

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM852692

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	10/28/2023
SEQUENCE:	1

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
2ND AVE. LLC		10/25/2023	Limited Liability Company: DELAWARE

RECEIVING PARTY DATA

Name:	THRIFT ACQUISITION, INC.
Street Address:	11400 SE 6th St, #220
City:	Bellevue
State/Country:	WASHINGTON
Postal Code:	98004
Entity Type:	Corporation: DELAWARE

PROPERTY NUMBERS Total: 3

Property Type	Number	Word Mark
Registration Number:	3424118	2ND AVE.
Registration Number:	6708026	2ND AVE YOUR THRIFT SUPERSTORE
Serial Number:	97937354	2A THRIFT SUPERSTORE

CORRESPONDENCE DATA

Fax Number: 2063599000

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: 206-359-8000

Email: pctrademarks@perkinscoie.com

Correspondent Name: Grace Han Stanton, Perkins Coie LLP

Address Line 1: 1201 Third Avenue, Suite 4900

Address Line 4: Seattle, WASHINGTON 98101

ATTORNEY DOCKET NUMBER:	125177-4037.US01
NAME OF SUBMITTER:	Grace Han Stanton, WA Bar (28588)
SIGNATURE:	/Grace Han Stanton/
DATE SIGNED:	11/10/2023

Total Attachments: 5

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Delaware

The First State

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I, JEFFREY W. BULLOCK, 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:

"VILLAGE THRIFT STORES, INC.", A PENNSYLVANIA CORPORATION,

"VILLAGE ECONOMY STORES, INC.", A MARYLAND CORPORATION,

"RLJNJ, INC.", A NEW JERSEY CORPORATION,

"RCR REALTY MANAGEMENT, LLC", A PENNSYLVANIA LIMITED LIABILITY COMPANY,

"GREENDROP, LLC", A DELAWARE LIMITED LIABILITY COMPANY,

"GREENDROP TRUCKING LLC", A DELAWARE LIMITED LIABILITY COMPANY,

"GREENDROP REALTY LLC", A DELAWARE LIMITED LIABILITY COMPANY,

"2ND AVE. LLC", A DELAWARE LIMITED LIABILITY COMPANY,

WITH AND INTO "THRIFT ACQUISITION, INC." UNDER THE NAME OF "THRIFT ACQUISITION, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE ON THE TWENTY-SIXTH DAY OF OCTOBER, A.D. 2023, AT 8:04 O`CLOCK A.M.




Jeffrey W. Bullock, Secretary of State

7602332 8100M
SR# 20233819158

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

Authentication: 204455859
Date: 10-26-23

TRADEMARK
REEL: 008255 FRAME: 0680

Delaware

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The First State

*AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF
THE AFORESAID CERTIFICATE OF MERGER IS THE TWENTY-EIGHTH DAY OF
OCTOBER, A.D. 2023 AT 11:52 O'CLOCK P.M.*




Jeffrey W. Bullock, Secretary of State

7602332 8100M
SR# 20233819158

Authentication: 204455859
Date: 10-26-23

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

TRADEMARK
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**CERTIFICATE OF MERGER
OF
GREENDROP, LLC
GREENDROP TRUCKING LLC
GREENDROP REALTY LLC
2ND AVE. LLC
VILLAGE ECONOMY STORES, INC.
RLJNJ, INC.
VILLAGE THRIFT STORES, INC.
RCR REALTY MANAGEMENT, LLC
INTO
THRIFT ACQUISITION, INC.**

The undersigned corporation, organized and existing under and by virtue of the Delaware General Corporation Law, does hereby certify as follows:

1. The name and jurisdiction of formation or incorporation of each of the business entities which is to merge is as follows:

Name	Jurisdiction of Formation or Incorporation
Thrift Acquisition, Inc.	Delaware
GreenDrop, LLC	Delaware
GreenDrop Trucking LLC	Delaware
GreenDrop Realty LLC	Delaware
2nd Ave. LLC	Delaware
Village Economy Stores, Inc.	Maryland
RLJNJ, Inc.	New Jersey
Village Thrift Stores, Inc.	Pennsylvania
RCR Realty Management, LLC	Pennsylvania

2. An Agreement and Plan of Merger has been approved, adopted, certified, executed and acknowledged by each of the business entities which is to merge in accordance with Sections 252 and 264 of the Delaware General Corporation Law.

3. The name of the surviving business entity is Thrift Acquisition, Inc.

4. The certificate of incorporation of the surviving corporation shall be its certificate of incorporation.

5. The future effective time and date of the merger is 11:52 p.m. Eastern Daylight Time, October 28, 2023.

6. The Agreement and Plan of Merger is on file at the principal place of business of the surviving business entity located at 11400 SE 6th St # 220, Bellevue, WA 98004.

7. The Agreement and Plan of Merger having been adopted without a vote of stockholders pursuant to the first sentence of Section 251(f) of the Delaware General Corporation Law, it is hereby certified that the conditions specified by that sentence have been satisfied.

8. A copy of the Agreement and Plan of Merger will be furnished by the surviving business entity, on request and without cost, to any stockholder of any constituent corporation or member of any constituent limited liability company.

[SIGNATURE PAGE FOLLOWS]

IN WITNESS WHEREOF, the undersigned has signed his name and affirmed that this instrument is the act and deed of the corporation and that the statements herein are true, under penalties of perjury, this 25th day of October, 2023.

THRIFT ACQUISITION, INC.
a Delaware corporation

DocuSigned by:
Mark Walsh
By: 69000C941B54477
Name: Mark Walsh
Title: Chief Executive Officer

Signature Page to Certificate of Merger (Multi-Entity)