

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM822108

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	MERGER AND CHANGE OF NAME		
<b>EFFECTIVE DATE:</b>	07/29/2014		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
McKay Holdings, LLC		07/29/2014	Limited Liability Company: ALASKA
<b>NEWLY MERGED ENTITY DATA</b>			
<b>Name</b>	<b>Execution Date</b>	<b>Entity Type</b>	
Rudd Company, Inc.	07/29/2014	Corporation: WASHINGTON	
<b>MERGED ENTITY'S NEW NAME (RECEIVING PARTY)</b>			
<b>Name:</b>	Rudd Company, Inc.		
<b>Street Address:</b>	1141 NW 50th St		
<b>City:</b>	Seattle		
<b>State/Country:</b>	WASHINGTON		
<b>Postal Code:</b>	98107		
<b>Entity Type:</b>	Corporation: WASHINGTON		
<b>PROPERTY NUMBERS Total: 1</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	2662979	SKIMSTONE	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	5038025351		
<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>Email:</b>	ipdocket@immixlaw.com		
<b>Correspondent Name:</b>	Katrina Blakeman		
<b>Address Line 1:</b>	600 NW Naito Pkwy Suite G		
<b>Address Line 4:</b>	Portland, OREGON 97209		
<b>ATTORNEY DOCKET NUMBER:</b>	2251		
<b>NAME OF SUBMITTER:</b>	Katrina Blakeman		
<b>SIGNATURE:</b>	/Katrina Blakeman/		
<b>DATE SIGNED:</b>	07/05/2023		

OP \$40.00 2662979

**Total Attachments: 6**

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UNITED STATES OF AMERICA

The State of



Washington

Secretary of State

CERTIFICATE OF MERGER

I, Kim Wyman, Secretary of State of the State of Washington and custodian of its seal, hereby certify that documents meeting statutory requirements have been filed and processed with the Secretary of State merging the listed "Merging Entities" into:

RUDD COMPANY, INC.

WA Profit Corporation  
UBI: 178-017-551  
Filing Date: July 29, 2014

Merging Entities:

602-849-022          MCKAY HOLDINGS, LLC



Given under my hand and the Seal of the State of Washington at Olympia, the State Capital

Handwritten signature of Kim Wyman in cursive script.

Kim Wyman, Secretary of State

Date Issued: 8/12/2014

FILED  
SECRETARY OF STATE  
JULY 29, 2014  
STATE OF WASHINGTON

ARTICLES OF MERGER

07/29/14 2710796-  
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tid: 2808890

Pursuant to the provisions of the Washington Business Corporation Act, Chapter 23B.11 RCW, the undersigned corporation hereby submits the following Articles of Merger for filing for the purpose of merging McKay Holdings, LLC, an Alaska limited liability company, Entity Number 115879, doing business in the State of Washington, UBI 602-849-022, into Rudd Company, Inc., a Washington corporation, UBI 178-017-551.

ARTICLE I

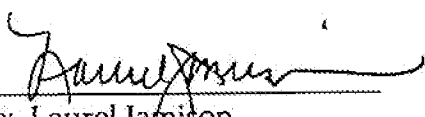
The Plan of Merger of McKay Holdings, LLC into Rudd Company, Inc. is attached as Exhibit A.

ARTICLE II

The merger was duly approved by the sole member of McKay Holdings, LLC and the shareholder of Rudd Company, Inc. on July 23, 2014, pursuant to RCW 23B.11.030.

DATED this 23 day of July, 2014.

Rudd Company, Inc.  
*a Washington corporation*

By:   
Name: Laurel Jamison  
Its: President

**PLAN OF MERGER  
EXHIBIT A**

This Plan of Merger is made and entered into this 23 day of July, 2014, by and between MCKAY HOLDINGS, LLC, an Alaska limited liability company, doing business in the State of Washington, and RUDD COMPANY, INC., a Washington corporation (the "Surviving Corporation").

**RECITALS**

A. MCKAY HOLDINGS, LLC is a limited liability company organized and existing under the laws of the State of Alaska (Entity No. 115879), doing business in the State of Washington (UBI 602-849-022) and has authorized 500,000 units held by Alan M. Park, Jr.

B. RUDD COMPANY, INC. is a corporation organized and existing under the laws of the State of Washington (UBI 178-017-551) and has authorized capital stock consisting of 2,881 shares of common fully paid, nonassessable stock with no par value, of which 2,881 shares are issued and outstanding, and held by Old Zanzibar Holdings, LLC.

C. The Boards of Directors of MCKAY HOLDINGS, LLC, and RUDD COMPANY, INC., respectively, deem it advisable for MCKAY HOLDINGS, LLC to merge with and into RUDD COMPANY, INC.

NOW, THEREFORE, in consideration of the mutual covenants and agreements contained herein, MCKAY HOLDINGS, LLC and RUDD COMPANY, INC. hereby agree to the following Plan of Merger:

1. *Names of Constituent Corporations.* MCKAY HOLDINGS, LLC will merge with and into RUDD COMPANY, INC. RUDD COMPANY, INC. will be the Surviving Corporation.

2. *Terms and Conditions of Merger.* The effective date of merger shall be the date upon which the Articles of Merger are filed with the Secretary of State. Upon the effective date of the merger: the separate corporate existence of MCKAY HOLDINGS, LLC shall cease; title to all assets, including real estate, technology, and other property or assets, tangible or intangible, owned by MCKAY HOLDINGS, LLC or RUDD COMPANY, INC. shall be vested in RUDD COMPANY, INC. without reversion or impairment; and the Surviving Corporation shall have all liabilities of MCKAY HOLDINGS, LLC and RUDD COMPANY, INC. Any proceeding pending by or against MCKAY HOLDINGS,

LLC or RUDD COMPANY, INC. may be continued as if such merger did not occur, or the Surviving Corporation may be substituted in the proceeding for MCKAY HOLDINGS, LLC under the laws of the State of Washington with venue and jurisdiction in Washington State.

3. *Governing Law.* The laws of the State of Washington shall govern the Surviving Corporation.

4. *Name.* The name of the Surviving Corporation shall be RUDD COMPANY, INC.

5. *Registered Office.* The address of the registered office of the Surviving Corporation shall be: National Corporate Research, Ltd., 1780 Barnes Blvd. SW, Tumwater, WA 98512.

6. *Accounting.* The assets and liabilities of MCKAY HOLDINGS, LLC and RUDD COMPANY, INC. (collectively the "Constituent Corporations") as of the effective date of the merger shall be taken up on the books of the Surviving Corporation at the amounts at which they are carried at that time on the respective books of the Constituent Corporations.

7. *Articles of Incorporation.* The Articles of Incorporation of RUDD COMPANY, INC. are hereby set forth in the Articles of Incorporation and incorporated herein by this reference. The Articles of Incorporation shall constitute the Articles of Incorporation of the Surviving Corporation.

8. *Bylaws.* The Bylaws of RUDD COMPANY, INC. as of the effective date of the merger shall be the Bylaws of the Surviving Corporation until the same shall be altered or amended for any reason.

9. *Directors.* The directors of RUDD COMPANY, INC. as of the effective date of the merger shall be the directors of the Surviving Corporation until their respective successors are duly elected and qualified.

10. *Manner and Basis of Converting Shares.* As of the effective date of the merger:

(a) Each share of RUDD COMPANY, INC. common stock, with no par value, issued and outstanding shall continue to be one share of common stock with no par value of the Surviving Corporation.

(b) The Surviving Corporation shall convert or exchange each unit of MCKAY HOLDINGS, LLC for one share of the common stock of the

Surviving Corporation; PROVIDED, however, that no fractional shares of the Surviving Corporation stock shall be issued, and in lieu of the issuance of fractional shares, the Surviving Corporation shall make a payment in cash equal to the value of such fraction, based upon the market value of such common stock on the effective date of the merger.

(c) Any units of MCKAY HOLDINGS, LLC in the treasury of MCKAY HOLDINGS, LLC on the effective date of the merger shall be surrendered to the Surviving Corporation for cancellation, and no shares of the Surviving Corporation shall be issued in respect thereof.

(d) On the effective date of the merger, holders of certificates of units in MCKAY HOLDINGS, LLC shall surrender them to the Surviving Corporation, or its appointed agent, in such manner as the Surviving Corporation legally shall require. Upon receipt of such certificate, the Surviving Corporation shall issue in exchange therefor a certificate of shares of common stock in the Surviving Corporation representing the numbers of shares of stock to which such holder shall be entitled as set forth above, with such shares being subject to redemption in accordance with the agreed upon merger agreement.

11. *Shareholder Approval.* This Plan of Merger shall be submitted to the sole member of MCKAY HOLDINGS, LLC and sole shareholder of RUDD COMPANY, INC. for their approval in the manner provided under RCW 23B.11.030, at meetings to be held on or before July 13, 2014, or at other such time as the Manager of MCKAY HOLDINGS, LLC and Board of Directors of RUDD COMPANY, INC. shall agree. After approval by a vote of the holders of two-thirds (2/3) of the shares entitled to vote thereon of each such corporation and the holders of two-thirds (2/3) of the shares entitled to vote thereon, if any, of each voting group, the Articles of Merger shall be filed as required under the laws of the State of Washington.

12. *Rights of Dissenting Shareholders.* Any member of MCKAY HOLDINGS, LLC or shareholder of RUDD COMPANY, INC. who has the right to dissent from this merger as provided in RCW 23B.13.020, and who so dissents in accordance with the requirements of RCW 23B.13.210 through RCW 23B.13.280, shall be entitled, upon surrender of the certificate or certificates representing certificated shares or upon imposition of restrictions of transfer of uncertificated shares, to receive payment of the fair value of such shareholder's shares as provided pursuant to RCW 23B.13.250.

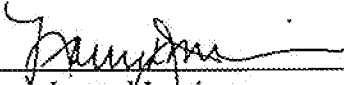
13. *Termination of Merger.* This merger may be abandoned at any time prior to the filing of Articles of Merger with the Secretary of State, upon a vote of a majority of the both the Manager of MCKAY HOLDINGS, LLC and the Board

of Directors of RUDD COMPANY, INC. If the merger is terminated, there shall be no liability on the part of either Constituent Corporation, their respective Manager, Boards of Directors, member or shareholder.


14. *Counterparts.* This Plan of Merger may be executed in any number of counterparts, and all such counterparts and copies shall be and constitute an original instrument.

IN WITNESS WHEREOF, this Plan of Merger has been adopted by the undersigned corporations as of this 23 day of July, 2014.

RUDD COMPANY, INC.  
*a Washington corporation*

By:   
Name: Laurel Jamison  
Its: President

MCKAY HOLDINGS, LLC  
*a Alaska limited liability company*

By:   
Name: Alan M. Park, Jr.  
Its: Manager