

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

Assignment ID: TM162385

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	MERGER AND CHANGE OF NAME		
<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>
Bubble Bath Properties-Guilbeau LLC		12/07/2023	Limited Liability Company: OKLAHOMA
<b>NEWLY MERGED ENTITY DATA</b>			
<b>Name</b>	<b>Execution Date</b>	<b>Entity Type</b>	
BBCW Holdings, LLC	12/31/2023	Limited Liability Company: OKLAHOMA	
<b>MERGED ENTITY'S NEW NAME (RECEIVING PARTY)</b>			
<b>Company Name:</b>	BBCW Holdings, LLC		
<b>Street Address:</b>	4705 S. 129th E. Avenue		
<b>Internal Address:</b>	Suite 1100		
<b>City:</b>	Tulsa		
<b>State/Country:</b>	OKLAHOMA		
<b>Postal Code:</b>	74134		
<b>Entity Type:</b>	Limited Liability Company: OKLAHOMA		
<b>PROPERTY NUMBERS Total: 1</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	6423830	THE BUBBLE BATH CARWASH	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	9185743107		
<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>	9185743007		
<b>Email:</b>	rachel.blue@mcafeetaft.com		
<b>Correspondent Name:</b>	Rachel Blue		
<b>Address Line 1:</b>	2 W. 2nd St.		
<b>Address Line 2:</b>	Suite 1100		
<b>Address Line 4:</b>	Tulsa, OKLAHOMA 74103		
<b>ATTORNEY DOCKET NUMBER:</b>	677.00125		
<b>NAME OF SUBMITTER:</b>	Rachel Blue		

CH \$40.00.00 90159443

<b>SIGNATURE:</b>	Rachel Blue
<b>DATE SIGNED:</b>	02/29/2024
<b>Total Attachments: 7</b> source=623 Parent-Subsidiary Certificate of Merger-signed#page1.tif source=623 Parent-Subsidiary Certificate of Merger-signed#page2.tif source=623 Parent-Subsidiary Certificate of Merger-signed#page3.tif source=623 Parent-Subsidiary Certificate of Merger-signed#page4.tif source=623 Parent-Subsidiary Certificate of Merger-signed#page5.tif source=623 Parent-Subsidiary Certificate of Merger-signed#page6.tif source=623 Parent-Subsidiary Certificate of Merger-signed#page7.tif	

**Payment Form**  
(Revised 06/23)



Date of Receipt (for office use).

Please select requested processing:

- Expedited Handling** – Fee is \$25 per corporate document/\$10 for copies/\$15 for UCC  
(NOT available for Apostille or Authentication Services, Service of Process, Notary Applications, Trademark Applications, or Regulated Occupation Applications)
- Regular Handling**

**This payment is for:**

- Authentication/Apostille Service
- Copies
- Corporate Document
- Notary Application
- Regulated Occupation Application
- Service of Process
- Trademark Application
- UCC
- Other \_\_\_\_\_

**SUBMITTER INFORMATION:**

Complete all information for the person/company submitting the document to the Office. Corporate documents only: submitter will receive a file stamped copy of the filed document if it is submitted in duplicate.

Submitter Name: MarshallJ.Wells

Street: POBox 3475

City/State/Zip: Tulsa,OK 74101

Phone: 918-615-7209 Fax: 918-994-3594

Email Address (required for expedited handling): ksnow@quiktrip.com

**DOCUMENT FILING INFORMATION:**

Complete all information regarding the document that is being submitted to the Office.

Entity or applicant name listed on document: BBCW Holdings,LLC

Entity File # (if applicable): 804810787

Type of Document: Parent-SubsidiarCertificateof Merger

Number of Pages: 6

**PAYMENT INFORMATION:**

Check the box with your method of payment. Include the necessary information.

**Check/Money Order Enclosed** | Check/Money Order Number: \_\_\_\_\_

**Client Account:** For instructions on how to create or fund a client account, visit <https://www.sos.state.tx.us/modernization.shtml>

Account #: 963430166

Name on Account: QuikTrip Corporation

**LegalEase**

Account #: 500679 - - -

Client Reference #: \_\_\_\_\_

**Form 623  
(Revised 12/15)**

Return in duplicate to:  
Secretary of State  
P.O. Box 13697  
Austin, TX 78711-3697  
512 463-5555  
FAX: 512 463-5709  
**Filing Fee: see instructions**



This space reserved for office use.

**Parent-Subsidiary  
Certificate of Merger  
Business Organizations Code**

**Parties to the Merger**

Pursuant to chapter 10 of the Texas Business Organizations Code, and the title applicable to each domestic filing entity identified below, the undersigned parties submit this certificate of merger.

The name, organizational form, and state of incorporation or organization, and file number, if any, issued by the secretary of state for the parent and subsidiary organization(s) are as follows:

Parent

**BBCW Holdings, LLC**

Name of Organization

The organization is limited liability company It is organized under the laws of  
Specify organizational form (e.g., for-profit corporation)

a Texas United States The file number, if any, is 804810787  
State Country Texas Secretary of State file number

If not a domestic entity, its registered or principal office address in its jurisdiction of formation is:

N/A  
Street Address City State Country

Subsidiary 1

\*\*\*\*See attached list of Subsidiaries #1-14\*\*\*\*

Name of Organization

The organization is a: limited liability company It is organized under the laws of:  
Specify organizational form (e.g., for-profit corporation)

Texas United States The file number, if any, is \*\*\*\*See attached list of Subsidiaries #1-14\*\*\*\*  
State Country Texas Secretary of State file number

If not a domestic entity, its registered or principal office address in its jurisdiction of formation is:

N/A  
Street Address City State Country

The number of outstanding ownership interests of each class or series and the number and percentage of ownership interests of each class or series owned by the parent organization are as follows:

Number of ownership interests outstanding	Class	Series	Number owned by parent	Percentage Owned
			<b>100%</b>	<b>100%</b>

The organization will survive the merger.  The organization will not survive the merger.

Subsidiary 2

Name of Organization

The organization is a: \_\_\_\_\_ It is organized under the laws of:  
Specify organizational form (e.g., for-profit corporation)

State Country Texas Secretary of State file number

If not a domestic entity, its registered or principal office address in its jurisdiction of formation is:

Street Address City State Country

The number of outstanding ownership interests of each class or series and the number and percentage of ownership interests of each class or series owned by the parent organization are as follows:

Number of ownership interests outstanding Class Series Number owned by parent Percentage Owned

[ ] The organization will survive the merger. [ ] The organization will not survive the merger.

Subsidiary 3

Name of Organization

The organization is a: It is organized under the laws of:

Specify organizational form (e.g., for-profit corporation)

The file number, if any, is:

State Country Texas Secretary of State file number

If not a domestic entity, its registered or principal office address in its jurisdiction of formation is:

Street Address City State Country

The number of outstanding ownership interests of each class or series and the number and percentage of ownership interests of each class or series owned by the parent organization are as follows:

Number of ownership interests outstanding Class Series Number owned by parent Percentage Owned

[ ] The organization will survive the merger. [ ] The organization will not survive the merger.

Resolution of Merger

[X] A copy of the resolution of merger is attached.

The attached resolution was adopted and approved by the governing authority of the parent organization as required by the laws of its jurisdiction of formation and by its governing documents.

The resolution was adopted by the parent organization on 12/7/2023

mm/dd/yyyy

Organizations Created by Merger

The name, jurisdiction of organization, principal place of business address, and entity description of each entity or other organization to be created pursuant to the resolution of merger are set forth below. The certificate of formation of each new domestic filing entity to be created is being filed with this certificate of merger.

N/A

Name of New Organization 1 Jurisdiction Entity Type (See instructions)

Principal Place of Business Address City State Zip Code

Name of New Organization 2 Jurisdiction Entity Type (See instructions)

Principal Place of Business Address City State Zip Code

Name of New Organization 3 Jurisdiction Entity Type (See instructions)

Principal Place of Business Address City State Zip

**Effectiveness of Filing** (Select either A, B, or C.)

A.  This document becomes effective when the document is accepted and filed by the secretary of state.

B.  This document becomes effective at a later date, which is not more than ninety (90) days from the date of signing. The delayed effective date is: December 31, 2023

C.  This document takes effect on the occurrence of the future event or fact, other than the passage of time. The 90<sup>th</sup> day after the date of signing is: \_\_\_\_\_

The following event or fact will cause the document to take effect in the manner described below:

Text Area

**Tax Certificate**

Attached hereto is a certificate from the comptroller of public accounts that all taxes under title 2, Tax Code, have been paid by the non-surviving filing entity.

In lieu of providing the tax certificate, one or more of the surviving, acquiring or newly created organizations will be liable for the payment of the required franchise taxes.

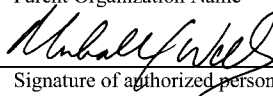
**Execution**

The undersigned signs this document subject to the penalties imposed by law for the submission of a materially false or fraudulent instrument. The undersigned certifies that the statements contained herein are true and correct, and that the person signing is authorized under the provisions of the Business Organizations Code, or other law applicable to and governing the parent organization, to execute the filing instrument.

Date: December 8, 2023

**BBCW Holdings, LLC**

Parent Organization Name



Signature of authorized person (see instructions)

**Marshall J. Wells, Secretary**

Printed or typed name of authorized person

Attachment to: Parent-Subsidiary Certificate of Merger (Form 623)

BBCW Holdings, LLC – Parent Organization

Subsidiaries #1-14

	Name of Organization	TX SOS File #
1	Bubble Bath Operations, LLC	801480339
2	Bubble Bath Properties, LLC	801480335
3	Bubble Bath Operations--Ada, LLC	802486346
4	Bubble Bath Properties--Ada, LLC	802269095
5	Bubble Bath Operations - Austin Highway, LLC	801918461
6	Bubble Bath Properties - Austin Highway, LLC	801789886
7	Bubble Bath Operations- Culebra LLC	803294341
8	Bubble Bath Properties - Culebra LLC	803290470
9	Bubble Bath Operations--Fred, LLC	802527266
10	Bubble Bath Properties--Fred, LLC	802414608
11	Bubble Bath Properties - Guilbeau LLC	804137092
12	J.L. Carwash Investments, L.L.C.	800627898
13	The Bubble Bath Car Wash, L.L.C.	801009825
14	Bubble Bath Properties - Guilbeau II, LLC	804987081

CERTIFIED COPY OF ACTION

I, Marshall J. Wells, the duly elected and acting Secretary of QT QuikWash, LLC, an Oklahoma limited liability company, Manager of BBCW Holdings, LLC, do hereby certify that the following Action was duly and regularly adopted by QT QuikWash, LLC on December 7, 2023, and that such Action has not been amended, modified or revoked in any respect, to-wit:

ACTIONS OF THE MANAGER OF BBCW HOLDINGS, LLC  
MERGER

WHEREAS, pursuant to the Amended and Restated Company Agreement, as amended, of BBCW Holdings, LLC (the "Company"), and at the request and approval of the Rollover Member, the undersigned, as Manager of the Company (the "Manager"), has determined that the subsidiaries of the Company will merge with the Company;

RESOLVED THEREFORE, the Company is the parent organization.

RESOLVED THEREFORE, the subsidiaries of the Company to be merged are:

Entity	Date of Formation	TX Filing #
Bubble Bath Operations, LLC	9/15/2011	801480339
Bubble Bath Properties, LLC	9/15/2011	801480335
Bubble Bath Operations--Ada, LLC	6/17/2016	802486346
Bubble Bath Properties--Ada, LLC	8/3/2015	802269095
Bubble Bath Operations - Austin Highway, LLC	1/21/2014	801918461
Bubble Bath Properties - Austin Highway, LLC	5/24/2013	801789886
Bubble Bath Operations- Culebra LLC	4/9/2019	803294341
Bubble Bath Properties - Culebra LLC	4/5/2019	803290470
Bubble Bath Operations--Fred, LLC	8/15/2016	802527266
Bubble Bath Properties--Fred, LLC	3/11/2016	802414608
Bubble Bath Properties - Guilbeau LLC	7/3/2021	804137092
J.L. Carwash Investments, L.L.C.	3/16/2006	800627898
The Bubble Bath Car Wash, L.L.C.	7/28/2008	801009825
Bubble Bath Properties - Guilbeau II, LLC	3/24/2023	804987081

FURTHER RESOLVED, the Company owns 100% interest in each of the above subsidiaries.

FURTHER RESOLVED, that these subsidiaries shall merge with the Company as the parent organization. The Company will survive the merge. The subsidiaries will not survive the merge.

FURTHER RESOLVED, all intellectual property owned by any of the subsidiaries, the goodwill associated therewith and the right to sue for past infringement, if any there may be, are assigned to the Company, including the trademark THE BUBBLE BATH CARWASH and design, and the U.S. Trademark Registration therefor, Reg. No. 6423830.

FURTHER RESOLVED, the Company, as the parent organization surviving the merge, will be liable for the payment of any required franchise taxes of the subsidiaries.

FURTHER RESOLVED, the effective date of the merge shall be December 31, 2023.




FURTHER RESOLVED THEREFORE, that the officers of the Manager of the Company shall have the power and authority to effect the merger.

The authorizations set forth in these Actions shall remain in full force and effect until revoked or modified by action of the Manager of the Company.

Given under my hand and seal of office this 7<sup>th</sup> day of December, 2023.



QT QuikWash, LLC  
an Oklahoma limited liability company

By:   
Marshall J. Wells  
Secretary