

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM801378

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT
<b>NATURE OF CONVEYANCE:</b>	MERGER
<b>EFFECTIVE DATE:</b>	02/02/2023

## CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
SPY INC.		01/23/2023	Corporation: DELAWARE

## RECEIVING PARTY DATA

<b>Name:</b>	BOLLE BRANDS INC.
<b>Street Address:</b>	2801 CARIBOU COURT, SUITE 160
<b>City:</b>	CARLSBAD
<b>State/Country:</b>	CALIFORNIA
<b>Postal Code:</b>	92010
<b>Entity Type:</b>	Corporation: NEW YORK

## PROPERTY NUMBERS Total: 50

Property Type	Number	Word Mark
Registration Number:	6186568	DEADBOLT
Registration Number:	5788292	SIC
Registration Number:	5751861	LOCK STEADY
Registration Number:	5662751	FOUNDATION
Registration Number:	5347127	
Registration Number:	4863809	SEE BETTER. FEEL BETTER.
Registration Number:	4805295	SPY BRAVO
Registration Number:	4805294	SPY FLYNN
Registration Number:	4805293	SPY TOURING
Registration Number:	4805292	SPY HELM
Registration Number:	4914603	SPY DISCORD
Registration Number:	4914602	SPY OPTICS
Registration Number:	4805280	SPY SNOW GOGGLES
Registration Number:	4805279	SPY SKI GOGGLES
Registration Number:	4805278	SPY GOGGLES
Registration Number:	4805276	SPY HIELO
Registration Number:	4805275	SPY LOGAN
Registration Number:	4805274	SPY GLASSES

CH \$1265.00 6186568

Property Type	Number	Word Mark
Registration Number:	4805061	HAPPY BUDS
Registration Number:	4969920	HAPPY GOGGLES
Registration Number:	4969919	HAPPY SUNGLASSES
Registration Number:	4919079	DISCORD
Registration Number:	5519787	SPY OPTIC
Registration Number:	5266289	SPY
Registration Number:	4720479	GEO FORCE
Registration Number:	3981518	TRON
Registration Number:	4538368	MCCOY
Registration Number:	4526135	SPECTRA
Registration Number:	4463426	HAPPY LENS
Registration Number:	5757866	SPY
Registration Number:	4318949	SPY CROSSTOWN COLLECTION
Registration Number:	4373999	SPY
Registration Number:	3218701	SPYOPTIC
Registration Number:	3146490	ARC
Registration Number:	2984045	DRI-FORCE
Registration Number:	4859917	SPY
Registration Number:	4703926	SPY
Registration Number:	3750166	SPY
Registration Number:	3648121	SPYOPTIC
Registration Number:	3468936	
Registration Number:	3436802	
Registration Number:	3489694	LOGAN
Registration Number:	3489693	HIELO
Registration Number:	3700605	SPY
Registration Number:	2146655	SCOOP
Registration Number:	2157268	
Registration Number:	2092022	PLUS SYSTEM
Registration Number:	1981513	SPY
Registration Number:	2137853	
Registration Number:	5114882	RISE VENTILATION

**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:** 404-885-1500

**Email:** tmatlanta@seyfarth.com

**Correspondent Name:** Joseph V. Myers III  
**Address Line 1:** 1075 Peachtree St. NE, #2500  
**Address Line 4:** Atlanta, GEORGIA 30309

**ATTORNEY DOCKET NUMBER:** 112514-2

**NAME OF SUBMITTER:** Joseph V. Myers III

**SIGNATURE:** /jvm/

**DATE SIGNED:** 04/07/2023

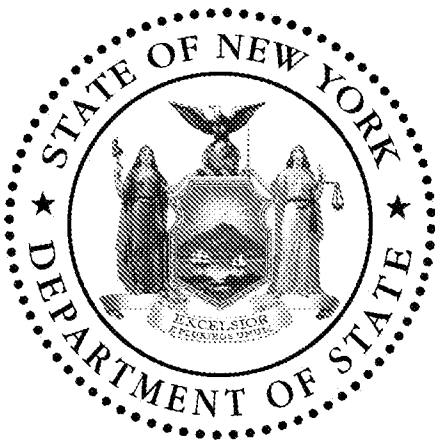
**Total Attachments: 5**

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**STATE OF NEW YORK  
DEPARTMENT OF STATE**

I hereby certify that the annexed copy for BOLLE BRANDS INC., File Number 230202003675 has been compared with the original document in the custody of the Secretary of State and that the same is true copy of said original.

WITNESS my hand and official seal of the  
Department of State, at the City of Albany,  
on February 02, 2023.



*Brendan C. Hughes*

Brendan C. Hughes  
Executive Deputy Secretary of State

Authentication Number: 100002912331 To Verify the authenticity of this document you may access the  
Division of Corporation's Document Authentication Website at <http://ccorp.dos.ny.gov>

**TRADEMARK**  
**REEL: 008036 FRAME: 0715**

**CERTIFICATE OF MERGER OF  
SPY INC.  
INTO  
BOLLE BRANDS INC.**

Under Section 905 of the Business Corporation Law

Pursuant to Section 905 of the New York Business Corporation Law, each of the undersigned hereby certify on behalf of the constituent corporations named herein, as follows:

1. The name of each constituent corporation is as follows:
  - (a) Bolle Brands Inc. (formerly Nevitt Sales Corp.), a New York corporation.
  - (b) Spy Inc., a Delaware corporation.
  
2. The name of the surviving corporation is Bolle Brands Inc., a New York corporation (the "**Surviving Corporation**").
  
3. The designation, number, and voting rights of each outstanding class and series of shares for each of the constituent corporations is as follows:

Bolle Brands Inc.

Designation of each outstanding class and series of shares	Number of outstanding shares	Class and series of shares entitled to vote	Class and series of shares entitled to vote as a class
Common Stock	100	Voting	Voting

The Surviving Corporation owns all of the outstanding shares of Common Stock of Spy Inc.

Spy Inc.

Designation of each outstanding class and series of shares	Number of outstanding shares	Class and series of shares entitled to vote	Classes and series of shares entitled to vote as a class
Common Stock	100	Voting	Voting

Upon the effective date of the merger of Spy Inc. into Bolle Brands Inc. (the "**Merger**"), outstanding shares of Spy Inc. shall be cancelled without consideration. The outstanding shares of the Surviving Corporation shall remain outstanding and are not affected by the Merger. The Merger is being consummated and is being filed under Section 905 of the New York Business Corporation Law as, immediately prior to the effectiveness of the Merger, Bolle Brands Inc. owned all of the outstanding capital stock of Spy Inc.

4. The certificate of incorporation of the Surviving Corporation was filed with the Department of State on September 8, 1976.

5. The certificate of incorporation of Spy Inc. was filed with the Delaware Secretary of State on August 13, 2004. Also, prior to the effectiveness of the Merger, no application for authority for Spy Inc. to do business in the State of New York had been filed with the Department of State.

6. The Merger was authorized with respect to the Surviving Corporation in the following manner: An Agreement and Plan of Merger was adopted and approved by the sole director of the Surviving Corporation by written consent dated January 23, 2023.

7. The certificate of incorporation of the Surviving Corporation, as in effect immediately prior to the effective date of the Merger, shall be the certificate of incorporation of the Surviving Corporation upon the effective date of the Merger, without any amendments or changes.

8. The effective date of the Merger is the date that this Certificate of Merger is filed by the New York State Department of State.

[REMAINDER OF PAGE INTENTIONALLY BLANK]

IN WITNESS WHEREOF, each of the undersigned has caused this certificate of merger to be executed on its behalf by its duly authorized officers as of January 23rd, 2023.

**BOLLE BRANDS INC.,**  
a New York corporation

By: Peter Smith

Peter Smith  
CEO

**SPY INC.,**  
a Delaware corporation

By: Peter Smith

Peter Smith  
President and CEO

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**CERTIFICATE OF MERGER OF  
SPY INC.  
INTO  
BOLLE BRANDS INC.**

Under Section 905 of the Business Corporation Law

Department of State Identification Number: 409344

Filer's Name and Mailing Address:

David Crist  
Name  
Bolle Brands Inc.  
Company, if Applicable  
2810 Caribou Court Suite 160  
Mailing Address  
Carlsbad, CA 92010  
City, State, and Zip Code

**DRAWDOWN:  
CST REF: 14752661YV**

Filed with the NYS Department of State on 02/02/2023  
Filing Number: 230202003675 DOS ID: 4

**RECORDED: 04/07/2023**

**TRADEMARK  
REEL: 008036 FRAME: 0719**