

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM355355

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	CHANGE OF NAME		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Nourison Rug Corp.		02/06/2008	CORPORATION: NEW YORK
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Nourison Industries Inc.		
<b>Street Address:</b>	5 Sampson Street		
<b>City:</b>	Saddle Brook		
<b>State/Country:</b>	NEW JERSEY		
<b>Postal Code:</b>	07663		
<b>Entity Type:</b>	CORPORATION: NEW YORK		
<b>PROPERTY NUMBERS Total: 1</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	2934308	ASHTON HOUSE	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	9142880023		
<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>	914-821-3084		
<b>Email:</b>	tmdocket@leasonellis.com, clarke@leasonellis.com		
<b>Correspondent Name:</b>	Deirdre A Clarke		
<b>Address Line 1:</b>	One Barker Ave., Fifth Floor		
<b>Address Line 4:</b>	WHITE PLAINS, NEW YORK 10601		
<b>ATTORNEY DOCKET NUMBER:</b>	04932/305762-US0		
<b>NAME OF SUBMITTER:</b>	Deirdre A. Clarke		
<b>SIGNATURE:</b>	/deirdreclarke/		
<b>DATE SIGNED:</b>	09/17/2015		
<b>Total Attachments: 15</b>			
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***STATE OF NEW YORK***  
***DEPARTMENT OF STATE***

I hereby certify that the annexed copy has been compared with the original document in the custody of the Secretary of State and that the same is a true copy of said original.

WITNESS my hand and official seal of the  
Department of State, at the City of Albany,  
on September 15, 2015.



*Anthony Giardina*

Anthony Giardina  
Executive Deputy Secretary of State

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CERTIFICATE OF INCORPORATION

OF

NOURY & SONS LTD.

Under Section 402 of the Business Corporation Law

MA 575530  
The undersigned, a natural person of the age of eighteen years or over,  
desiring to form a corporation pursuant to the provisions of the Business  
Corporation Law of the State of New York, hereby certifies as follows:

FIRST: The name of the corporation is

NOURY & SONS LTD.

hereinafter sometimes called "the corporation."

SECOND: The purposes for which it is formed are as follows:

To manufacture, buy, sell, install, repair, trade and generally deal in  
and with, at wholesale or retail, import and export rugs and carpets of all  
types and descriptions.

TRADEMARK

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To purchase, receive, lease, or otherwise acquire and to manage, hold, own, use, improve, convey, sell, mortgage, or otherwise deal in and with lands, buildings and real property of every description, or any interest therein.

To adopt, apply for, obtain, register, purchase, lease or otherwise acquire and to maintain, protect, hold, use, own, exercise, develop, manufacture under, operate and introduce, and to sell and grant licenses or other rights in respect of assign or otherwise dispose of, turn to account, or in any manner deal with and contract with reference to, any trade marks, trade names, patents, patent rights, concessions, franchises, designs, copyrights and distinctive marks and rights analogous thereto, and inventions, devices, improvements, processes, recipes, formulae and the like, including such thereof as may be covered by, used in connection with, or secured or received under, Letters Patent of the United States of America or elsewhere or otherwise, and any licenses in respect thereof and any or all rights connected therewith or appertaining thereto.

In furtherance of its corporate business and subject to the limitations prescribed by statute, to be a promoter, partner, member, associates or manager of other business enterprises or ventures, or to the extent permitted in any other jurisdiction to be an incorporator of other corporations of any type or kind and to organize, or in any way participate in the organization, reorganization, merger or liquidation of any corporation, association or venture and the management thereof.

To conduct its business, and to exercise all of its corporate powers and rights, in the State of New York, and in the various other states, territories, possessions and dependencies of the United States, the District of Columbia, and in any foreign countries.

To carry out all or any part of the foregoing purposes as principal, factor, agent, broker, contractor or otherwise, either alone or in conjunction with any persons, firms, associations, corporations, or others in any part of the world; and in carrying on its business and for the purpose of attaining or furthering any of its purposes, to make and perform contracts of any kind and description, and to do anything and everything necessary, suitable, convenient or proper for the accomplishment of any of the purposes herein enumerated.

For the accomplishment of the aforesaid purposes, and in furtherance thereof, the corporation shall have and may exercise all of the powers conferred by the Business Corporation Law upon corporations formed thereunder, subject to any limitations contained in Article 2 of said law or in accordance with the provisions of any other statute of the State of New York.

THIRD: The office of the corporation in the State of New York is to be located in the **City of New York, County of New York.**

FOURTH: The aggregate number of shares which the corporation shall have authority to issue is **200, without par value.**

FIFTH: The Secretary of State is designated as the agent of the corporation upon whom process against the corporation may be served, and the address to which the Secretary of State shall mail a copy of any process against the corporation served upon him is **c/o Jaffe & Carlen, 100 East Old Country Road, Mineola, New York 11501.**

SIXTH: The accounting period which the corporation intends to establish as its first calendar or fiscal year for reporting the franchise tax shall end on **April 30, 1980.**

SEVENTH: Shareholders shall not be entitled to preemptive rights, directly or indirectly, in respect of any equity, voting, or other shares of the corporation.

EIGHTH: Except as may otherwise be specifically provided in this Certificate of Incorporation, no provision of this Certificate of Incorporation is intended by the corporation to be construed as limiting, prohibiting, denying or abrogating any of the general or specific powers or rights conferred under the Business Corporation Law upon the corporation, upon its shareholders, bondholders, and security holders, and upon its directors, officers, and other corporate personnel, including, in particular, the power of the corporation to furnish indemnification to directors and officers in the capacities defined and prescribed by the Business Corporation Law and the defined and prescribed rights of said persons to indemnification as the same are conferred by the Business Corporation Law.

IN WITNESS WHEREOF I hereunto sign my name and affirm that statements made herein are true under the penalties of perjury this 10th day of **May 1979.**

Name and Address      **Mary E. Smith**  
                                 **284 State Street**  
of Incorporator:      **Albany, New York 12210**

*Mary E. Smith*

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TRADEMARK

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CERTIFICATE OF INCORPORATION

5/12 E

OF

NOURY & SONS LTD.

Under Section 402 of the Business Corporation Law

A575530



Filer:

JAFFE & CARLEN  
100 East Old Country Road  
Mineola, New York 11501

*mlo*

STATE OF NEW YORK  
DEPARTMENT OF STATE

FILED MAY 18 1979

AMT OF CHECK \$	<u>60</u>
FILED FEE \$	<u>50</u>
TAX \$	<u>10</u>
COPY \$	_____
CHRT \$	_____
REFUND \$	_____

365982

BY: *m*

*thd*

TRADEMARK

REEL: 005625 FRAME: 0194

***STATE OF NEW YORK***  
***DEPARTMENT OF STATE***

I hereby certify that the annexed copy has been compared with the original document in the custody of the Secretary of State and that the same is a true copy of said original.

WITNESS my hand and official seal of the  
Department of State, at the City of Albany,  
on September 15, 2015.



*Anthony Giardina*

Anthony Giardina  
Executive Deputy Secretary of State



CERTIFICATE OF AMENDMENT OF THE CERTIFICATE OF INCORPORATION OF

NOURY & SONS LTD.

F940824000077

under Section 805 of the Business Corporation Law

IT IS HEREBY CERTIFIED THAT:

- (1) The name of the corporation is NOURY & SONS LTD.
- (2) The Certificate of Incorporation was filed by the Department of State on the 16th day of May, 1979.
- (3) The Certificate of Incorporation of this corporation is hereby amended to effect the following change:

The Certificate of Incorporation is amended to change the corporate name. Paragraph "FIRST" of the Certificate, which sets forth the name of the corporation, is amended to read:

"FIRST" the name of the corporation is: NOURISON RUG CORP.

Paragraph "FIFTH" of the Certificate of Incorporation filed May 16, 1979, is amended to read as follows:

"FIFTH" the Secretary of State is designated as agent of the corporation upon written process against it, may be served. The post office address to which the Secretary of State will mail a copy of any process against the corporation served upon him is in care of Goldstein & Garbar, P.C., 1800 Bellmore Avenue, Bellmore, New York 11710.

(4) The amendment to the Certificate of Amendment was authorized by unanimous written consent of the holders of all the outstanding shares entitled to vote thereon, after the amendment was unanimously authorized by the Board of Directors of the corporation. IN WITNESS WHEREOF, this certificate has been subscribed this 13<sup>th</sup> day of August, 1994, by the undersigned who affirm(s) that the statements made herein are true under the penalties of perjury.

type name	capacity in which signed	signature
PAUL PEYKAR	SHAREHOLDER, President	<i>Paul Peykar</i>
ALEX PEYKAR	SHAREHOLDER	<i>Alex Peykar</i>
EDMOND PEYKAR	SHAREHOLDER, Secretary	<i>Edmond Peykar</i>
STEVE PEYKAR	SHAREHOLDER	<i>Steve Peykar</i>

*Paul Peykar*  
*Alex Peykar*  
*Edmond Peykar*  
*Steve Peykar*

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FILED

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<p>CERTIFICATE OF AMENDMENT OF THE CERTIFICATE OF INCORPORATION OF</p>	<p>MOORE &amp; SONS LTD. under Section 805 of the Business Corporation Law</p>	<p>filed by: GOLDSTEIN &amp; GARBAR, P.C. address: 1800 Bellmore Avenue Bellmore, New York 11710</p>	<p>GOLDSTEIN &amp; GARBAR, P.C. 1800 BELLMORE AVENUE BELLMORE, N. Y. 11710 (516) 826-0400</p>
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STATE OF NEW YORK  
DEPARTMENT OF STATE  
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BY                       
RE                       
NEW YORK

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***STATE OF NEW YORK***  
***DEPARTMENT OF STATE***

I hereby certify that the annexed copy has been compared with the original document in the custody of the Secretary of State and that the same is a true copy of said original.

WITNESS my hand and official seal of the  
Department of State, at the City of Albany,  
on September 15, 2015.



*Anthony Giardina*

Anthony Giardina  
Executive Deputy Secretary of State

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CERTIFICATE OF AMENDMENT  
OF THE  
CERTIFICATE OF INCORPORATION  
OF  
NOURISON RUG CORP.

Under Section 805 of the Business Corporation Law

**FIRST:** The name of the corporation is NOURISON RUG CORP.

**SECOND:** The date its certificate of incorporation was filed by the Department of State is May 16, 1979, under the name Noury & Sons, Ltd.

**THIRD:** Paragraph First of the Certificate of Incorporation relating to the name of the corporation is hereby changed to:

First: The name of the corporation is NOURISON INDUSTRIES INC.

**FOURTH:** This Certificate of Amendment has been authorized by unanimous vote of the Board of Directors followed by unanimous vote of the Shareholders.

**IN WITNESS WHEREOF,** said corporation has caused this certificate to be signed this 6<sup>th</sup> day of February, 2008.

By: /s/ Alexander Peykar

Alexander Peykar, CEO

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CERTIFICATE OF AMENDMENT  
TO THE  
CERTIFICATE OF INCORPORATION  
OF  
NOURISON RUG CORP.

Under and Pursuant to Section 805 of the Business Corporation Law of the State  
of New York

2008 FEB 19 11:33:57

Office of Dean L. Surkin  
c/o Rosen, Seymour, Shapss,  
Martin & Company  
757 Third Avenue, 6th Floor  
New York, NY 10017-2049

STATE OF NEW YORK  
DEPARTMENT OF STATE  
FEB 19 2008  
TAX \$ 10.00  
BY: HT

New York

Customer Ref. #: NOURI74897

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11-01 11:00:00

**DRAWDOWN**

***STATE OF NEW YORK***  
***DEPARTMENT OF STATE***

I hereby certify that the annexed copy has been compared with the original document in the custody of the Secretary of State and that the same is a true copy of said original.

WITNESS my hand and official seal of the  
Department of State, at the City of Albany,  
on September 15, 2015.



*Anthony Giardina*

Anthony Giardina  
Executive Deputy Secretary of State

150814000591

**CERTIFICATE OF AMENDMENT  
OF  
CERTIFICATE OF INCORPORATION  
OF  
NOURISON INDUSTRIES INC.**

(Under Section 805 of the Business Corporation Law)

FIRST: The name of the corporation is NOURISON INDUSTRIES INC. (the "Corporation" and/or "Company"). The name under which the Corporation was formed is "Noury & Sons LTD". The name of Noury & Sons LTD. was changed to Nourison Rug Corp. on August 24, 1994 and the name of Nourison Rug Corp. was subsequently changed to Nourison Industries Inc. on February 19, 2008.

SECOND: The certificate of incorporation of the Corporation was filed with the Department of State on May 16, 1979 (as amended from time to time, the "Certificate of Incorporation").

THIRD: The Certificate of Incorporation is hereby amended to bifurcate the existing stock of the Corporation into Class A Common Stock and Class B Common Stock and to describe the mechanism and circumstances under which the stock of the Corporation shall be converted from one class of common stock to another.

FOURTH: To effect the foregoing amendment, Article IV of the Certificate of Incorporation is hereby deleted and replaced with the following:

**Fourth:**

**1. Authorized Shares.**

This aggregate number of shares which the Corporation shall have authority to issue is 200 shares of common stock, without par value, which may be divided into Class A Common Stock and/or Class B Common Stock. Corporation is authorized to issue up to 200 shares of Class A Common Stock (the "Class A Common Stock") and/or 200 shares of Class B Common Stock (the "Class B Common Stock"). The Class A Common Stock together with the Class B Common Stock shall collectively hereinafter be referred to as the "Common Stock". Class A Common Stock shall be held by a stockholder (or trusts for which such stockholder is the beneficiary) who is actively employed full time by the Corporation in an executive managerial position working 35 hours per week, either at the Company's premises in one of the Company's facilities, or while traveling on Company business ("Class A Stockholder"). Class B Common

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**TRADEMARK  
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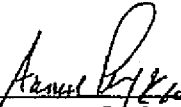
Stock shall be held by all other stockholders ("Class B Stockholder"). Class A Stockholders and Class B Stockholders shall collectively hereinafter be referred to as "Stockholders".

## 2. Conversion

- (i) In the event a Class A Stockholder ceases to be an active full time employee in an executive managerial position, then all of his shares (including shares held by trusts for which such Class A Stockholder is the beneficiary) shall automatically be converted to Class B Common Stock.
- (ii) In the event a Class A Stockholder transfers some or all of his Class A Common Stock to his children (or related trusts), such transferred shares shall be converted to Class B Common Stock, except to the extent the transferee is an active full time employee in an executive managerial position, in which case such shares shall remain as Class A Common Stock. "Transfer" of a share for the purposes set forth herein shall mean to sell, transfer, assign, pledge, or similarly dispose of, or to enter into any contract, option or other arrangement or understanding with respect to the sale, transfer, assignment, pledge, or similar disposition of any Common Stock owned by a Stockholder.
- (iii) In the event a Class B stockholder desires to join the Company full time in an executive managerial position, which would result in the conversion of his Class B shares to Class A shares, approval of a majority of the outstanding Class A shares shall be required. Each Class A Stockholder shall be entitled to one (1) vote for each share of Class A Common Stock held by such Class A Stockholder. Except as otherwise required by applicable law, shares of Class B Common Stock shall have no voting power and the holders thereof, as such, shall not be entitled to vote on any matter that is submitted to a vote or for the consent of the stockholders of the Corporation.

**FIFTH:** The foregoing amendment to the Certificate of Incorporation was authorized by the Board of Directors at a meeting held on July 24, 2015 and by holders of a majority of the Common Stock of the Corporation at a meeting held on July 24, 2015.

**IN WITNESS WHEREOF,** the Corporation has caused this Certificate of Amendment to be signed this 24<sup>th</sup> day of July, 2015.

By:   
Name: Steven Peykar  
Title: Exec Vice Pres & Secretary



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**CERTIFICATE OF AMENDMENT  
OF  
CERTIFICATE OF INCORPORATION  
OF  
NOURISON INDUSTRIES INC.**

(Under Section 805 of the Business Corporation Law)

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Filed by:  
Navid Aminzadeh, Esq.  
950 Third Avenue, Suite 901  
New York, New York 10022  
Cust. Ref.#1961457

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**FILED**

2015 AUG 14 PM 1:25

DRAWDOWN ACCOUNT #HD

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STATE OF NEW YORK  
DEPARTMENT OF STATE

FILED AUG 14 2015

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BY: Luc

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