

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM489830

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER		
EFFECTIVE DATE:	08/03/2018		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Pro Labs, Ltd.		08/01/2018	Corporation: MISSOURI
RECEIVING PARTY DATA			
Name:	AGRI-LABORATORIES, LTD.		
Street Address:	20927 State Route K		
City:	St. Joseph		
State/Country:	MISSOURI		
Postal Code:	64505		
Entity Type:	Corporation: DELAWARE		
PROPERTY NUMBERS Total: 4			
Property Type	Number	Word Mark	
Registration Number:	4332947	BREATH REFRESH	
Registration Number:	4336275	SKIN SOOTHE	
Registration Number:	4365974	THE POWER OF ZINC	
Registration Number:	3730423	PROLABS	
CORRESPONDENCE DATA			
Fax Number:	8167531536		
<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>			
Phone:	816-753-1000		
Email:	jwillard@polsinelli.com		
Correspondent Name:	Michael A. Williamson		
Address Line 1:	900 W. 48th Place, Suite 900		
Address Line 4:	Kansas City, MISSOURI 64112		
ATTORNEY DOCKET NUMBER:	AGR008-328584		
NAME OF SUBMITTER:	Michael A. Williamson		
SIGNATURE:	/Michael A. Williamson/		
DATE SIGNED:	09/13/2018		
Total Attachments: 4			

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Merger - For Profit (D)

F00305099
Date Filed: 8/8/2018
John R. Ashcroft
Missouri Secretary of State

ICLES OF M

of

PRO LABS, LTD.
a Missouri corporation

into

AGRI-LABORATORIES, LTD.
a Delaware corporation

August 01, 2018

Pursuant to the provisions of the General and Business Corporation Law of Missouri, the undersigned does hereby adopt and execute the following Summary Articles of Merger (the "Summary"):

FIRST. PRO LABS, LTD. ("PL") is a business corporation organized and existing under the laws of the State of Missouri and is subject to the provisions of the General and Business Corporation Law of Missouri.

SECOND. AGRI-LABORATORIES, LTD. ("AL") is a business corporation organized and existing under the laws of the State of Delaware, the said laws of which permit a merger of a corporation of another State to merge into a corporation of the State of Delaware.

THIRD. An Agreement and Plan of Merger was approved, adopted, certified, executed, and acknowledged by PL and AL, as required by Chapter 351, RSMo., including Sections 351.420 and 351.425, and Delaware law.

FOURTH. Pursuant to the Agreement and Plan of Merger, PL will merge with and into AL. AL will be the surviving corporation of the merger.

FIFTH. There are no amendments or changes to the Certificate of Incorporation of AL (as in effect as of the date hereof), and it shall be and remain the Certificate of Incorporation of AL until such time as it shall be altered, amended, or repealed as provided therein.

SIXTH. The executed Agreement and Plan of Merger shall be held on file at the principal place of business of AL, located at 20927 State Route K, St. Joseph, MO 64505. A copy of the Agreement and Plan of Merger will be furnished by AL, on request and without cost, to any shareholder of AL or PL.

SEVENTH. The effective date of the merger shall be the date the merger became effective in Delaware. Attached hereto as Exhibit A is a document from Delaware certifying that the merger has become effective in Delaware.

EIGHTH. Upon and after the issuance of a certificate of merger by the Missouri Secretary of

State, AL hereby agrees that:

- (a) It may be served with process in the State of Missouri in any proceeding for the enforcement of any obligation of any corporation organized under the laws of the State of Missouri that is party to the merger and in any proceeding for the enforcement of the rights of a dissenting shareholder of any such corporation organized under the laws of the State of Missouri against AL;
- (b) The Missouri Secretary of State shall and hereby is irrevocably appointed as the agent of AL to accept service of process in any such proceeding. The address to which the service of process in any such proceeding shall be mailed is 20927 State Route K, St. Joseph, MO 64505;
- (c) AL will promptly pay to the dissenting shareholders of any corporation organized under the laws of the State of Missouri which is a party to the merger the amount, if any, to which they shall be entitled under the provisions of the General and Business Corporation Law of Missouri with respect to the rights of dissenting shareholders.

IN WITNESS WHEREOF, AGRI-LABORATORIES, LTD. has caused these Summary Articles of Merger to be executed by the undersigned authorized officer as of the date first written above.

AGRI-LABORATORIES, LTD.

By: D. Garinski
Name: DARIUS GARINSKI
Title: VP, Treasurer

EXHIBIT A

[See Attached]

Delaware

The First State

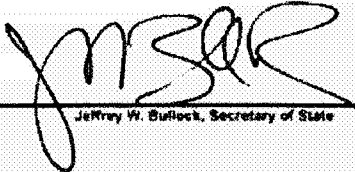
Page 1

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE CERTIFICATE OF MERGER WHICH MERGES:

"PRO LABS, LTD.", A MISSOURI CORPORATION,
WITH AND INTO "AGRI-LABORATORIES, LTD." UNDER THE NAME OF "AGRI-LABORATORIES, LTD.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, WAS RECEIVED AND FILED IN THIS OFFICE THE THIRD DAY OF AUGUST, A.D. 2018, AT 11:46 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID CORPORATION SHALL BE GOVERNED BY THE LAWS OF THE STATE OF DELAWARE.




Jeffrey W. Bullock, Secretary of State

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SR# 20186007629

Authentication: 203186776
Date: 08-03-18

You may verify this certificate online at corp.delaware.gov/authver.shtml