

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM511528

<b>SUBMISSION TYPE:</b>	RESUBMISSION
<b>NATURE OF CONVEYANCE:</b>	MERGER
<b>EFFECTIVE DATE:</b>	12/31/2017
<b>RESUBMIT DOCUMENT ID:</b>	900479817

## CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Hydro Graphics Inc.		12/31/2017	Corporation: OREGON

## RECEIVING PARTY DATA

<b>Name:</b>	Finish Line Industries, Inc.
<b>Street Address:</b>	c/o 121 SW Morrison #600
<b>City:</b>	Portland
<b>State/Country:</b>	OREGON
<b>Postal Code:</b>	97204
<b>Entity Type:</b>	Corporation: OREGON

## PROPERTY NUMBERS Total: 10

Property Type	Number	Word Mark
Registration Number:	4351012	HYDROCHROME
Registration Number:	4354763	REFLECTAFLAGE
Registration Number:	4795618	LIQUIDSTEEL
Registration Number:	4841626	GOT CHROME
Registration Number:	4061536	HYDROSKIN
Registration Number:	4122892	GAME ON
Registration Number:	4649751	NO LIMITS
Registration Number:	4345713	CHANGE THE GAME
Registration Number:	4345712	DON'T JUST PLAY THE GAME . . . CHANGE TH
Registration Number:	4435318	HGI

## CORRESPONDENCE DATA

Fax Number: 5032281741

*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: 5032286044

Email: dsandow@fwwlaw.com

Correspondent Name: Dean Sandow

Address Line 1: 121 SW Morrison #600

TRADEMARK

**Address Line 4:** Portland, OREGON 97204

**NAME OF SUBMITTER:** Dean T. Sandow

**SIGNATURE:** /Dean T Sandow/

**DATE SIGNED:** 02/26/2019

**Total Attachments: 7**

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Secretary of State  
Corporation Division  
255 Capitol Street NE, Suite 151  
Salem, OR 97310-1327

Phone: (503)986-2200  
www.filinginoregon.com

FINISH LINE INDUSTRIES, INC.  
121 SW MORRISON STE 600  
PORTLAND OR 97204

### Acknowledgement Letter

The document you submitted was recorded as shown below. Please review and verify the information listed for accuracy.

<b>Document</b>	<b>Filed On</b>		
ARTICLES OF MERGER	11/13/2018		
<b>Name of Survivor</b>	<b>Reg. No.</b>	<b>Type</b>	<b>Juris</b>
FINISH LINE INDUSTRIES, INC.	004008-95	DOM BUS CORP	OR
<b>Name(s) of Non Survivor(s)</b>	<b>Reg. No.</b>	<b>Type</b>	<b>Juris</b>
HYDRO GRAPHICS INC.	410685-94	DOM BUS CORP	OR

004008-95

ARTICLES OF MERGER

FILED

NOV 13 2018

OREGON  
SECRETARY OF STATE

HYDRO GRAPHICS INC., an Oregon corporation  
AND  
FINISH LINE INDUSTRIES, INC., an Oregon corporation

The business entities identified above hereby adopt the attached Articles of Merger and Plan of Merger effective as of December 31, 2017.

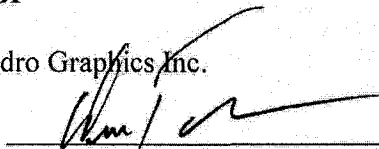
As a supplement to the attachment, the name and address of a person who is an authorized representative of the Company with direct knowledge of the operations and business activities of the Company are Christopher W. Thom, c/o Dean T. Sandow, Farleigh Wada Witt, 121 SW Morrison #600, Portland, Oregon 97204.

I declare as an authorized signer, under penalty of perjury, that this document does not fraudulently conceal, fraudulently obscure, fraudulently alter, or otherwise misrepresent the identity of the person or any members, managers, employees, or agents of the limited liability company. This filing has been examined by me and is, to the best of my knowledge and belief, true, correct, and complete. Making false statements in this document is against the law and may be penalized by fines, imprisonment, or both. This document is dated as of January 1, 2018.

HGI

Hydro Graphics Inc.

By

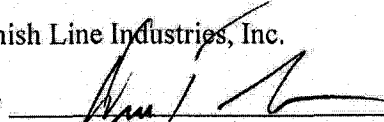


Dean T. Sandow, Atty in Fact/Auth Signer

FLI

Finish Line Industries, Inc.

By



Dean T. Sandow, Atty in Fact/Auth Signer

Person to contact about this filing:

Dean T. Sandow  
Farleigh Wada Witt  
121 SW Morrison #600  
Portland, Oregon 97204  
503.228.6044

## ARTICLES OF MERGER

### HYDRO GRAPHICS INC., an Oregon corporation AND FINISH LINE INDUSTRIES, INC., an Oregon corporation

The business entities identified above hereby adopt the following Articles of Merger effective as of December 31, 2017.

#### Article 1

The names, jurisdiction, and types of entities proposing to merge are Hydro Graphics Inc., an Oregon corporation ("HGI"), and Finish Line Industries, Inc., an Oregon corporation ("FLI").

#### Article 2

The surviving entity shall be Finish Line Industries, Inc., an Oregon corporation, whose address is c/o Farleigh Wada Witt, 121 SW Morrison #600, Portland, Oregon 97204.

#### Article 3

The articles of incorporation for Finish Line Industries, Inc. were filed with the Oregon Secretary of State on February 14, 2001, as registry number 004008-95. No changes to the articles of incorporation for Finish Line Industries, Inc. are required as a result of the merger.

#### Article 4

The articles of incorporation for Hydro Graphics Inc. were filed with the Oregon Secretary of State on January 31, 2007, as registry number 410685-94.

#### Article 5

The name, street address, and mailing address of the registered agent of Finish Line Industries, Inc., in Oregon are set forth below:

Dean T. Sandow  
121 SW Morrison #600  
Portland, Oregon 97204

#### Article 6

A plan of merger ("Plan of Merger") was duly authorized and approved by consent of the directors and the shareholders of Hydro Graphics Inc., as provided in ORS 60.487. The Plan of Merger is on file at 121 SW Morrison St #600, Portland, Oregon, 97204. The surviving entity will provide any owner or shareholder of any constituent entity with a copy of the Plan of Merger upon written request and at no cost.

#### Article 7

The Plan of Merger was duly authorized and approved by required level consent of the directors and shareholders of Hydro Graphics Inc., as provided in ORS 60.487.

We declare as authorized signers, under penalty of perjury, that this document does not fraudulently conceal, obscure, alter, or otherwise misrepresent the identity of the persons, any officers, directors, employees, or agents of the corporation, or any members, managers, employees, or agents of the limited liability company. This filing has been examined by us and is, to the best of our knowledge and belief, true, correct, and complete. Making false statements in this document is against the law and may be penalized by fines, imprisonment, or both.

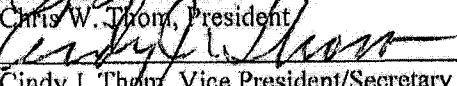
**HGI**

Hydro Graphics Inc.

By

  
Chris W. Thom, President

By

  
Cindy J. Thom, Vice President/Secretary

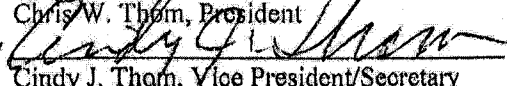
**FLI**

Finish Line Industries, Inc.

By

  
Chris W. Thom, President

By

  
Cindy J. Thom, Vice President/Secretary

Person to contact about this filing:

Dean T. Sandow  
Parleigh Wada Witt  
121 SW Morrison #600  
Portland, Oregon 97204  
503.228.6044

**MEMORANDUM OF ACTION  
OF DIRECTORS AND SHAREHOLDERS**

**FINISH LINE INDUSTRIES, INC.**

These consent minutes document action by Finish Line Industries, Inc., acting by and through its directors and shareholders in lieu of a meeting, as provided in ORS 60.211 and 60.341. The undersigned, being the only directors and shareholders of the corporation, hereby consent to the following action in lieu of a meeting:

RESOLVED, that Chris W. Thom and Cindy J. Thom are nominated and approved as directors until the next annual meeting of the shareholders unless otherwise removed in accordance with the Articles of Incorporation or Bylaws.

RESOLVED, that Chris W. Thom is elected as President and Cindy J. Thom is elected as Vice President and Secretary to serve until the next annual meeting of the directors and until a successor shall be elected and qualified.

RESOLVED, that the officers are authorized to take such steps as are necessary and appropriate to file the next annual report with the state of Oregon Corporation Division no later than its due date.

RESOLVED, that the officers are authorized to take such steps as are necessary and appropriate to file the corporate income tax returns, with appropriate payment of tax, no later than the due date for such filings.

RESOLVED, that all other business conducted by the corporation through its officers through the date of this Memorandum is hereby ratified and confirmed.


RESOLVED, that the officers of the corporation are authorized and directed to take all actions necessary and appropriate to carry out the foregoing resolutions.

RESOLVED, that corporation hereby ratifies, accepts, and confirms all prior actions taken by the officers and directors to carry into effect the foregoing resolutions.

The foregoing resolutions are hereby adopted effective as of December 31, 2013.

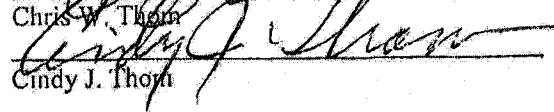
**Directors**

  
\_\_\_\_\_  
Chris W. Thom

  
\_\_\_\_\_  
Cindy J. Thom

**Shareholders**

  
\_\_\_\_\_  
Chris W. Thom

  
\_\_\_\_\_  
Cindy J. Thom

## PLAN OF MERGER

### HYDRO GRAPHICS INC., an Oregon corporation INTO FINISH LINE INDUSTRIES, INC., an Oregon corporation

This Plan of Merger is made and entered into as of December 31, 2017, by and between Hydro Graphics Inc., an Oregon corporation ("HGI"), and Finish Line Industries, Inc., an Oregon corporation ("FLI"). The shareholders and directors of HGI and the shareholders and directors of FLI deem it advisable for HGI to merge with and into FLI. In consideration of the mutual covenants and agreements contained herein, HGI and FLI hereby agree to the following Plan of Merger.

1. *Names of Constituent Entities.* HGI will merge with and into FLI. FLI will be the surviving entity to be continued as an Oregon corporation. The address of FLI is c/o Farleigh Wada Witt, 121 SW Morrison #600, Portland, Oregon 97204.
2. *Terms and Conditions of Merger.* The effective date of merger shall be December 31, 2017. Upon the effective date of the merger, (a) the separate existence of HGI shall cease, (b) title to all property owned by HGI shall be vested in FLI without reversion or impairment, and (c) FLI shall have and assume all liabilities of HGI.
3. *Governing Law.* Oregon law shall govern the surviving corporation.
4. *Name of Surviving Entity.* The name of the surviving entity after the merger shall be Finish Line Industries, Inc.
5. *Registered Office.* The registered agent and address of the registered office of the surviving corporation shall be Dean T. Sandow, 121 SW Morrison #600, Portland, Oregon 97204.
6. *Accounting.* The assets and liabilities of HGI and FLI as of the effective date of the merger shall be reflected on the books of the surviving entity at the values and amounts at which they are carried at that time on the respective books of the constituent entities.
7. *Articles of Incorporation.* The articles of incorporation of FLI, as amended from time to time, shall be the articles of incorporation for the surviving entity.
8. *Bylaws.* The bylaws of FLI, as amended from time to time, shall supersede the bylaws of HGI.
9. *Hydro Graphics Directors.* The tenure of the directors of HGI shall terminate as of the effective date of the merger.
10. *Shareholder Approval.* This Plan of Merger shall be submitted to the shareholders of HGI and to the shareholders of FLI for their approval in the manner provided under applicable law. After approval by the respective shareholders, articles of merger shall be filed as required under applicable state law. Separate consent memoranda are attached hereto and incorporated by this reference establishing the requisite level of shareholder consent for HGI and FLI.



11. *Amendment or Abandonment of Merger.* This merger may be amended or abandoned at any time prior to the filing of articles of merger with the Secretary of State by majority consent of the shareholders of HGI or by majority consent of the shareholders of FLI. In the event that the merger is abandoned, there shall be no liability on the part of the constituent entities or their respective directors or shareholders.
12. *Counterparts.* This Plan of Merger may be executed in any number of counterparts, and all such counterparts and copies shall be and constitute an original instrument.

IN WITNESS WHEREOF, this Plan of Merger has been adopted by the undersigned entities as of the date indicated above.

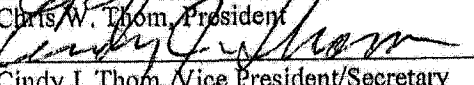
**HGI**

Hydro Graphics Inc.

By

  
Chris W. Thom, President

By

  
Cindy J. Thom, Vice President/Secretary

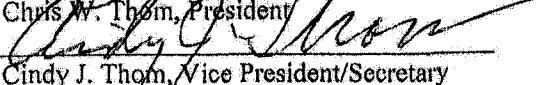
**FLI**

Finish Line Industries, Inc.

By

  
Chris W. Thom, President

By

  
Cindy J. Thom, Vice President/Secretary