

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM495153

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	12/03/2014

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
BELLA BABY PHOTOGRAPHY, INC.		12/03/2014	Corporation: ILLINOIS

RECEIVING PARTY DATA

Name:	B BABY PHOTO, LLC
Street Address:	300 E. 5TH STREET, SUITE 330
City:	NAPERVILLE
State/Country:	ILLINOIS
Postal Code:	60563
Entity Type:	Limited Liability Company: ILLINOIS

PROPERTY NUMBERS Total: 1

Property Type	Number	Word Mark
Registration Number:	3421737	BELLA BABY PHOTOGRAPHY

CORRESPONDENCE DATA

Fax Number: 6308719869

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.

Phone: 630-871-2600

Email: ERHARDT@CCMLAWYER.COM

Correspondent Name: JEAN ERHARDT

Address Line 1: 2300 CABOT DRIVE, SUITE 500

Address Line 4: LISLE, ILLINOIS 60532

NAME OF SUBMITTER:	Jean Erhardt
SIGNATURE:	/Jean Erhardt/
DATE SIGNED:	10/23/2018

Total Attachments: 7

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AGREEMENT AND PLAN OF MERGER

This AGREEMENT AND PLAN OF MERGER ("Merger Agreement") is dated as of December 2, 2014 by and between B Baby Photo, LLC, an Illinois limited liability company, (the "Surviving Entity") and Bella Baby Photography, Inc., an Illinois corporation (the "Merged Entity").

WHEREAS, the Surviving Entity and the Merged Entity (collectively, the "Constituent Entities") deem it advisable and in their best interests to effect a merger pursuant to Section 11-05, et al. of the Illinois Business Corporation Act ("IL BCA Act") and Section 37-20 of the Illinois Limited Liability Company Act ("IL LLC Act") (the IL BCA Act and the IL LLC Act, collectively, the "State Acts"), whereby the Merged Entity will be merged with and into the Surviving Entity, which will survive the merger;

NOW, THEREFORE, in consideration of the mutual covenants and agreements contained herein, and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Constituent Entities hereby agree to effect the merger on the terms and conditions set forth below.

ARTICLE 1 THE MERGER

1.1 **The Merger.** At the Effective Time (as defined in Section 1.2), in accordance with the terms and conditions of this Merger Agreement and the applicable provisions of the State Acts, the Merged Entity shall be merged with and into the Surviving Entity (the "Merger"), and the separate existence of the Merged Entity shall cease and the Surviving Entity shall continue its existence as the surviving entity in the Merger (the "Surviving Entity") under the laws of Illinois.

1.2 **Effective Time of the Merger.** The Merger shall become effective when the Articles of Merger (as defined in Section 1.3) are filed with the office of the Secretary of State of Illinois in accordance with the applicable provisions of Illinois law. The date and time when the Merger shall become effective are herein referred to as the "Effective Time."

1.3 **Filing of Articles of Merger.** The Surviving Entity and the Merged Entity shall execute Form BCA 11.39, *Articles of Merger Between Illinois Corporations and Limited Liability Companies* and Form LLC 37.25, *Articles of Merger* (collectively the "Articles of Merger"), and execute in accordance with Illinois law as soon as practicable after approval of this Merger Agreement, and the Surviving Entity shall cause such Articles of Merger to be filed and recorded in accordance with Illinois law.

1.4 **Effect of the Merger.** At and after the Effective Time, by virtue of the Merger and without any action on the part of any party, (a) the separate existence of the Merged Entity shall cease; (b) the Surviving Entity shall possess all of the rights, privileges, powers, immunities and franchises of a public as well as of a private nature, and be subject to all of the restrictions, disabilities and duties, of each of the Constituent Entities; (c) all rights, privileges, powers, immunities and franchises of each of the Constituent Entities, and all property, real, personal and

mixed, and debts due either of the Constituent Entities on whatever account, as well for stock subscriptions and all other things in action or belonging to each of the Constituent Entities, shall be vested in the Surviving Entity; (d) all property, rights, privileges, powers, immunities and franchises, and all and every other interest, shall be thereafter the property of the Surviving Entity as they were of the several and respective Constituent Entities;

(h) any claim existing or action or proceeding, whether civil, criminal or administrative, pending by or against either of the Constituent Entities may be prosecuted to judgment or decree as if the Merger had not taken place, or the Surviving Entity may be substituted in such action or proceeding.


ARTICLE 3
THE SURVIVING ENTITY

Name. The name of the Surviving Entity immediately prior to the Effective Time shall be the name of the Surviving Entity after the Effective Time.

[SIGNATURES ON FOLLOWING PAGE]


IN WITNESS WHEREOF, the parties hereto have executed this Agreement of Plan of Merger as of the date first above written.

BELLA BABY PHOTOGRAPHY, INC.

By: 

Kelly Billington, President

B BABY PHOTO, LLC

By: 

Kelly Billington, Manager



To all to whom these Presents Shall Come, Greeting:

I, Jesse White, Secretary of State of the State of Illinois, do hereby certify that I am the keeper of the records of the Department of Business Services. I certify that

ATTACHED HERETO IS A TRUE AND CORRECT COPY, CONSISTING OF 6 PAGE(S), AS TAKEN FROM THE ORIGINAL ON FILE IN THIS OFFICE FOR BELLA BABY PHOTOGRAPHY, LLC.

In Testimony Whereof, I hereto set my hand and cause to be affixed the Great Seal of the State of Illinois, this 22ND day of OCTOBER A.D. 2018 .



Authentication #: 1829500559 verifiable until 10/22/2019.

Authenticate at: <http://www.cyberdriveillinois.com>

Jesse White

SECRETARY OF STATE

TRADEMARK
REEL: 006464 FRAME: 0314

Form **LLC-37.25**
 May 2012
 Secretary of State
 Department of Business Services
 Limited Liability Division
 501 S. Second St., Rm. 351
 Springfield, IL 62756
 217-524-8008
 www.cyberdriveillinois.com

Payment may be made by check payable to Secretary of State. If check is returned for any reason this filing will be void.

Illinois
 Limited Liability Company Act
 Articles of Merger

FILE # 0503-845-2
 This space for use by Secretary of State.

FILED
DEC 03 2014
JESSE WHITE
SECRETARY OF STATE

SUBMIT IN DUPLICATE
 Type or print clearly.

Filing Fee: \$ 100
 (Filing fee \$100 plus \$50 each entity more than two)

Approved: [Signature]

1. Names of Entities proposing to merge:

Name of Entity	Type of Entity (Corporation, Limited Liability Company, Limited Partnership, General Partnership or other permitted entity)	Domestic State or Jurisdiction	Date of Organization or Admission to Illinois	Illinois Secretary of State File Number (if any)
<u>Bella Baby Photography, Inc.</u>	<u>Corporation</u>	<u>ILLINOIS</u>	<u>05/10/2007</u>	<u>65509539</u>
<u>B Baby Photo, LLC</u>	<u>LLC</u>	<u>ILLINOIS</u>	<u>11/24/2014</u>	<u>05038456</u>

2. A copy of the plan as approved must be attached to these Articles of Merger.

PAID
DEC 10 2014
DEPARTMENT OF BUSINESS SERVICES

3. a. Name of Surviving Entity: B Baby Photo, LLC
 b. Address of Surviving Entity: 1033 Royal Bombay Court, Naperville, IL 60563
 c. File Number (if any): _____
 d. Jurisdiction: ILLINOIS

4. Effective date of merger: (check one)
 a. the filing date, or
 b. a later date, but not more than 30 days subsequent to the filing date: _____
 Month, Day, Year


5. If the survivor is a Limited Liability Company, indicate changes that are necessary to its Articles of Organization as stated in the plan of merger:
 NONE

LLC-37.25

If the surviving entity is not a Limited Liability Company, the entity agrees that it may be served with process in Illinois and is subject to liability in any action or proceeding for the enforcement of any liability or obligation of a Limited Liability Company previously subject to suit in this State, which is to merge, and for the enforcement, as provided in this Act, of the right of members of any Limited Liability Company to receive payment for their interest against the surviving entity.

6. The plan of merger has been approved and each LLC or other entity that is party to this Merger has signed below and affirms, under penalty of perjury, that the facts stated herein are true, correct and complete.


Dated December 3, 2014
Month & Day Year

1. 

Signature
Kelly Billington, President

Name and Title (type or print)
Bella Baby Photography, Inc.

Name if a Corporation or other Entity

2. 

Signature
Kelly Billington, Sole Manager

Name and Title (type or print)
B Baby ~~Photography~~, LLC

Name if a Corporation or other Entity

3. _____
Signature

Name and Title (type or print)

Name if a Corporation or other Entity

4. _____
Signature

Name and Title (type or print)

Name if a Corporation or other Entity

If more space is needed, please attach additional sheets of this size.

**Signatures must be in black ink on an original document.
Carbon copy, photocopy or rubber stamp signatures
may only be used on conformed copies.**