

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM819741

SUBMISSION TYPE:	RESUBMISSION
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	12/31/2022
RESUBMIT DOCUMENT ID:	900745678

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
ENCORE WELLNESS, LLC		12/31/2022	Limited Liability Company: CALIFORNIA

RECEIVING PARTY DATA

Name:	NIFTY WELLNESS LLC
Street Address:	1930 Village Center Circle
Internal Address:	Suite 3-135
City:	Las Vegas
State/Country:	NEVADA
Postal Code:	89134
Entity Type:	Limited Liability Company: DELAWARE

PROPERTY NUMBERS Total: 24

Property Type	Number	Word Mark
Registration Number:	3304875	NIFTY AFTER FIFTY
Registration Number:	3389997	BRAINAEROBICS
Registration Number:	3462910	NIFTY PEOPLE
Registration Number:	3497131	NIFTY AFTER FIFTY
Registration Number:	3497160	NIFTY AFTER FIFTY 50
Registration Number:	3929155	PRESCRIBED FITNESS
Registration Number:	3934867	FALL FREE
Registration Number:	4310860	NEURODYNAMIC FITNESS
Registration Number:	4488814	FITNESS EVERYWHERE
Registration Number:	4657828	SILVER SALSA
Registration Number:	4692965	ENCORE WELLNESS
Registration Number:	4732792	ENCORE PERFORMANCE
Registration Number:	4733055	ENCORE PRESCRIBED FITNESS
Registration Number:	4769410	ENCORE PHYSICAL THERAPY
Registration Number:	4864183	
Registration Number:	5026597	NO FALL VOLLEYBALL

TRADEMARK

Property Type	Number	Word Mark
Registration Number:	5098579	ENCORE WELLNESS
Registration Number:	5310079	WELLNESS REDISCOVERED
Registration Number:	5310087	WELLNESS REDISCOVERED
Registration Number:	5317302	CONSTELLATION OF SERVICES
Registration Number:	5488303	TAP N HAPPY
Registration Number:	5961757	WELLNESS EVERYWHERE
Registration Number:	6322359	WELLNESS EVERYWHERE
Serial Number:	97464138	WELLNESS EVERYWHERE

CORRESPONDENCE DATA

Fax Number: 8055470716

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: 5624720012

Email: Lori@LofstromLC.com

Correspondent Name: Lori M. Lofstrom

Address Line 1: 35145 Calle Grande

Address Line 4: Lake Elsinore, CALIFORNIA 92530

NAME OF SUBMITTER: Lori M. Lofstrom

SIGNATURE: /lorimlofstrom/

DATE SIGNED: 06/26/2023

Total Attachments: 5

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STATE OF CALIFORNIA
Office of the Secretary of State
MERGER
LLC(S) ONLY TO QUALIFIED LLC SURVIVOR
 California Secretary of State
 1500 11th Street
 Sacramento, California 95814
 (916) 653-3516

For Office Use Only

-FILED-

File No.: BA20221253447

Date Filed: 12/15/2022

11:324-3412 12/15/2022 11:51 AM Received by California Secretary of State

Qualified LLC Survivor		
Name of Surviving Entity	NIFTY WELLNESS LLC	
Entity No.	201825710263	
Surviving Entity Type	Limited Liability Company - Out of State	
Formed In	DELAWARE	
Entities Merging Out		
Merging Out Entity Name	Nonqualified Entity Type	Formed In
ENCORE WELLNESS, LLC Limited Liability Company - CA Entity No.: 200634910035 Formed In: CALIFORNIA		
File Date		
Future Effective Date	12/31/2022	
Merger Documents		
<input checked="" type="checkbox"/> Merger documents have been approved and signed by each entity participating in the merger.		
Additional information and signatures set forth on attached pages, if any, are incorporated herein by reference and made part of this filing.		
Electronic Signature		
<input checked="" type="checkbox"/> By signing, I affirm that I have the authority to submit this merger.		
<i>Michael A. Merino</i>	<i>12/15/2022</i>	
_____ Signature	_____ Date	

B1324-3413 12/15/2022 11:51 AM Received by California Secretary of State



State of California Secretary of State

OBE MERG

Certificate of Merger

(California Corporations Code sections

1113(g), 3203(g), 6019.1, 8019.1, 9640, 12540.1, 15911.14, 16915(b) and 17710.14)

Filing Fee: \$150.00; Certification Fee (Optional): \$5.00

This Space For Filing Use Only

1. NAME OF SURVIVING ENTITY Nifty Wellness LLC	2. TYPE OF ENTITY LLC	3. CA SECRETARY OF STATE FILE NUMBER 201825710263	4. JURISDICTION DE
5. NAME OF DISAPPEARING ENTITY Encore Wellness, LLC	6. TYPE OF ENTITY LLC	7. CA SECRETARY OF STATE FILE NUMBER 200634910035	8. JURISDICTION CA

9. THE PRINCIPAL TERMS OF THE AGREEMENT OF MERGER WERE APPROVED BY A VOTE OF THE NUMBER OF INTERESTS OR SHARES OF EACH CLASS THAT EQUALED OR EXCEEDED THE VOTE REQUIRED. (IF A VOTE WAS REQUIRED, SPECIFY THE CLASS AND THE NUMBER OF OUTSTANDING INTERESTS OF EACH CLASS ENTITLED TO VOTE ON THE MERGER AND THE PERCENTAGE VOTE REQUIRED OF EACH CLASS. ATTACH ADDITIONAL PAGES, IF NEEDED.)

SURVIVING ENTITY			DISAPPEARING ENTITY		
CLASS AND NUMBER	AND	PERCENTAGE VOTE REQUIRED	CLASS AND NUMBER	AND	PERCENTAGE VOTE REQUIRED
Membership Interests	100%	51%	Series A Units	87,554	51%
			Series B Units	45,650	51%

10. IF EQUITY SECURITIES OF A PARENT PARTY ARE TO BE ISSUED IN THE MERGER, CHECK THE APPLICABLE STATEMENT.
 No vote of the shareholders of the parent party was required. The required vote of the shareholders of the parent party was obtained.

11. IF THE SURVIVING ENTITY IS A DOMESTIC LIMITED LIABILITY COMPANY, LIMITED PARTNERSHIP, OR PARTNERSHIP, PROVIDE THE REQUISITE CHANGES (IF ANY) TO THE INFORMATION SET FORTH IN THE SURVIVING ENTITY'S ARTICLES OF ORGANIZATION, CERTIFICATE OF LIMITED PARTNERSHIP OR STATEMENT OF PARTNERSHIP AUTHORITY RESULTING FROM THE MERGER. ATTACH ADDITIONAL PAGES, IF NECESSARY.

12. IF A DISAPPEARING ENTITY IS A DOMESTIC LIMITED LIABILITY COMPANY, LIMITED PARTNERSHIP, OR PARTNERSHIP, AND THE SURVIVING ENTITY IS NOT A DOMESTIC ENTITY OF THE SAME TYPE, ENTER THE PRINCIPAL ADDRESS OF THE SURVIVING ENTITY.
PRINCIPAL ADDRESS OF SURVIVING ENTITY: 1930 Village Center Circle, #3-135
CITY AND STATE: Las Vegas, NV
ZIP CODE: 89134-6245

13. OTHER INFORMATION REQUIRED TO BE STATED IN THE CERTIFICATE OF MERGER BY THE LAWS UNDER WHICH EACH CONSTITUENT OTHER BUSINESS ENTITY IS ORGANIZED. ATTACH ADDITIONAL PAGES, IF NECESSARY.
See the attached single page for Item 13 which is incorporated herein by this reference and made part of this certificate.

14. STATUTORY OR OTHER BASIS UNDER WHICH A FOREIGN OTHER BUSINESS ENTITY IS AUTHORIZED TO EFFECT THE MERGER.
Title 6, Section 18-209 of the Delaware Limited Liability Company Act

15. FUTURE EFFECTIVE DATE, IF ANY
12 - 31 - 2022
(Month) (Day) (Year)

16. ADDITIONAL INFORMATION SET FORTH ON ATTACHED PAGES, IF ANY, IS INCORPORATED HEREIN BY THIS REFERENCE AND MADE PART OF THIS CERTIFICATE.

17. I CERTIFY UNDER PENALTY OF PERJURY UNDER THE LAWS OF THE STATE OF CALIFORNIA THAT THE FOREGOING IS TRUE AND CORRECT OF MY OWN KNOWLEDGE. I DECLARE I AM THE PERSON WHO EXECUTED THIS INSTRUMENT, WHICH EXECUTION IS MY ACT AND DEED.

SIGNATURE OF AUTHORIZED PERSON FOR THE SURVIVING ENTITY 12/15/2022
DATE

Michael A. Merino, Managing Member
TYPE OR PRINT NAME AND TITLE OF AUTHORIZED PERSON

SIGNATURE OF AUTHORIZED PERSON FOR THE SURVIVING ENTITY DATE

TYPE OR PRINT NAME AND TITLE OF AUTHORIZED PERSON

SIGNATURE OF AUTHORIZED PERSON FOR THE DISAPPEARING ENTITY 12/15/2022
DATE

Michael A. Merino, Manager
TYPE OR PRINT NAME AND TITLE OF AUTHORIZED PERSON

SIGNATURE OF AUTHORIZED PERSON FOR THE DISAPPEARING ENTITY DATE

TYPE OR PRINT NAME AND TITLE OF AUTHORIZED PERSON

For an entity that is a business trust, real estate investment trust or an unincorporated association, set forth the provision of law or other basis for the authority of the person signing: _____

Attachment to Certificate of Merger

Item 13 – Certificate of Merger – Nifty Wellness LLC and Encore Wellness, LLC

Nifty Wellness LLC, a Delaware limited liability company (the "Surviving Entity"), hereby:

- (1) agrees that the Surviving Entity may be served in the State of California in a proceeding for the enforcement of an obligation of any constituent entity and in a proceeding to enforce the rights of any holder of a dissenting interest or dissenting shares in a constituent domestic limited liability company or domestic other business entity;
- (2) irrevocably appoints the Secretary of State as its agent for service of process, and its address to which process may be forwarded is:

190 Village Center Circle, #3-135
Las Vegas, NV 89134-6245;
- (3) agrees that the Surviving Entity will promptly pay the holder of any dissenting interest or dissenting share in a constituent domestic limited liability company or domestic other business entity the amount to which that person is entitled under the laws of the State of California.

Delaware

The First State

Page 1

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"ENCORE WELLNESS LLC", A CALIFORNIA CORPORATION,
WITH AND INTO "NIFTY WELLNESS LLC" UNDER THE NAME OF "NIFTY WELLNESS LLC", A LIMITED LIABILITY COMPANY ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE ON THE FIFTEENTH DAY OF DECEMBER, A.D. 2022, AT 5:45 O`CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE THIRTY-FIRST DAY OF DECEMBER, A.D. 2022.




Jeffrey W. Bullock, Secretary of State

7052019 8100M
SR# 20224286170

You may verify this certificate online at corp.delaware.gov/authver.shtml

Authentication: 205114565
Date: 12-16-22

TRADEMARK
REEL: 008151 FRAME: 0626

State of Delaware
Certificate of Merger of a Foreign Limited Liability Company
into a Domestic Limited Liability Company

Pursuant to Title 6, Section 18-209 of the Delaware Limited Liability Company Act.

First: The name of the surviving Limited Liability Company is Nifty Wellness LLC
_____, a Delaware Limited Liability Company.

Second: The name of the Limited Liability Company being merged into this surviving
Limited Liability Company is Encore Wellness, LLC
The jurisdiction in which this Limited Liability Company was formed is California.

Third: The Agreement of Merger has been approved and executed by both Limited
Liability Companies.


Fourth: The name of the surviving Limited Liability Company is _____
Nifty Wellness LLC

Fifth: The executed agreement of merger is on file at _____
1930 Village Center Circle, #3-135, Las Vegas, NV 89134
the principal place of business of the surviving Limited Liability Company.

Sixth: A copy of the agreement of merger will be furnished by the surviving Limited
Liability Company on request, without cost, to any member of the Limited Liability
Company or any person holding an interest in any other business entity which is to merge
or consolidate.

Seventh: The future effective date shall be December 31, 2022.

IN WITNESS WHEREOF, said Limited Liability Company has caused this certificate
to be signed by an authorized person, this 15th day of December, A.D., 2022.

By: 

Authorized Person

Name: Michael A. Merino

Print or Type