

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM867583

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	MERGER		
<b>EFFECTIVE DATE:</b>	10/10/2022		
<b>SEQUENCE:</b>	3		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
GDN SOUTH COAST, LLC		09/27/2022	Limited Liability Company: CALIFORNIA
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	GDN SOUTHWEST, LLC		
<b>Street Address:</b>	501 WEST OUTER ROAD		
<b>City:</b>	VALLEY PARK		
<b>State/Country:</b>	MISSOURI		
<b>Postal Code:</b>	63088		
<b>Entity Type:</b>	Limited Liability Company: DELAWARE		
<b>PROPERTY NUMBERS Total: 1</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	4029662	VIKING	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	2124464900		
<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>			
<b>Email:</b>	susan.zablocki@kirkland.com		
<b>Correspondent Name:</b>	SUSAN ZABLOCKI		
<b>Address Line 1:</b>	KIRKLAND & ELLIS LLP		
<b>Address Line 2:</b>	601 LEXINGTON AVENUE		
<b>Address Line 4:</b>	NEW YORK, NEW YORK 10022		
<b>ATTORNEY DOCKET NUMBER:</b>	54149-2		
<b>NAME OF SUBMITTER:</b>	Susan Zablocki		
<b>SIGNATURE:</b>	/susan zablocki/		
<b>DATE SIGNED:</b>	01/11/2024		
<b>Total Attachments: 3</b>			
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source=GDN SOUTH COAST LLC-CA-Merger (Discontinuing Company)#page2.tif			

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# California Secretary of State

Business Programs Division

1500 11th Street, Sacramento, CA 95814

**Request Type:** Certified Copies  
**Entity Name:** GDN SOUTHWEST, LLC  
**Formed In:** DELAWARE  
**Entity No.:** 202102911149  
**Entity Type:** Limited Liability Company - Out of State

**Issuance Date:** 10/03/2022  
**Copies Requested:** 1  
**Receipt No.:** 002658706  
**Certificate No.:** 049498445

## Document Listing

Reference #	Date Filed	Filing Description	Number of Pages
** **** *****	*****	End of list *****	***** **

I, SHIRLEY N. WEBER, PH.D., California Secretary of State, do hereby certify on the Issuance Date, the attached document(s) referenced above are true and correct copies and were filed in this office on the date(s) indicated above.



IN WITNESS WHEREOF, I execute this certificate and affix the Great Seal of the State of California on October 03, 2022.

SHIRLEY N. WEBER, PH.D.  
Secretary of State

To verify the issuance of this Certificate, use the Certificate No. above with the Secretary of State Certification Verification Search available at [bizfileOnline.sos.ca.gov](http://bizfileOnline.sos.ca.gov).



**State of California  
Secretary of State**

OBE MERG

For Office Use Only  
**-FILED-**  
File No.: BA20220928044  
Date Filed: 9/27/2022

**Certificate of Merger**

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(California Corporations Code sections

1113(g), 3203(g), 6019.1, 8019.1, 9640, 12540.1, 15911.14, 18915(b) and 17710.14)

**Filing Fee: \$150.00; Certification Fee (Optional): \$5.00**

This Space For Filing Use Only

1. NAME OF SURVIVING ENTITY GDN Southwest, LLC	2. TYPE OF ENTITY LLC	3. CA SECRETARY OF STATE FILE NUMBER 202102911149	4. JURISDICTION Delaware
5. NAME OF DISAPPEARING ENTITY GDN South Coast, LLC	6. TYPE OF ENTITY LLC	7. CA SECRETARY OF STATE FILE NUMBER 202035310957	8. JURISDICTION California

9. THE PRINCIPAL TERMS OF THE AGREEMENT OF MERGER WERE APPROVED BY A VOTE OF THE NUMBER OF INTERESTS OR SHARES OF EACH CLASS THAT EQUALED OR EXCEEDED THE VOTE REQUIRED. (IF A VOTE WAS REQUIRED, SPECIFY THE CLASS AND THE NUMBER OF OUTSTANDING INTERESTS OF EACH CLASS ENTITLED TO VOTE ON THE MERGER AND THE PERCENTAGE VOTE REQUIRED OF EACH CLASS, ATTACH ADDITIONAL PAGES, IF NEEDED.)

SURVIVING ENTITY		DISAPPEARING ENTITY	
CLASS AND NUMBER	AND PERCENTAGE VOTE REQUIRED	CLASS AND NUMBER	AND PERCENTAGE VOTE REQUIRED
Membership Interests - 100%	100%	Membership Interests - 100%	100%

10. IF EQUITY SECURITIES OF A PARENT PARTY ARE TO BE ISSUED IN THE MERGER, CHECK THE APPLICABLE STATEMENT.  
 No vote of the shareholders of the parent party was required.      The required vote of the shareholders of the parent party was obtained.

11. IF THE SURVIVING ENTITY IS A DOMESTIC LIMITED LIABILITY COMPANY, LIMITED PARTNERSHIP, OR PARTNERSHIP, PROVIDE THE REQUISITE CHANGES (IF ANY) TO THE INFORMATION SET FORTH IN THE SURVIVING ENTITY'S ARTICLES OF ORGANIZATION, CERTIFICATE OF LIMITED PARTNERSHIP OR STATEMENT OF PARTNERSHIP AUTHORITY RESULTING FROM THE MERGER. ATTACH ADDITIONAL PAGES, IF NECESSARY.

12. IF A DISAPPEARING ENTITY IS A DOMESTIC LIMITED LIABILITY COMPANY, LIMITED PARTNERSHIP, OR PARTNERSHIP, AND THE SURVIVING ENTITY IS NOT A DOMESTIC ENTITY OF THE SAME TYPE, ENTER THE PRINCIPAL ADDRESS OF THE SURVIVING ENTITY.

PRINCIPAL ADDRESS OF SURVIVING ENTITY 401 West Outer Road	CITY AND STATE Valley Park, MO	ZIP CODE 63088
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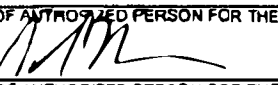

13. OTHER INFORMATION REQUIRED TO BE STATED IN THE CERTIFICATE OF MERGER BY THE LAWS UNDER WHICH EACH CONSTITUENT OTHER BUSINESS ENTITY IS ORGANIZED. ATTACH ADDITIONAL PAGES, IF NECESSARY.

14. STATUTORY OR OTHER BASIS UNDER WHICH A FOREIGN OTHER BUSINESS ENTITY IS AUTHORIZED TO EFFECT THE MERGER.  
Section 18-209 of the Delaware Limited Liability Company Act

15. FUTURE EFFECTIVE DATE, IF ANY  
10 - 10 - 2022  
 (Month) (Day) (Year)

16. ADDITIONAL INFORMATION SET FORTH ON ATTACHED PAGES, IF ANY, IS INCORPORATED HEREIN BY THIS REFERENCE AND MADE PART OF THIS CERTIFICATE.

17. I CERTIFY UNDER PENALTY OF PERJURY UNDER THE LAWS OF THE STATE OF CALIFORNIA THAT THE FOREGOING IS TRUE AND CORRECT OF MY OWN KNOWLEDGE. I DECLARE I AM THE PERSON WHO EXECUTED THIS INSTRUMENT, WHICH EXECUTION IS MY ACT AND DEED.

 SIGNATURE OF AUTHORIZED PERSON FOR THE SURVIVING ENTITY	9/27/22 DATE	John Hopper, Manager of Gateway Dealer Network, LLC, Member TYPE OR PRINT NAME AND TITLE OF AUTHORIZED PERSON
 SIGNATURE OF AUTHORIZED PERSON FOR THE SURVIVING ENTITY	DATE	TYPE OR PRINT NAME AND TITLE OF AUTHORIZED PERSON
 SIGNATURE OF AUTHORIZED PERSON FOR THE DISAPPEARING ENTITY	9/27/22 DATE	John Hopper, Manager of Gateway Dealer Network, LLC, Member of GDN Southwest, LLC, Member TYPE OR PRINT NAME AND TITLE OF AUTHORIZED PERSON
SIGNATURE OF AUTHORIZED PERSON FOR THE DISAPPEARING ENTITY	DATE	TYPE OR PRINT NAME AND TITLE OF AUTHORIZED PERSON

For an entity that is a business trust, real estate investment trust or an unincorporated association, set forth the provision of law or other basis for the authority of the person signing: \_\_\_\_\_

GDN South Coast, LLC  
202035310957

GDN Southwest, LLC  
202102911149

**ATTACHMENT TO THE CALIFORNIA CERTIFICATE OF MERGER**

**Item 13.**

**OTHER INFORMATION REQUIRED TO BE STATED IN THE CERTIFICATE OF MERGER BY THE LAWS UNDER WHICH EACH CONSTITUENT OTHER BUSINESS ENTITY IS ORGANIZED.**

The following is made pursuant to California Corporation Code §17710.17(f)(1)(2) & (3):

- (1) The surviving entity hereby agrees that it may be served in this state in a proceeding for the enforcement of an obligation of any constituent entity and in a proceeding to enforce the rights of any holder of a dissenting interest or dissenting shares in a constituent domestic limited liability company or domestic other business entity.
- (2) The surviving entity hereby irrevocably appoints the Secretary of State as its agent for service of process. The address to which service of process may be made against the entity (after the merger): 401 West Outer Road, Valley Park, MO 63088.
- (3) The surviving entity will promptly pay the holder of any dissenting interest or dissenting share in a constituent domestic limited liability company or domestic other business entity the amount to which that person is entitled under the laws of this state.

Certificate Verification No.: 049498445 Date: 10/03/2022

B1105-2172 09/27/2022 5:00 PM Received by California Secretary of State