

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

Assignment ID: TMI31224

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	MERGER		
<b>EFFECTIVE DATE:</b>	12/31/2023		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Vivid Holdings, Inc.		12/19/2023	Corporation: NEW YORK
Jaftex Corporation	FORMERLY Jacob A. Fortunoff, Inc.	12/19/2023	Corporation: NEW YORK
<b>RECEIVING PARTY DATA</b>			
<b>Company Name:</b>	Jaftex Corporation		
<b>Street Address:</b>	49 W. 37th Street		
<b>City:</b>	New York		
<b>State/Country:</b>	NEW YORK		
<b>Postal Code:</b>	10018		
<b>Entity Type:</b>	Corporation: NEW YORK		
<b>PROPERTY NUMBERS Total: 3</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	7230850	KAFFE FASSETT	
<b>Registration Number:</b>	2586267	FREESPIRIT	
<b>Registration Number:</b>	7192787	FREESPIRIT	
<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>	2122942684		
<b>Email:</b>	mnocera@winston.com,trademarkny@winston.com		
<b>Correspondent Name:</b>	Ms. Melissa Nocera		
<b>Address Line 1:</b>	Winston & Strawn LLP		
<b>Address Line 2:</b>	200 Park Avenue		
<b>Address Line 4:</b>	New York, NEW YORK 10166		
<b>ATTORNEY DOCKET NUMBER:</b>	88051.1		
<b>NAME OF SUBMITTER:</b>	MELISSA NOCERA		
<b>SIGNATURE:</b>	MELISSA NOCERA		
<b>DATE SIGNED:</b>	02/23/2024		

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**Total Attachments: 4**

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source=NY Vivid Holdings to JafTex Merger\_Redacted#page3.tif

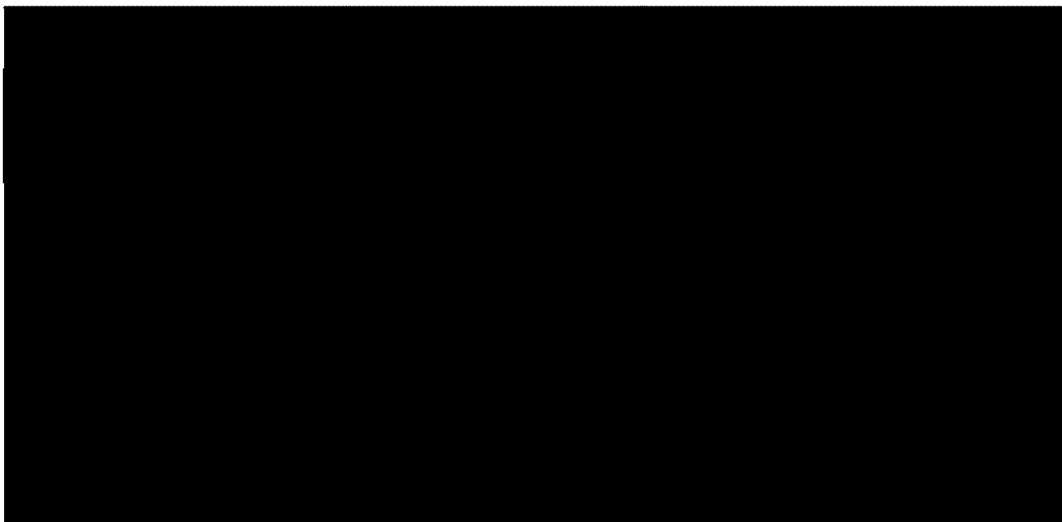
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**CERTIFICATE OF MERGER OF  
VIVID HOLDINGS, INC. AND JAFTEX CORPORATION  
INTO  
JAFTEX CORPORATION**

Under Section 904 of the Business Corporation Law

Pursuant to Section 904 of the New York Business Corporation Law (the "NYBCL"), each of the undersigned hereby certify on behalf of the constituent corporations named herein, as follows:

1. The name of each constituent corporation is as follows:
  - (a) Vivid Holdings, Inc., a New York corporation.
  - (b) JafTex Corporation, a New York corporation. The name under which JafTex Corporation was originally formed is "Jacob A. Fortunoff, Inc."
2. The name of the surviving corporation is JafTex Corporation, a New York corporation (the "**Surviving Corporation**").
3. As each constituent corporation, the designation and number of outstanding shares of each class and series and the voting rights thereof as follows:



4. The certificate of incorporation of the Surviving Corporation, as in effect immediately prior to the effective date of the merger, shall be the certificate of incorporation of the Surviving Corporation upon the effective date of the merger, without any amendments or changes.
5. The date when the certificate of incorporation of each constituent corporation was filed by the Department of State is as follows:

Americas/Active:19413102.2

Filed with the NYS Department of State on 12/19/2023  
Filing Number: 231220000175 DOS ID: 3

**TRADEMARK**  
**REEL: 008352 FRAME: 0876**

Name of Corporation	Date of Incorporation
Jaftex Corporation	August 25, 1930
Vivid Holdings, Inc.	February 20, 2018

6. The merger was authorized with respect to Vivid Holdings, Inc. in the following manner: An agreement and plan of merger was adopted by the board of directors of Vivid Holdings, Inc. by unanimous written consent of the board of directors in lieu of a meeting on December 19, 2023. The board submitted the agreement and plan of merger to a vote of shareholders. The plan was adopted by unanimous written consent in lieu of a meeting of the shareholders entitled to vote thereon.

7. The merger was authorized with respect to Jaftex Corporation in the following manner: An agreement and plan of merger was adopted by the board of directors of Jaftex Corporation by unanimous written consent of the board of directors in lieu of a meeting on December 19, 2023. The board submitted the agreement and plan of merger to a vote of shareholders. The plan was adopted by unanimous written consent in lieu of a meeting of the shareholders entitled to vote thereon.

8. The effective date of the merger is December 31, 2023.

9. The merger agreement is on file at the Surviving Corporation's place of business, located at 49 West 37<sup>th</sup> St., New York, NY 100018.

IN WITNESS WHEREOF, the undersigned have executed and signed this certificate this 19th day of December, 2023.

VIVID HOLDINGS, INC.

By Greg Fortunoff  
Name: Greg Fortunoff  
Title: Chief Operating Officer

JAFTEX CORPORATION

By Greg Fortunoff  
Name: Greg Fortunoff  
Title: Chief Operating Officer

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**CERTIFICATE OF MERGER OF  
VIVID HOLDINGS, INC. AND JAFTEX CORPORATION  
INTO  
JAFTEX CORPORATION**

Under Section 904 of the Business Corporation Law

Filer's Name and Mailing Address:

Benjamin Bevilacqua  
*(Name)*

Winston & Strawn LLP  
*(Company, if Applicable)*

200 Park Avenue  
*(Mailing address)*

New York, NY 10166  
*(City, State and ZIP code)*

DRAWDOWN 15283935LP  
CST REF:|