

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM852695

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	10/28/2023
SEQUENCE:	2

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
THRIFT ACQUISITION, INC.		10/25/2023	Corporation: DELAWARE

RECEIVING PARTY DATA

Name:	TVI, INC.
Street Address:	11400 SE 6th St, #220
City:	Bellevue
State/Country:	WASHINGTON
Postal Code:	98004
Entity Type:	Corporation: WASHINGTON

PROPERTY NUMBERS Total: 3

Property Type	Number	Word Mark
Registration Number:	3424118	2ND AVE.
Registration Number:	6708026	2ND AVE YOUR THRIFT SUPERSTORE
Serial Number:	97937354	2A THRIFT SUPERSTORE

CORRESPONDENCE DATA

Fax Number: 2063599000

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: 206-359-8000

Email: pctrademarks@perkinscoie.com

Correspondent Name: Grace Han Stanton, Perkins Coie LLP

Address Line 1: 1201 Third Avenue, Suite 4900

Address Line 4: Seattle, WASHINGTON 98101

ATTORNEY DOCKET NUMBER:	125177-4038.US01
NAME OF SUBMITTER:	Grace Han Stanton, WA Attorney (28588)
SIGNATURE:	/Grace Han Stanton/
DATE SIGNED:	11/10/2023
Total Attachments: 7	

OP \$90.00 3424118

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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:

"THRIFT ACQUISITION, INC.", A DELAWARE CORPORATION, WITH AND INTO "TVI, INC." UNDER THE NAME OF "TVI, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF WASHINGTON, AS RECEIVED AND FILED IN THIS OFFICE ON THE TWENTY-SIXTH DAY OF OCTOBER, A.D. 2023, AT 8:07 O`CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE TWENTY-EIGHTH DAY OF OCTOBER, A.D. 2023 AT 11:55 O`CLOCK P.M.




Jeffrey W. Bullock, Secretary of State

7602332 8100M
SR# 20233819161

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

Authentication: 204459249
Date: 10-26-23

TRADEMARK
REEL: 008255 FRAME: 0687

**CERTIFICATE OF MERGER
OF
THRIFT ACQUISITION, INC.
INTO
TVI, INC.**

The undersigned corporation, organized and existing under and by virtue of the Delaware General Corporation Law, does hereby certify as follows:

1. The name and jurisdiction of incorporation of each of the business entities which is to merge is as follows:

Name	Jurisdiction of Incorporation
Thrift Acquisition, Inc.	Delaware
TVI, Inc.	Washington

2. An Agreement and Plan of Merger has been approved, adopted, certified, executed and acknowledged by each of the business entities which is to merge in accordance with Section 252 of the Delaware General Corporation Law.

3. The name of the surviving business entity is TVI, Inc.

4. The certificate of incorporation of the surviving corporation shall be its certificate of incorporation.

5. The future effective time and date of the merger is 11:55 p.m. Eastern Daylight Time, October 28, 2023.

6. The Agreement and Plan of Merger is on file at the principal place of business of the surviving business entity located at 11400 SE 6th St # 220, Bellevue, WA 98004.

7. The Agreement and Plan of Merger having been adopted without a vote of stockholders pursuant to the first sentence of Section 251(f) of the Delaware General Corporation Law, it is hereby certified that the conditions specified by that sentence have been satisfied.

8. A copy of the Agreement and Plan of Merger will be furnished by the surviving business entity, on request and without cost, to any stockholder of the constituent corporations.

9. The non-surviving corporation may be served with process in the State of Delaware in any action, suit or proceeding for enforcement of any obligation of the non-surviving corporation arising while it was a corporation of the State of Delaware, and that it

irrevocably appoints the Secretary of State as its agent to accept service of process in any such action, suit or proceeding.

10. The address to which a copy of the process referred to in paragraph 9 shall be mailed by the Secretary of State is:

11400 SE 6th St # 220, Bellevue, WA 98004

[Signature Page Follows]

IN WITNESS WHEREOF, the undersigned has signed his name and affirmed that this instrument is the act and deed of the corporation and that the statements herein are true, under penalties of perjury, this 25th day of October, 2023.

TVI, INC.
a Washington corporation

DocuSigned by:
Mark Walsh
By: _____
Name: Mark Walsh
Title: Chief Executive Officer

Signature Page to Certificate of Merger (Thrift Aq.)

TRADEMARK
REEL: 008255 FRAME: 0690

UNITED STATES OF AMERICA

The State of



Washington

Secretary of State

CERTIFICATE OF MERGER

I, **STEVE R. HOBBS**, 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 below listed "Merging Entity/Entities" into:

TVI, INC.

WA PROFIT CORPORATION

UBI: 600 534 604

Effective Date: 10/28/2023

Filing Date: 10/26/2023

Merging Entities:

NOT QUALIFIED IN WA THRIFT ACQUISITION, INC.



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

Steve R. Hobbs, Secretary of State

Date Issued: 10/26/2023

TRADEMARK

REEL: 008255 FRAME: 0691

ARTICLES OF MERGER

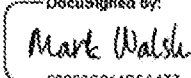
**TVI, INC.
and
THRIFT ACQUISITION, INC.**

Pursuant to RCW 23B.11.090, the following Articles of Merger are executed for the purpose of merging Thrift Acquisition, Inc., a Delaware corporation (the "*Disappearing Entity*"), into TVI, Inc., a Washington corporation (the "*Surviving Entity*").

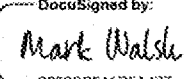
1. The Agreement and Plan of Merger was duly approved by the board of directors of the Disappearing Entity pursuant to the applicable laws of the State of Delaware as required by RCW 23B.11.070.
2. Approval of the Agreement and Plan of Merger by the shareholders of the Surviving Corporation was not required pursuant to RCW 23B.11.030(7).
3. The merger shall be effective at 8:55 p.m. Pacific Daylight Time on October 28, 2023.

Dated: October 25, 2023

TVI, INC.
a Washington corporation

DocuSigned by:

 By: _____
 Name: Mark Walsh
 Title: Chief Executive Officer

THRIFT ACQUISITION, INC.
a Delaware corporation

DocuSigned by:

 By: _____
 Name: Mark Walsh
 Title: Chief Executive Officer



WASHINGTON
Secretary of State
Corporations & Charities Division

Corporations and Charities Division

Physical/Overnight address:

801 Capitol Way S
Olympia, WA 98501-1226

Mailing address:

PO Box 40234
Olympia, WA 98504-0234
Tel: 360.725.0377

sos.wa.gov/corps

10/26/2023

TVI, INC.
CORPORATE CREATIONS NETWORK INC.
707 W. MAIN AVENUE #B1
SPOKANE WA 99201

UBI Number: 600 534 604
Business Name: TVI, INC.

Greetings CORPORATE CREATIONS NETWORK INC.,

Thank you for your recent submission. This letter is to confirm that the following documents have been received and successfully filed:

MERGER

You can view and download your filed document(s) for no charge at our website, www.sos.wa.gov/ccfs

To file online, request certified copies and certificates, conduct searches, subscribe to corporation and/or charities and receive filing status updates, please create a user account at www.sos.wa.gov/ccfs If you already have an account created, simply sign in to access these features.

If you have questions, need assistance, or would like to provide feedback, please visit the Corporations Division website at www.sos.wa.gov/corps email corps@sos.wa.gov or call 360-725-0377.

Sincerely,
Washington Secretary of State
Corporations and Charities Division
corps@sos.wa.gov