

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM848545

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER		
EFFECTIVE DATE:	06/04/2001		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Am-Source, Inc.		06/04/2001	Corporation: RHODE ISLAND
RECEIVING PARTY DATA			
Name:	Am-Source, LLC		
Street Address:	261 Narragansett Park Dr		
City:	Rumford		
State/Country:	RHODE ISLAND		
Postal Code:	02916		
Entity Type:	Limited Liability Company: RHODE ISLAND		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Registration Number:	1359262	FESTIVE OCCASION	
Registration Number:	1495148	ELEGANT TOUCH	
CORRESPONDENCE DATA			
Fax Number:	2124920722		
<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:	212 373-3722		
Email:	rjerry@paulweiss.com, kshmorhun@paulweiss.com, mmcguire@paulweiss.com		
Correspondent Name:	Ruel V Jerry		
Address Line 1:	1285 Avenue of the Americas		
Address Line 2:	Paul Weiss Rifkind Wharton & Garrison LLP		
Address Line 4:	New York, NEW YORK 10019		
ATTORNEY DOCKET NUMBER:	023825-0005		
NAME OF SUBMITTER:	Ruel V Jerry		
SIGNATURE:	/Ruel Jerry/		
DATE SIGNED:	10/25/2023		
Total Attachments: 5			
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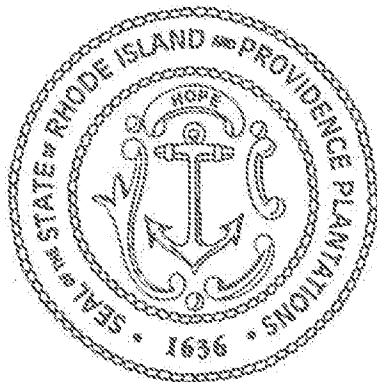
Edward S. Inman, III, Secretary of State

**CERTIFICATE OF MERGER OR CONSOLIDATION
INTO**

AM-SOURCE, LLC

I, EDWARD S. INMAN, III, Secretary of State of the State of Rhode Island and Providence Plantations, hereby certify that duplicate originals of Articles of Merger of **AM-SOURCE, LLC**, a domestic limited liability company and **AM-SOURCE, Inc.**, a domestic corporation, duly signed and verified pursuant to the applicable provisions of the Rhode Island General Laws, 1956, as amended, have been received in this office and are found to conform to law. The affixed is a duplicate original of the Articles of Merger or Consolidation.

WITNESS my hand and the seal of the State of Rhode Island and Providence Plantations this 4th day of June, 2001.



Edward S. Inman, III
Secretary of State

By *Catherine Kellenis*



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

Office of the Secretary of State
Corporations Division
100 North Main Street
Providence, Rhode Island 02903-1335

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CORPORATIONS DIV.
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ARTICLES OF MERGER OR CONSOLIDATION INTO
(To Be Filed in Duplicate Original)

AM-SOURCE, LLC

(Insert full name of surviving or new entity on this line.)

SECTION I: TO BE COMPLETED BY ALL MERGING OR CONSOLIDATING ENTITIES

Pursuant to the applicable provisions of the Rhode Island General Laws, 1956, as amended, the undersigned entities submit the following Articles of [] Merger or [] Consolidation (check one box only) for the purpose of merging or consolidating them into one entity.

a. The name and type (for example, business corporation, non-profit corporation, limited liability company, limited partnership, etc.) of each of the merging or consolidating entities and the states under which each is organized are:

Table with 3 columns: Name of entity, Type of entity, State under which entity is organized. Rows include AM-SOURCE, INC. (Corporation, Rhode Island) and AM-SOURCE, LLC (Limited Liability Company, Rhode Island).

b. The laws of the state under which each entity is organized permit such merger or consolidation.

c. The full name of the surviving or new entity is AM-SOURCE, LLC which is to be governed by the laws of the state of Rhode Island

d. The attached Plan of Merger or Consolidation was duly authorized, approved, and executed by each entity in the manner prescribed by the laws of the state under which each entity is organized. (Attach Plan of Merger or Consolidation)

e. If the surviving entity's name has been amended via the merger, please state the new name:

f. If the surviving or new entity is to be governed by the laws of a state other than Rhode Island, and such surviving or new entity is not qualified to conduct business in the state of Rhode Island, the entity agrees that: it may be served with process in Rhode Island in any proceeding for the enforcement of any obligation of any domestic entity which is a party to the merger or consolidation; it irrevocably appoints the Secretary of State as its agent to accept service of process in any action, suit, or proceeding; and the address to which a copy of such process of service shall be mailed to it by the Secretary of State is:

g. The future effective date (which shall be a date or time certain no more than thirty (30) days after the filing of the Articles of Merger or, in the case of a subsidiary merger, on or after the 30th day after the mailing of a copy of the agreement of merger to the shareholders of the subsidiary corporation) of the merger or consolidation is (if upon filing, so state)

SECTION II: TO BE COMPLETED ONLY IF ONE OR MORE OF THE MERGING OR CONSOLIDATING ENTITIES IS A BUSINESS CORPORATION PURSUANT TO TITLE 7, CHAPTER 1.1 OF THE RHODE ISLAND GENERAL LAWS, AS AMENDED.

a. If one or more of the merging or consolidating entities is a business corporation (except one whose shareholders are not required to approve the agreement under Section 7-1.1-67, or does not require shareholder approval pursuant to the laws of the state under which the corporation is organized, in which event that fact shall be set forth), state below as to each business corporation, the total number of shares outstanding entitled to vote on the Plan of Merger or Consolidation, respectively, and, if the shares

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of any class are entitled to vote on the plan as a class, state below the number of outstanding shares of each class:

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By: [Signature] 2/19/03

Name of Business Corporation	Total Number of Shares Outstanding	Entitled to Vote as a Class	
		Designation of Class	Number of Shares
AM-SOURCE, INC.	120		

b. If one or more of the merging or consolidating entities is a business corporation (except one whose shareholders are not required to approve the agreement under Section 7-1.1-57, or does not require shareholder approval pursuant to the laws of the state under which the corporation is organized, in which event that fact shall be set forth), state below as to each business corporation, the total number of shares voted for and against such plan, respectively, and as to each class entitled to vote thereon as a class, state the number of shares of each class voted for and against the plan, respectively.

Name of Business Corporation	Total Voted For	Total Voted Against	Entitled to Vote as a Class	
			Class	Voted For / Voted Against
AM-SOURCE, INC.	120	---		

c. If the surviving or new entity is to be governed by the laws of a state other than Rhode Island, such surviving or new entity hereby agrees that it will promptly pay to the dissenting shareholders of any domestic entity the amount, if any, to which they shall be entitled under the provisions of Title 7, Chapter 1.1 of the General Laws of Rhode Island, 1956, as amended, with respect to dissenting shareholders.

d. Complete the following subparagraphs i, ii, and iii only if the merging business corporation is a subsidiary corporation of the surviving corporation.

i) The name of the subsidiary corporation is _____

ii) State below the number of outstanding shares of each class of the subsidiary corporation and the number of the shares of each class of the subsidiary corporation owned by the surviving corporation.

Number of Shares Outstanding of the Subsidiary Corporation	Designation of Class	Number of Shares of Subsidiary Corporation Owned by Surviving Corporation	Designation of Class
_____	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____

iii) A copy of the plan of merger was mailed to shareholders of the subsidiary corporation on _____

SECTION III: TO BE COMPLETED ONLY IF ONE OR MORE OF THE MERGING OR CONSOLIDATING ENTITIES IS A NON-PROFIT CORPORATION PURSUANT TO TITLE 7, CHAPTER 6 OF THE RHODE ISLAND GENERAL LAWS, AS AMENDED.

- a. If the members of any merging or consolidating non-profit corporation are entitled to vote thereon, attach a statement for each such non-profit corporation which sets forth the date of the meeting of members at which the Plan of Merger or Consolidation was adopted, that a quorum was present at the meeting, and that the plan received at least a majority of the votes which members present at the meeting or represented by proxy were entitled to cast; OR attach a statement for each such non-profit corporation which states that the plan was adopted by a consent in writing signed by all members entitled to vote with respect thereto.
- b. If any merging or consolidating corporation has no members, or no members entitled to vote thereon, then as to each such non-profit corporation attach a statement which states the date of the meeting of the board of directors at which the plan was adopted, and a statement of the fact that the plan received the vote of a majority of the directors in office.

SECTION IV: TO BE COMPLETED ONLY IF ONE OR MORE OF THE MERGING OR CONSOLIDATING ENTITIES IS A LIMITED PARTNERSHIP PURSUANT TO TITLE 7, CHAPTER 13 OF THE RHODE ISLAND GENERAL LAWS, AS AMENDED

The agreement of merger or consolidation is on file at the place of business of the surviving or resulting domestic limited partnership or other business entity and the address thereof is:

b. A copy of the agreement of merger or consolidation will be furnished by the surviving or resulting domestic limited partnership or other business entity, on request and without cost, to any partner of any domestic limited partnership or any person holding an interest in any other business entity which is to merge or consolidate.

SECTION V: TO BE COMPLETED BY ALL MERGING OR CONSOLIDATING ENTITIES

AM-SOURCE, INC.

Prim Entity Name

By: [Signature] President
Name of person signing Gerald C. Rittenberg Title of person signing

By: [Signature] Secretary
Name of person signing James M. Harrison Title of person signing

STATE OF New York
COUNTY OF Westchester

In Elmford, NY, on this 28th day of February, 2000, before me personally appeared Gerald C. Rittenberg and James M. Harrison who, being duly sworn, declared that he/she is the [Signature] of the above-named entity and that he/she signed the foregoing document as such authorized agent, and that the statements herein contained are true.

[Signature]
Notary Public
My Commission Expires: 23rd day of August 2001
STEPHEN J. STEIN
Notary Public, State of New York
No. 01ST5016715
Qualified in Rockland County
Commission Expires August 23, 2001

AM-SOURCE, LLC

Prim Entity Name

By: [Signature] Authorized Person
Name of person signing James M. Harrison Title of person signing

By: _____ Title of person signing

STATE OF New York
COUNTY OF Westchester

In Elmford, NY, on this 28th day of February, 2000, before me personally appeared James M. Harrison who, being duly sworn, declared that he/she is the [Signature] of the above-named entity and that he/she signed the foregoing document as such authorized agent, and that the statements herein contained are true.

[Signature]
Notary Public
My Commission Expires: 23rd day of August 2001
STEPHEN J. STEIN
Notary Public, State of New York
No. 01ST5016715
Qualified in Rockland County
Commission Expires August 23, 2001

PLAN OF MERGER OF
AM-SOURCE, INC.
INTO
AM-SOURCE, LLC

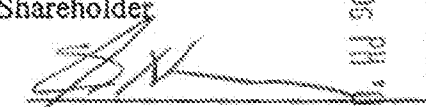
1. The name of the corporation to be merged is AM-SOURCE, INC. (the "Merging Company"), a Rhode Island corporation. The name of the surviving company is AM-SOURCE, LLC, a Rhode Island limited liability company (the "Surviving Company")
2. The Merging Company has outstanding 120 shares of common stock, all of which are owned by Amscan Holdings, Inc. (the "Parent Company"). The Parent Company is also the sole member of the Surviving Company, owning 100% of the membership interests thereof.
3. The terms and conditions of the merger are as follows:

All of the shares of common stock of Merging Company outstanding on the effective date of the merger shall be canceled and the separate existence of the Merging Company shall cease and all the property, real and personal, rights, privileges, immunities, powers, purposes, franchises and every other asset of the Merging Company shall be transferred to, vest in and devolve upon the Surviving Company, without further act or deed and all the interests of the Merging Company shall be as effectively the property of the Surviving Company as they were of the Merging Company and all debts, liabilities and duties of the Merging Company shall attach to the Surviving Company and may be enforced against it to the same extent as if such debts, liabilities and duties have been incurred or contracted by it.

Dated: February 28, 2000

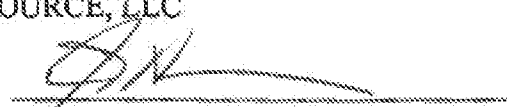
AM-SOURCE, INC.

By: AMSCAN HOLDINGS, INC.,
Sole Shareholder

By: 
James M. Harrison, President

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AM-SOURCE, LLC

By: 
James M. Harrison, Authorized Person

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