

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
 Stylesheet Version v1.2

ETAS ID: TM866130

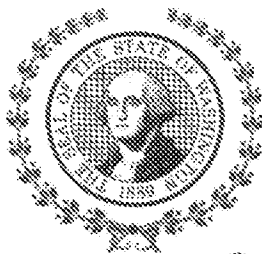
<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	MERGER AND CHANGE OF NAME		
<b>EFFECTIVE DATE:</b>	03/31/2018		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Totally Chocolate, LLC		03/31/2018	Limited Liability Company: WASHINGTON
<b>NEWLY MERGED ENTITY DATA</b>			
<b>Name</b>	<b>Execution Date</b>	<b>Entity Type</b>	
Totally Chocolate Inc.	03/31/2018	Corporation: WASHINGTON	
<b>MERGED ENTITY'S NEW NAME (RECEIVING PARTY)</b>			
<b>Name:</b>	Totally Chocolate Inc.		
<b>Street Address:</b>	2025 Sweet Road		
<b>City:</b>	Blaine		
<b>State/Country:</b>	WASHINGTON		
<b>Postal Code:</b>	98230		
<b>Entity Type:</b>	Corporation: WASHINGTON		
<b>PROPERTY NUMBERS Total: 2</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	2561752	TOTALLY CHOCOLATE	
<b>Registration Number:</b>	5762220	TOTALLY CHOCOLATE	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>			
<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>Phone:</b>	2066828100		
<b>Email:</b>	efiling@cojk.com		
<b>Correspondent Name:</b>	Frances M. Jagla		
<b>Address Line 1:</b>	1201 Third Avenue, Suite 3600		
<b>Address Line 2:</b>	Christensen O'Connor Johnson Kindness		
<b>Address Line 4:</b>	Seattle, WASHINGTON 98101		
<b>ATTORNEY DOCKET NUMBER:</b>	3777-G005		
<b>NAME OF SUBMITTER:</b>	Frances M. Jagla		

OP \$65.00 2561752

<b>SIGNATURE:</b>	/FMJagla/
<b>DATE SIGNED:</b>	01/05/2024
<b>Total Attachments: 7</b> source=Totally Chocolate Inc - WA Certificate of Merger and Related Documents FILED Mar 31 2018 (E2567268)#page1.tif source=Totally Chocolate Inc - WA Certificate of Merger and Related Documents FILED Mar 31 2018 (E2567268)#page2.tif source=Totally Chocolate Inc - WA Certificate of Merger and Related Documents FILED Mar 31 2018 (E2567268)#page3.tif source=Totally Chocolate Inc - WA Certificate of Merger and Related Documents FILED Mar 31 2018 (E2567268)#page4.tif source=Totally Chocolate Inc - WA Certificate of Merger and Related Documents FILED Mar 31 2018 (E2567268)#page5.tif source=Totally Chocolate Inc - WA Certificate of Merger and Related Documents FILED Mar 31 2018 (E2567268)#page6.tif source=Totally Chocolate Inc - WA Certificate of Merger and Related Documents FILED Mar 31 2018 (E2567268)#page7.tif	

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 below listed "Merging Entity/Entities" into:

### TOTALLY CHOCOLATE INC.

WA PROFIT CORPORATION

UBI: 603 566 717

Effective Date: 03/31/2018

Filing Date: 03/29/2018

Merging Entities:

601 675 770

TOTALLY CHOCOLATE, LLC, WA LIMITED LIABILITY COMPANY



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

Kim Wyman, Secretary of State

Date Issued: 03/29/2018

TRADEMARK

REEL: 008309 FRAME: 0648

ARTICLES OF MERGER  
OF  
TOTALLY CHOCOLATE, LLC  
WITH AND INTO  
GANACHE TC INC.

Pursuant to RCW 25.15.416 and RCW 23B.11.080, the undersigned submit the following Articles of Merger for filing for the purpose of merging TOTALLY CHOCOLATE, LLC, a Washington limited liability company ("TC"), with and into GANACHE TC INC., a Washington corporation (the "Surviving Company").

1. The Plan of Merger for the merger of TC with and into the Surviving Company is attached hereto as Exhibit A and incorporated herein by this reference (the "Plan of Merger").

2. The merger of TC with and into the Surviving Company was duly approved by the Surviving Company, as the sole member of TC, and the sole shareholder of the Surviving Company pursuant to RCW 25.15.421 and RCW 23B.11.030, respectively.

3. Pursuant to the Plan of Merger, the Articles of Incorporation of the Surviving Company are amended as follows:

Article I of the Articles of Incorporation is deleted in its entirety and replaced with the following:

ARTICLE I.

Name

The name of this corporation shall be "TOTALLY CHOCOLATE INC."  
(the "Corporation").

4. The merger of TC with and into the Surviving Company is effective as of March 31, 2018.

[SIGNATURE PAGE FOLLOWS]

IN WITNESS WHEREOF, the undersigned have executed these Articles of Merger on  
March 29, 2018.

TOTALLY CHOCOLATE, LLC,  
a Washington limited liability company

By Derek Senft  
Name: Derek Senft  
Title: Secretary-Treasurer of its sole  
managing member, Ganache TC Inc.

GANACHE TC INC.,  
a Washington corporation

By Derek Senft  
Name: Derek Senft  
Title: Secretary-Treasurer

**EXHIBIT A**  
**Plan of Merger**

Work Order #: 2018032000151428 - 1

Received Date: 03/29/2018

Cost: \$140.00

PLAN OF MERGER OF  
TOTALLY CHOCOLATE, LLC  
WITH AND INTO  
GANACHE TC INC.

THIS PLAN OF MERGER is made and entered into by and between TOTALLY CHOCOLATE, LLC, a Washington limited liability company ("TC"), and GANACHE TC INC., a Washington corporation (the "Surviving Company").

RECITALS

A. TC is a limited liability company organized and existing under the laws of the State of Washington.

B. The Surviving Company is a corporation organized and existing under the laws of the State of Washington.

C. The Surviving Company is the sole member of TC.

D. The Surviving Company, as the sole member of TC, and the board of directors and sole shareholder of the Surviving Company, respectively, deem it advisable for TC to be merged with and into the Surviving Company.

NOW, THEREFORE, in consideration of the mutual covenants and agreements contained herein, TC and the Surviving Company hereby agree to the following Plan of Merger:

1. TC will merge with and into the Surviving Company. The Surviving Company will be the surviving company in such merger.

2. The effective date of the merger shall be March 31, 2018, subject to the filing of Articles of Merger with the Secretary of State of the State of Washington. Upon the effective date of the merger, the separate existence of TC shall cease to exist; title to all real estate and other property owned by TC or the Surviving Company shall be vested in the Surviving Company without reservation or impairment; and the Surviving Company shall have all liabilities of TC and the Surviving Company. A proceeding pending against TC or the Surviving Company may be continued as if the merger did not occur or the Surviving Company may be substituted in the proceeding for TC.

3. The Surviving Company is the sole member of TC. Upon the merger of TC with and into the Surviving Company, all membership interests of TC shall be cancelled.

4. The Articles of Incorporation of the Surviving Company in effect immediately prior the merger shall constitute the Articles of Incorporation of the Surviving Company, subject to the following amendment to be effective upon the merger:

Article I of the Articles of Incorporation is deleted in its entirety and replaced with the following:

ARTICLE I.

Name

The name of this corporation shall be "TOTALLY CHOCOLATE INC."  
(the "Corporation").

5. The Bylaws of the Surviving Company in effect immediately prior to the merger shall constitute the Bylaws of the Surviving Company.

6. The directors and officers of the Surviving Company as of the effective date of the merger shall be the directors and officers of the Surviving Company until their respective successors are duly elected or appointed and qualified.

7. This Plan of Merger was duly adopted and approved by the Surviving Company, as the sole member of TC, and the board of directors and sole shareholder of the Surviving Company, respectively, in each case by unanimous written consent dated March 29, 2018 in the manner required by the laws of the State of Washington.

[SIGNATURE PAGE FOLLOWS]



IN WITNESS WHEREOF, the undersigned have executed this Plan of Merger on  
March 29, 2018.

TOTALLY CHOCOLATE, LLC,  
a Washington limited liability company

By Derek Senft  
Name: Derek Senft  
Title: Secretary-Treasurer of its sole  
managing member, Ganache TC Inc.

GANACHE TC INC.,  
a Washington corporation

By Derek Senft  
Name: Derek Senft  
Title: Secretary-Treasurer