution as required by section 177 of the Business Corporations Act on the date set out below.

The endorsed Articles of Amalgamation are not complete without the Certificate of Amalgamation.  
Certified a true copy of the record of the Ministry of Public and Business Service Delivery.

  
Director/Registrar, Ministry of Public and Business Service Delivery

The Name, OCN, and Date of Adoption/Approval for each amalgamating corporation are as follows:

Corporation Name	OCN	Date of Adoption/Approval
FLIPP OPERATIONS INC.	1000223477	December 23, 2022
REEBEE INC.	1000240481	December 23, 2022

6. Restrictions, if any, on business the corporation may carry on or on powers the corporation may exercise. If none, enter "None":

None.

7. The classes and any maximum number of shares that the corporation is authorized to issue:

An unlimited number of common shares.

8. Rights, privileges, restrictions and conditions (if any) attaching to each class of shares and directors' authority with respect to any class of shares which may be issued in series. If there is only one class of shares, enter "Not Applicable":

Not applicable.

9. The issue, transfer or ownership of shares is/is not restricted and the restrictions (if any) are as follows. If none, enter "None":

Shares of the Corporation may not be transferred unless: (a) in any case where there is a unanimous shareholders' agreement that is in effect and that contains restrictions on the transfer of shares of the Corporation, such restrictions on transfer are complied with; or (b) if Section 9(a) is not applicable, the restrictions on the transfer of securities of the Corporation contained in section 10 of these Articles (entitled "Other provisions, if any") are complied with.

10. Other provisions:

Securities of the Corporation, other than non-convertible debt securities, may not be transferred unless: (a) (i) the consent of the directors of the Corporation is obtained; or (ii) the consent of shareholders holding more than 50% of the shares entitled to vote at such time is obtained; or (b) in the case of securities, other than shares, which are subject to restrictions on transfer contained in a security holders' agreement, such restrictions on transfer are complied with. The consent of the directors or the shareholders for the purposes of this section is evidenced by a resolution of the directors or shareholders, as the case may be, or by an instrument or instruments in writing signed by all of the directors, or shareholders holding more than 50% of the shares entitled to vote at such time, as the case may be.

The articles have been properly executed by the required person(s).

The endorsed Articles of Amalgamation are not complete without the Certificate of Amalgamation.  
Certified a true copy of the record of the Ministry of Public and Business Service Delivery.

*V. Quintanilla W.*

Director/Registrar, Ministry of Public and Business Service Delivery

Supporting Document - Schedule "A"

Statement of a director or officer of each of the amalgamating corporations completed as required under subsection 178(2) of the Business Corporations Act.

The endorsed Articles of Amalgamation are not complete without the Certificate of Amalgamation.  
Certified a true copy of the record of the Ministry of Public and Business Service Delivery.

*V. Quintanilla W.*

Director/Registrar, Ministry of Public and Business Service Delivery

Supporting Document - Schedule "B"

The directors' resolutions of each amalgamating corporation as required under section 177 of the Business Corporations Act

The endorsed Articles of Amalgamation are not complete without the Certificate of Amalgamation.  
Certified a true copy of the record of the Ministry of Public and Business Service Delivery.

*V. Quintanilla W.*

Director/Registrar, Ministry of Public and Business Service Delivery



## Statuts de fusion

Loi sur les sociétés par actions

1. Dénomination de la société issue de la fusion  
FLIPP OPERATIONS INC.

2. Adresse du siège social

3250 Bloor Street West, East Tower, Bloor Islington Place, Unit 350, Toronto, Ontario, Canada, M8X 2X9

3. Nombre d'administrateurs

Minimum ou maximum

Min. 1 / Max. 10

4. L'administrateur est/Les administrateurs sont:

Nom complet

MICHAEL SILVERMAN

Résident canadien

Oui

Adresse aux fins de signification

3250 Bloor Street West, East Tower, Bloor Islington Place, Unit  
350, Toronto, Ontario, Canada, M8X 2X9

5. Méthode de fusion

B. Fusion d'une corporation de portefeuille avec une ou plusieurs de ses filiales ou fusion de filiales.

La fusion a été dûment approuvée par les administrateurs de chacune des sociétés qui fusionnent, comme l'exige le paragraphe 177 de la Loi sur les sociétés par actions à la date indiquée ci-dessous.

Dénomination et numéro de société de l'Ontario de chaque société qui fusionne et date d'adoption ou d'approbation par

Les statuts de fusion à l'égard desquels une inscription a été produite sont incomplets sans le certificat de fusion.  
Copie certifiée conforme du dossier du ministère des Services au public et aux entreprises.

A handwritten signature in black ink, appearing to read "V. Quintanilla W.".

Directeur ou registraire, ministère des Services au public et aux entreprises



chaque société:

Dénomination sociale	NSO	Date d'adoption ou d'approbation
FLIPP OPERATIONS INC.	1000223477	23 décembre 2022
REEBEE INC.	1000240481	23 décembre 2022

6. Restrictions, le cas échéant, liées aux activités ou aux pouvoirs que peut exercer la société : S'il n'y en a aucune, inscrire « Aucune » :

None.

7. Catégories et nombre maximal, s'il y a lieu, d'actions que la société est autorisée à émettre:

An unlimited number of common shares.

8. Droits, privilèges, restrictions et conditions, le cas échéant, rattachés à chaque catégorie d'actions et pouvoirs des administrateurs relatifs à chaque catégorie d'actions qui peuvent être émises en série : S'il n'y a qu'un seul type d'actions, inscrire « Ne s'applique pas ».

Not applicable.

9. Restrictions, le cas échéant, concernant l'émission, le transfert ou la propriété d'actions : S'il n'y en a aucune, inscrire « Aucune » :

Shares of the Corporation may not be transferred unless: (a) in any case where there is a unanimous shareholders' agreement that is in effect and that contains restrictions on the transfer of shares of the Corporation, such restrictions on transfer are complied with; or (b) if Section 9(a) is not applicable, the restrictions on the transfer of securities of the Corporation contained in section 10 of these Articles (entitled "Other provisions, if any") are complied with.

10. Autres dispositions:

Securities of the Corporation, other than non-convertible debt securities, may not be transferred unless: (a) (i) the consent of the directors of the Corporation is obtained; or (ii) the consent of shareholders holding more than 50% of the shares entitled to vote at such time is obtained; or (b) in the case of securities, other than shares, which are subject to restrictions on transfer contained in a security holders' agreement, such restrictions on transfer are complied with. The consent of the directors or the shareholders for the purposes of this section is evidenced by a resolution of the directors or shareholders, as the case may be, or by an instrument or instruments in writing signed by all of the directors, or shareholders holding more than 50% of the shares entitled to vote at such time, as the case may be.

Les statuts ont été correctement signés par les personnes autorisées.

Les statuts de fusion à l'égard desquels une inscription a été produite sont incomplets sans le certificat de fusion.  
Copie certifiée conforme du dossier du ministère des Services au public et aux entreprises.

*V. Quintanilla W.*

Directeur ou registraire, ministère des Services au public et aux entreprises

Document à l'appui - Appendice « A »

Déclaration d'un administrateur ou d'un dirigeant de chaque société qui fusionne, comme l'exige le paragraphe 178(2) de la Loi sur les sociétés par actions.

Les statuts de fusion à l'égard desquels une inscription a été produite sont incomplets sans le certificat de fusion.  
Copie certifiée conforme du dossier du ministère des Services au public et aux entreprises.

*V. Quintanilla W.*

Directeur ou registrateur, ministère des Services au public et aux entreprises

Document à l'appui - Appendice « B »

Résolution des administrateurs pour chaque société qui fusionne, comme l'exige l'article 177 de la Loi sur les sociétés par actions

Les statuts de fusion à l'égard desquels une inscription a été produite sont incomplets sans le certificat de fusion.  
Copie certifiée conforme du dossier du ministère des Services au public et aux entreprises.

*V. Quintanilla W.*

Directeur ou registrateur, ministère des Services au public et aux entreprises

Page 4 de 4

**RECORDED: 03/20/2023**

**TRADEMARK**  
**REEL: 008008 FRAME: 0312**