

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER		
EFFECTIVE DATE:	11/14/2008		
CONVEYING PARTY DATA			
	Name	Formerly	Execution Date
	EGR Holdings, Inc.		11/14/2008
			Entity Type
			CORPORATION: KENTUCKY
RECEIVING PARTY DATA			
Name:	Kona Ice, Inc.		
Street Address:	5945 Centennial Circle		
City:	Florence		
State/Country:	KENTUCKY		
Postal Code:	41042		
Entity Type:	CORPORATION: KENTUCKY		
PROPERTY NUMBERS Total: 2			
	Property Type	Number	Word Mark
	Registration Number:	3563488	KONA ICE
	Registration Number:	3625423	
CORRESPONDENCE DATA			
Fax Number:	5132416234		
	<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>		
Phone:	513-241-2324		
Email:	ksmith@whe-law.com		
Correspondent Name:	Kathryn E. Smith, Wood Herron & Evans		
Address Line 1:	441 Vine Street		
Address Line 2:	2700 Carew Tower		
Address Line 4:	Cincinnati, OHIO 45202		
ATTORNEY DOCKET NUMBER:	KONA-01-128		
NAME OF SUBMITTER:	Kathryn E. Smith		

OP \$65.00 3563488

TRADEMARK

Signature:	/Kathryn E. Smith/
Date:	04/26/2012
Total Attachments: 4 source=Merger Doc#page1.tif source=Merger Doc#page2.tif source=Merger Doc#page3.tif source=Merger Doc#page4.tif	

ARTICLES OF MERGER

0685306.09

deborah
PAOM

Trey Grayson
Secretary of State
Received and Filed


11/25/2008 2:58:40 PM


Fee Receipt: \$50.00


The undersigned, Edward G. Reynolds, Secretary and the person performing all the duties of the Board of Directors under KRS 271B-8.010(3) of EGR Holdings, Inc., and Tony Lamb, Secretary and the person performing all of the duties of the Board of Directors under KRS 271B-8.010(3) of Kona Ice, Inc, hereby certify as follows:


- 1) Attached hereto as Exhibit "A" is a true and correct copy of the Plan to Merge EGR Holdings, Inc. and Kona Ice, Inc. dated November 14th, 2008.
- 2) Pursuant to the terms in the Agreement, EGR Holdings, Inc. is to be merged with and into Kona Ice, Inc., with Kona Ice, Inc. being the surviving corporation.
- 3) All shareholders of both EGR Holdings, Inc. and Kona Ice, Inc. have approved this merger.
- 4) The shareholders of EGR Holdings, Inc. were duly notified of a special meeting called to explain the merger proposal and the shareholders voted unanimously in favor of the merger. EGR Holdings, Inc. has 100 shares of common stock issued and outstanding, 100 shares were entitled to vote on the plan, and all 100 shares voted in favor of this merger. EGR Holdings, Inc. does not have any other class of shares and the number of shares case by the common stock holders were sufficient for approval of this merger.
- 5) The shareholders of Kona Ice, Inc. were duly notified of a special meeting called to explain the merger proposal and the shareholders voted unanimously in favor of the merger. Kona Ice, Inc. has 1000 shares of common stock issued and outstanding, 1000 shares were entitled to vote on the plan, and all 1000 shares voted in favor of this merger. Kona Ice, Inc. does not have any other class of shares and the number of shares case by the common stock holders were sufficient for approval of this merger.
- 6) The effective date of the Merger shall be upon the filing of the Secretary of State's Office.

IN WITNESS WHEREOF, we have hereunto set forth our hands as of the 14 day of November, 2008.

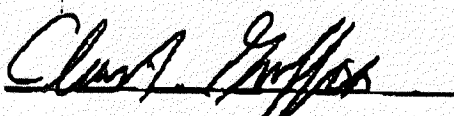

Edward Reynolds, person performing all duties of the Board of Directors pursuant to KRS 271B-8.010(3) EGR Holdings, Inc.


Edward Reynolds, Chief Financial Officer EGR Holdings, Inc.


Tony Lamb, person performing all duties of the Board of Directors pursuant to KRS 271B-8.010(3) Kona Ice, Inc.


Tony Lamb, Secretary Kona Ice, Inc.

Sworn to and subscribed before me, by Edward G. Reynolds and Tony Lamb, this 14 day of November, 2008.



Notary Public, State at Large

My Commission expires July 28, 2011

PLAN OF MERGER

Whereas, EGR Holdings, Inc. is a Kentucky Corporation, and

Whereas, EGR Holdings has dispensed with its Board of Directors and Edward G Reynolds is the person performing all the duties of the Board of Directors pursuant to KRS 271B-8.010(3), and

Whereas, Kona Ice, Inc. is a Kentucky Corporation and Tony Lamb is the person performing all of the duties of the Board of Directors pursuant to KRS 271B-8.010(3), and

Whereas, Edward G Reynolds is the sole shareholder of EGR Holdings Inc. and owns 49% of Kona Ice, Inc. and

Whereas, Tony Lamb owns 51% of Kona Ice, Inc. and

Whereas, the Corporations desire to merge under the terms of this Plan of Merger;


Now therefore, the undersigned present this Plan of Merger as follows:


1. The parties agree to merge EGR Holdings, Inc. into Kona Ice, Inc. with Kona Ice, Inc. being the surviving corporation.
2. All assets and liabilities of the corporations shall be combined and owned by Kona Ice, Inc. as the surviving corporation.
3. All shares of EGR Holdings, Inc. will be cancelled.

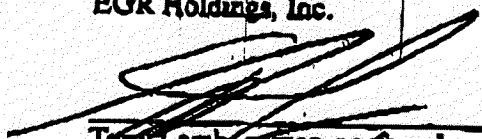
4.

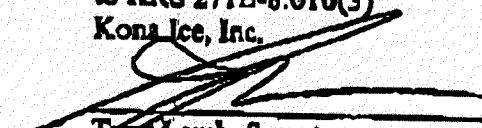
REDACTED

IN WITNESS WHEREOF, we have herunto set forth our hands as of the 14th day of November, 2008.

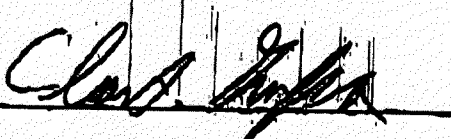

Edward Reynolds, person performing all
duties of the Board of Directors pursuant
to KRS 271B-8.010(3)
EGR Holdings, Inc.


Edward Reynolds, Secretary
EGR Holdings, Inc.


Tony Lamb, person performing all
duties of the Board of Directors pursuant
to KRS 271B-8.010(3)
Kona Ice, Inc.


Tony Lamb, Secretary
Kona Ice, Inc.

Sworn to and subscribed before me, by Edward G. Reynolds and Tony Lamb, this 14th day of
November, 2008.



Notary Public, State at Large

My Commission expires July 28, 2011