

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM629618

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT
<b>NATURE OF CONVEYANCE:</b>	MERGER AND CHANGE OF NAME
<b>EFFECTIVE DATE:</b>	02/24/2021

## CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Alba Wheels Up International Inc.		02/24/2021	Corporation: NEW YORK

## NEWLY MERGED ENTITY DATA

Name	Execution Date	Entity Type
AWUI, LLC	02/24/2021	Limited Liability Company: NEW YORK

## MERGED ENTITY'S NEW NAME (RECEIVING PARTY)

<b>Name:</b>	Alba Wheels Up International, LLC
<b>Street Address:</b>	1 East Lincoln Avenue
<b>City:</b>	New York
<b>State/Country:</b>	NEW YORK
<b>Postal Code:</b>	11580
<b>Entity Type:</b>	Limited Liability Company: NEW YORK

## PROPERTY NUMBERS Total: 5

Property Type	Number	Word Mark
<b>Serial Number:</b>	88048378	ALBA WHEELS UP
<b>Serial Number:</b>	86763580	ALBA WHEELS UP INTERNATIONAL, INC.
<b>Serial Number:</b>	76551974	ALBA WHEELS UP
<b>Serial Number:</b>	88048394	SUCCESS. DELIVERED.
<b>Serial Number:</b>	86764709	WHEELS UP INTERNATIONAL, INC.

## CORRESPONDENCE DATA

Fax Number:

*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: 2033553844

Email: kseavy@fdh.com

Correspondent Name: Kathleen Seavy

Address Line 1: Six Landmark Square

Address Line 2: Floor 6

OP \$140.00 88048378

**Address Line 4:** Stamford, CONNECTICUT 06901

**NAME OF SUBMITTER:** Kathleen Seavy

**SIGNATURE:** /s/Kathleen Seavy

**DATE SIGNED:** 03/03/2021

**Total Attachments: 5**

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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 February 24, 2021.

*Brendan C. Hughes*

Brendan C. Hughes  
Executive Deputy Secretary of State

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**CERTIFICATE OF MERGER  
OF  
ALBA WHEELS UP INTERNATIONAL INC.  
INTO  
AWUI, LLC**

**Under Section 1003 of the Limited Liability Law  
of the State of New York**

It is hereby certified by each of the constituent entities named herein as follows:

**FIRST:** The board of directors and sole shareholder of Alba Wheels Up International Inc., a New York corporation, and the sole member of AWUI, LLC, a New York limited liability company, have duly adopted an agreement and plan of merger setting forth the terms and conditions of the merger of said entities (the "Merger").

**SECOND:** The name of the constituent entity which is to be the surviving limited liability company is AWUI, LLC. The name under which AWUI, LLC was formed was AWUI, LLC and its Articles of Organization were filed with the New York Department of State on December 31, 2020. As a result of the Merger, AWUI, LLC will change its name to Alba Wheels Up International, LLC. Such changes as are necessary to the Articles of Organization of AWUI, LLC by reason of the Merger and name change are included in Article Fifth of this Certificate of Merger.

**THIRD:** The name of the other constituent entity, which is a corporation being merged into AWUI, LLC, is ALBA WHEELS UP INTERNATIONAL INC. Its Certificate of Incorporation was filed with the New York Department of State on March 22, 1949 (as ALBA FORWARDING CO. INC.) and a Certificate of Amendment to change its name to "Alba Wheels Up International Inc." was filed with the New York Department of State on January 27, 1998.

**FOURTH:** The agreement of merger has been approved and executed by each of the domestic limited liability company and the domestic corporation that is a party thereto.

**FIFTH:** Pursuant to the agreement and plan of merger, the following amendment to AWUI, LLC's Articles of Organization shall be effected by the Merger:

Article First of the Articles of Organization is amended to read in its entirety as follows:

"FIRST: The name of the limited liability company is: Alba Wheels Up International, LLC."

Article Fourth of the Articles of Organization is added in its entirety as follows:

"FOURTH: The purpose for which the limited liability company is formed is to engage in any lawful business for which limited liability companies may be organized under the Limited Liability Company Law, including to transact customs business as a broker."

SIXTH: The Secretary of State is designated as agent of the surviving limited liability company upon whom process against it may be served. The address within or without this state to which the Secretary of State shall mail a copy of any process against the limited liability company served upon him or her is CT Corporation System, 28 Liberty Street, New York, NY 10005.

SEVENTH: The agreement and plan of merger is on file at the following place of business of the surviving domestic limited liability company, Alba Wheels Up International, LLC, 1 East Lincoln Ave., Valley Stream, New York 11580.

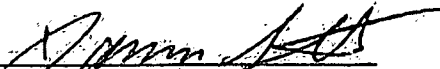
EIGHTH: A copy of the agreement and plan of merger will be furnished by the surviving domestic limited liability company on request and without cost to any member of any domestic limited liability company or to any person holding an interest in any other business entity that is to merge pursuant to such agreement.

NINTH: The Merger shall become effective upon the filing of this Certificate of Merger with the Secretary of State of the State of New York.


IN WITNESS WHEREOF, the constituent corporation and limited liability company have caused this certificate to be signed by an authorized officer this 24<sup>th</sup> day of February, 2021.

[SIGNATURE PAGE TO FOLLOW]

ALBA WHEELS UP INTERNATIONAL INC.

By:   
Name: Damien Stile  
Title: Secretary

AWUI, LLC

By:   
Name: Damien Stile  
Title: Secretary

[Signature Page for Certificate of Merger]

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Certificate of Merger

of

ALBA WHEELS UP INTERNATIONAL INC.

into

AWUI, LLC

Under Section 1003 of the Limited Liability Company Law

Filed by: Christópher Butler  
 (Name)  
Six Landmark Square  
 (Mailing address)  
Stamford, CT 06901  
 (City, State and Zip code)

FILED

2021 FEB 24 PM 12:30

DRAWDOWN  
CST REF 13539934MD

RECEIVED

2021 FEB 24 AM 11:21

STATE OF NEW YORK  
 DEPARTMENT OF STATE  
 FILED FEB 24 2021  
 TAX \$ 0  
 BY: [Signature]

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