

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM571267

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER		
EFFECTIVE DATE:	09/03/2003		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
International Design Guild, Inc.		09/03/2003	Corporation: DELAWARE
RECEIVING PARTY DATA			
Name:	Distribution One, Inc.		
Street Address:	4301 Earth City Expressway		
City:	Earth City		
State/Country:	MISSOURI		
Postal Code:	63045		
Entity Type:	Corporation: GEORGIA		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	2353877	LOUIS A. DABBIERI	
CORRESPONDENCE DATA			
Fax Number:	9136479057		
<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:	913-647-9050		
Email:	tmdocketing.herman@hoveywilliams.com		
Correspondent Name:	Joan O. Herman / HOVEY WILLIAMS LLP		
Address Line 1:	10801 Mastin Blvd.		
Address Line 2:	Suite 1000		
Address Line 4:	Overland Park, KANSAS 66210		
ATTORNEY DOCKET NUMBER:	46128; 6416.00149		
NAME OF SUBMITTER:	Joan Optican Herman		
SIGNATURE:	/Joan Optican Herman/		
DATE SIGNED:	04/09/2020		
Total Attachments: 4			
source=1484198_1#page1.tif			
source=1484198_1#page2.tif			
source=1484198_1#page3.tif			

CH \$40.00 2353877

**STATE OF DELAWARE
AGREEMENT OF MERGER
BETWEEN
INTERNATIONAL DESIGN GUILD, INC., A Delaware Corporation
AND
DISTRIBUTION ONE, INC., a Georgia Corporation**

This Agreement of Merger made and entered into on the 3rd day of September, 2003, by and between International Design Guild, Inc., a Delaware Corporation, and Distribution One, Inc., a Georgia Corporation.

WITNESSETH:

WHEREAS, International Design Guild, Inc. is a Corporation organized and existing under the laws of the State of Delaware, its Certificate of Incorporation having been filed in the Office of the Secretary of State of the State of Delaware on September 15, 1995; and

WHEREAS, Distribution One, Inc. is a corporation organized and existing under the laws of the State of Georgia; and

WHEREAS, the aggregate number of shares which the Georgia Corporation has authority to issue is 30,000; and

WHEREAS, the Board of Directors of each of the constituent corporations deems it advisable that International Design Guild, Inc. be merged into Distribution One, Inc. on the terms and conditions hereinafter set forth, in accordance with the applicable provisions of the statutes of the States of Delaware and Georgia, respectively, which permit such merger;

NOW, THEREFORE, in consideration of the premises and of the agreements, covenants and provisions hereinafter contained, International Design Guild, Inc. and Distribution One, Inc., by their respective Boards of Directors, have agreed and do hereby agree, each with the other as follows:

ARTICLE I

International Design Guild, Inc. and Distribution One, Inc. shall be merged into a single corporation, in accordance with applicable provisions of the laws of the State of Georgia and the State of Delaware, by International Design Guild, Inc. merging into Distribution One, Inc.

Distribution One, Inc. shall be the surviving corporation.

ARTICLE II

Upon the merger becoming effective as provided in the applicable laws of the State of Georgia and the State of Delaware (the time when the merger shall so become effective being sometimes herein referred to as the "Effective Date"): The two Constituent Corporations shall be a single corporation, which shall be Distribution One, Inc. as the Surviving Corporation, and the separate existence of International Design Guild, Inc. shall cease except to the extent provided by the laws of the State of Georgia in the case of a corporation after its merger into another corporation.

ARTICLE III

The Articles of Incorporation of Distribution One, Inc. shall not be amended in any respect by reason of this Agreement of Merger.

ARTICLE IV

The manner of converting the outstanding shares of each of the Constituent Corporations shall be as follows: All of the shares of the common stock of International Design Guild, Inc. ("International Common Stock") issued and outstanding immediately prior to the Effective Date including those shares of capital stock of International Design Guild, Inc. owned directly or indirectly by International Design Guild, Inc. that are authorized but unissued (as treasury shares or otherwise) shall cease to be outstanding and shall automatically and by operation of law be canceled. No shares of "Distribution Common Stock" (as defined below) or any other consideration shall be issued in exchange therefor.

Each share of the common stock of Distribution One, Inc. ("Distribution Common Stock") issued and outstanding immediately prior to the Effective Date shall remain issued and outstanding from and after the Effective Date.

ARTICLE V

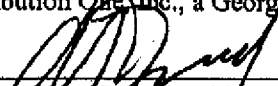
The surviving corporation agrees that it may be served with process in the State of Delaware in any proceeding for enforcement of any obligation of any constituent corporation of Delaware, as well as for enforcement of any obligation of the surviving corporation arising from this merger, including any suit or other proceeding to enforce the rights of any stockholders as determined in appraisal proceedings pursuant to the provisions of Section 262 of the Delaware General Corporation laws, and irrevocably appoints the Secretary of State of Delaware as its agent to accept service of process in any such suit or proceeding. The Secretary of State shall mail any such process to the surviving corporation at the following address: CT Corporation Systems, 1201 Peachtree Street N.E., Atlanta, Georgia 30361.

IN WITNESS WHEREOF, the above referenced Georgia Corporation and the above referenced Delaware Corporation, pursuant to the approval and authority duly given by resolutions adopted by their respective Boards of Directors have caused this Agreement of Merger to be executed by an authorized officer of each party thereto.

International Design Guild, Inc., a Delaware corporation

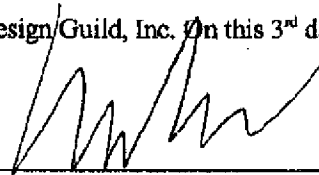
By: 
Christopher Ramey, President

Distribution One, Inc., a Georgia Corporation

By: 
Alan Greenberg, President

I, Howard Brodsky, Secretary of International Design Guild, Inc., a corporation organized and existing under the laws of the State of Delaware, hereby certify, as such Secretary of the said corporation, that the Agreement of Merger to which this certificate is attached, after having been first duly signed on behalf of said corporation by an authorized officer of International Design Guild, Inc., a corporation of the state of Delaware, was duly submitted to the stockholders of said International Design Guild, Inc., at a special meeting of said stockholders called and held separately from the meeting of stockholders of any other corporation, upon waiver of notice, signed by all the stockholders, for the purpose of considering and taking action upon said Agreement of Merger, that 100 shares of stock of said corporation were on said date issued and outstanding and that the holder of 100 shares voted by ballot in favor of said Agreement of Merger and the holders of 0 shares voted by ballot against same, the said affirmative vote representing at least a majority of the total number of shares of the outstanding capital stock of said corporation, and that hereby the Agreement of Merger was at said meeting duly adopted as the act of the stockholders of said International Design Guild, Inc., and the duly adopted agreement of said corporation.

WITNESS my hand on behalf of said International Design Guild, Inc. On this 3rd day of September, 2003.

By: 
Secretary

Name: Howard Brodsky
Print or Type

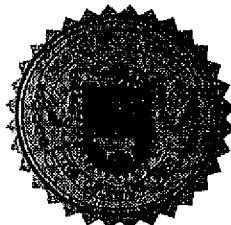
Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"INTERNATIONAL DESIGN GUILD, INC.", A DELAWARE CORPORATION, WITH AND INTO "DISTRIBUTION ONE, INC." UNDER THE NAME OF "DISTRIBUTION ONE, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF GEORGIA, AS RECEIVED AND FILED IN THIS OFFICE THE TENTH DAY OF NOVEMBER, A.D. 2003, AT 11 O'CLOCK A.M.



2544572 8100M

040855812

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 3540505

DATE: 12-11-04

TRADEMARK

RECORDED: 04/09/2020

REEL: 006912 FRAME: 0107