

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

Assignment ID: TMI110785


<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	MERGER AND CHANGE OF NAME		
<b>EFFECTIVE DATE:</b>	02/07/2024		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Bella Luna Toys		02/07/2024	Corporation: MAINE
<b>NEWLY MERGED ENTITY DATA</b>			
<b>Name</b>	<b>Execution Date</b>	<b>Entity Type</b>	
Habermaass Corporation, Inc.	02/07/2024	Corporation: DELAWARE	
<b>MERGED ENTITY'S NEW NAME (RECEIVING PARTY)</b>			
<b>Company Name:</b>	Habermaass Corporation, Inc.		
<b>Street Address:</b>	4407 Jordan Road		
<b>City:</b>	Skaneateles		
<b>State/Country:</b>	NEW YORK		
<b>Postal Code:</b>	13152		
<b>Entity Type:</b>	Corporation: DELAWARE		
<b>PROPERTY NUMBERS Total: 4</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	3082793	OOMPATOYS	
<b>Registration Number:</b>	3825156	BELLA LUNA TOYS	
<b>Registration Number:</b>	3824463	BELLA LUNA	
<b>Registration Number:</b>	7263610	BELLA LUNA	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	2166960740		
<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>	2125890100		
<b>Email:</b>	bhipdocket@bakerlaw.com		
<b>Correspondent Name:</b>	Megan A Mischler		
<b>Address Line 1:</b>	45 Rockefeller Plaza		
<b>Address Line 4:</b>	New York, NEW YORK 10111-0100		
<b>ATTORNEY DOCKET NUMBER:</b>	122612.555555		

CH \$115.00.00 78625976

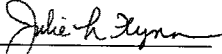
<b>NAME OF SUBMITTER:</b>	NAIMI SAMAD
<b>SIGNATURE:</b>	NAIMI SAMAD
<b>DATE SIGNED:</b>	03/21/2024
<b>Total Attachments: 7</b> source=1050_Habermaass_Merger_3_20_24#page1.tif source=HABERMAASS CORPORATION INC._DE#page1.tif source=1050_Habermaass_Merger_3_20_24#page2.tif source=HABERMAASS CORPORATION INC._DE#page2.tif source=1050_Habermaass_Merger_3_20_24#page3.tif source=1050_Habermaass_Merger_3_20_24#page4.tif source=1050_Habermaass_Merger_3_20_24#page5.tif	

**STATE OF MAINE**  
**ARTICLES OF MERGER**  
**OR**  
**SHARE EXCHANGE**

Charter Number: 20100148 D  
Filing Number: 20240319209250154 Pages: 5  
Form: MERG Fee Paid: \$100  
Filing Date: 03/18/2024 12:00AM

  
Deputy Secretary of State

A True Copy When Attested By Signature

  
Deputy Secretary of State

Pursuant to 13-C MRSA §1106, the undersigned survivor of the merger or the acquiring corporation in a share exchange executes and delivers the following Articles of Merger or Share Exchange:

**FIRST:** The names, type of entity, jurisdiction of the parties to the merger or share exchange and the date on which the merger or share exchange occurred or is to be effective:

<u>Name</u>	<u>Type of Entity</u>	<u>Jurisdiction</u>	<u>Date</u>
BELLA LUNA TOYS	CORPORATION	MAINE	02/07/2024
HABERMAASS CORPORATION, INC.	CORPORATION	DELAWARE	02/07/2024

Names, type of entity, jurisdiction and effective date of the additional parties to the merger or share exchange are attached as Exhibit \_\_\_\_, and made a part hereof.

**SECOND:** The name and jurisdiction of incorporation of the surviving entity:

<u>Name</u>	<u>Jurisdiction</u>
HABERMAASS CORPORATION, INC.	DELAWARE

**THIRD:** The executed agreement or plan of merger is on file at the principal place of business of the surviving business entity. A copy of the agreement or plan of merger will be furnished by the surviving entity, on request and without cost, to any shareholder of any constituent corporation and any record owner of interests in any other business entity that participated in the merger. The address of such place of business is as follows:

4407 JORDAN ROAD, SKANEATELES, NEW YORK 13152

# Delaware

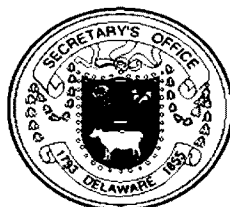
The First State

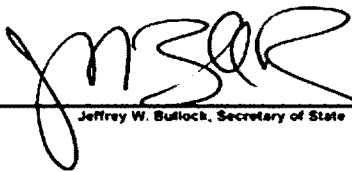
Page 1

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:

"BELLA LUNA TOYS", A MAINE CORPORATION,

WITH AND INTO "HABERMAASS CORPORATION, INC." UNDER THE NAME OF "HABERMAASS CORPORATION, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE ON THE FIFTEENTH DAY OF MARCH, A.D. 2024, AT 10:16 O`CLOCK A.M.



  
Jeffrey W. Bullock, Secretary of State

890654 8100M  
SR# 20241019899

You may verify this certificate online at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)

Authentication: 203040391  
Date: 03-15-24

TRADEMARK  
REEL: 008376 FRAME: 0820

**FOURTH:** ("X" one box only)

- If the originating document of the survivor of a merger is amended, the amendments to the survivor's originating document are attached as Exhibit \_\_\_ and made a part hereof.
- If the result of the merger or share exchange creates a new corporation, attached is Exhibit \_\_\_\_\_ which contains all the provisions required to be set forth in its public organic document with any other desired provisions that are permitted. (Attach form MBCA-6-1, for a domestic business corporation)

**FIFTH:** The future effective date of the articles of merger or share exchange (if other than the date of filing of the articles of merger or share exchange) is \_\_\_\_\_.

**SIXTH:** ("X" if applicable)

- The plan was duly approved by the shareholders and, if voting by any separate voting group was required, by each separate group in the manner required by Title 13-C and the corporation's articles of incorporation.
- The plan of merger or share exchange did not require approval by the shareholders.

**SEVENTH:** ("X" if applicable)

- The participation of the foreign corporation was duly authorized as required by the organic law of the corporation.
- The participation of the eligible entity was duly authorized as required by the organic law of that entity.

**EIGHTH:** When a merger becomes effective, a foreign corporation or a foreign eligible entity that is the survivor of the merger is deemed to appoint the Secretary of State as its agent for service of process in a proceeding to enforce the rights of shareholders of each domestic corporation that is a party to the merger who exercise appraisal rights. The foreign corporation or the foreign other entity shall provide the mailing address to which the Secretary of State may mail a copy of any process served on the Secretary of State.

Habermaass Corporation, Inc., 4407 Jordan Road, Skaneateles, New York 13152

(mailing address)

**NINTH:** The foreign corporation or foreign eligible entity agrees that it will promptly pay the amount, if any, to which the shareholders are entitled under chapter 13 of Title 13-C.

**TENTH:** The merger was effected in compliance with the laws applicable to mergers of all parties to the merger.

**ELEVENTH:** There is an agreement that the surviving corporation or eligible business entity shall continue to comply with all provisions of all laws applicable to mergers of all parties to the merger, including, without limitation, provisions on payment of amounts to which dissenting shareholders are entitled.

**STATE OF DELAWARE  
CERTIFICATE OF MERGER OF  
DOMESTIC CORPORATION AND  
FOREIGN CORPORATION**

Pursuant to Title 8, Section 252(c) of the Delaware General Corporation Law, the undersigned Delaware corporation executed the following Certificate of Merger:

**FIRST:** The name of the Delaware corporation is HABERMAASS CORPORATION, INC., and the name of the foreign corporation being merged into the Delaware corporation is BELLA LUNA TOYS a (list jurisdiction) MAINE CORPORATION corporation.

**SECOND:** The Agreement of Merger has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations in accordance with Section 252 of the Delaware General Corporation Law.

**THIRD:** The name of the surviving corporation is HABERMAASS CORPORATION, INC., A DELAWARE CORPORATION

**FOURTH:** The Certificate of Incorporation of the surviving corporation shall be its Certificate of Incorporation.

**FIFTH:** The merger is to become effective on the date of filing.

**SIXTH:** The executed Agreement of Merger is on file at 4407 JORDAN ROAD, SKANEATELES, NEW YORK 13152 an office of the surviving corporation.

**SEVENTH:** A copy of the Agreement of Merger will be furnished by the corporation on request, without cost, to any stockholder of any constituent corporation.

**EIGHTH:** The authorized capital stock of the foreign corporation is 1,000 shares

**IN WITNESS WHEREOF,** said Corporation has caused this certificate to be signed by an authorized officer, the 7th day of February, A.D., 2024.

Habermaass Corporation, Inc.

By: David M. Wilkov  
Authorized Officer

Name: David M. Wilkov, Chief Executive Officer  
Print or Type

**Must Be Completed By the First Party to the Merger**

BELLA LUNA TOYS

(Name and type of participating business entity)

February 7, 2024

(Date)

David M. Wilkov

(\*Authorized signature)

David M. Wilkov, Chief Executive Officer

(Type or print name and capacity)

(\*Authorized signature)

(Type or print name and capacity)

**Must Be Completed By the Second Party to the Merger**

HABERMAASS CORPORATION, INC.

(Name and type of participating business entity)

February 7, 2024

(Date)

David M. Wilkov

(\*Authorized signature)

David M. Wilkov, Chief Executive Officer

(Type or print name and capacity)

(\*Authorized signature)

(Type or print name and capacity)

**Must Be Completed By the Third Party to the Merger**

(Name and type of participating business entity)

(Date)

(\*Authorized signature)

(Type or print name and capacity)

(\*Authorized signature)

(Type or print name and capacity)

(Copy this page, and modify participant number, if more signature spaces are needed.)

**\*Articles MUST be signed as follows:**

- (1) If a corporation is a party to the merger/share exchange, this document must be signed by an officer or other duly authorized representative on behalf of each party. (13-C MRSA §1106.1).
- (2) If a limited partnership is a party to the merger/share exchange, this document must be signed by each general partner listed in the certificate of limited partnership (31 MRSA §1438.1)
- (3) If a limited liability company is a party to the merger/share exchange, this document must be signed by:
  - (a) at least one manager OR
  - (b) at least one member if the limited liability company is managed by the members OR
  - (c) any duly authorized person.

The execution of this certificate constitutes an oath or affirmation, under the penalties of false swearing under 17-A MRSA §453.

Please remit your payment made payable to the Maine Secretary of State.

Submit completed form to:

Secretary of State

Division of Corporations, UCC and Commissions

101 State House Station

Augusta, ME 04333-0101

Telephone Inquiries: (207) 624-7752

Email Inquiries: CEC.Corporations@Maine.gov

Form No. MBCA-10 (3 of 3) Rev. 7/1/2007

TRADEMARK  
REEL: 008376 FRAME: 0823

# Delaware

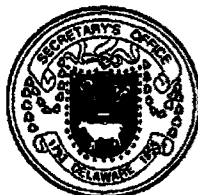
The First State

Page 1

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WITH AND INTO "HABERMAASS CORPORATION, INC." UNDER THE NAME OF "HABERMAASS CORPORATION, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE ON THE FIFTEENTH DAY OF MARCH, A.D. 2024, AT 10:16 O`CLOCK A.M.



890654 8100M  
SR# 20241019899

You may verify this certificate online at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)

A handwritten signature in black ink, appearing to read "JBULLOCK", written over a horizontal line. Below the line, the text "Jeffrey W. Bullock, Secretary of State" is printed in a small font.

Authentication: 203040391

Date: 03-15-24

TRADEMARK  
REEL: 008376 FRAME: 0824



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CERTIFICATE OF MERGER OF  
DOMESTIC CORPORATION AND  
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Habermaass Corporation, Inc.

By: David M. Wilton  
Authorized Officer

Name: David M. Wilton, Chief Executive Officer  
Print or Type

State of Delaware  
Secretary of State  
Division of Corporations  
Delivered 10:16 AM 03/15/2024  
FILED 10:16 AM 03/15/2024  
SR 20241019899 - File Number 890654

RECORDED: 03/21/2024

TRADEMARK  
REEL: 008376 FRAME: 0825