

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

Assignment ID: TM167050

SUBMISSION TYPE:	RESUBMISSION
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	12/31/2016
RESUBMIT DOCUMENT ID:	900831286

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Active Organics, Inc		12/31/2016	Corporation: TEXAS

RECEIVING PARTY DATA

Company Name:	Lipotec USA, Inc.
Street Address:	1097 Yates Street
City:	Lewisville
State/Country:	TEXAS
Postal Code:	75057
Entity Type:	Corporation: TEXAS

PROPERTY NUMBERS Total: 1

Property Type	Number	Word Mark
Registration Number:	1830962	ACTIPLEX

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: 4403471135
Email: liz.barks@lubrizol.com
Correspondent Name: The Lubrizol Corporation
Address Line 1: 29400 Lakeland Blvd
Address Line 4: Wickliffe, OHIO 44092-2298

ATTORNEY DOCKET NUMBER:	6458
NAME OF SUBMITTER:	Elizabeth Barks
SIGNATURE:	Elizabeth Barks
DATE SIGNED:	03/04/2024

Total Attachments: 12

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Corporations Section
P.O.Box 13697
Austin, Texas 78711-3697



Carlos H. Cascos
Secretary of State

Office of the Secretary of State

December 07, 2016

CT Corporation System
701 Brazos, Ste. 720
Austin, TX 78701 USA

RE:
Lipotec USA, Inc. (File Number: 801209483)

It has been our pleasure to approve and place on record the filing instrument effecting a merger. The appropriate evidence of filing is attached for your files. Payment of the filing fee is acknowledged by this letter.

If we can be of further service at any time, please let us know.

Sincerely,

Corporations Section
Business & Public Filings Division

Enclosure



Office of the Secretary of State

CERTIFICATE OF MERGER

The undersigned, as Secretary of State of Texas, hereby certifies that a filing instrument merging

Lipotec Group Corp.
Foreign For-Profit Corporation
Delaware, USA
[Entity not of Record, Filing Number Not Available]

Into

Lipotec USA, Inc.
[Prior Name : Active Organics, Inc.]
Domestic For-Profit Corporation
[File Number: 801209483]

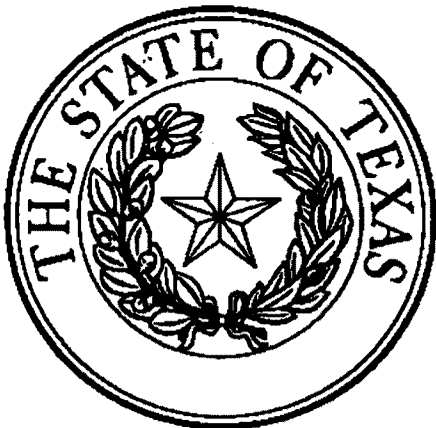
and Restating the Certificate of Formation of
Lipotec USA, Inc.
[Prior Name: Active Organics, Inc.]

has been received in this office and has been found to conform to law.

Accordingly, the undersigned, as Secretary of State, and by the virtue of the authority vested in the secretary by law, hereby issues this certificate evidencing the acceptance and filing of the merger on the date shown below.

Dated: 12/06/2016

Effective: 12/31/2016



A handwritten signature in black ink, appearing to read "Cascos", followed by a horizontal line.

Carlos H. Cascos
Secretary of State

Corporations Section
P.O.Box 13697
Austin, Texas 78711-3697



Carlos H. Cascos
Secretary of State

Office of the Secretary of State

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Phone: (512) 463-5555
Prepared by: Virginia Tobias

Come visit us on the internet at <http://www.sos.state.tx.us/>

Fax: (512) 463-5709
TID: 10343

TRADEMARK
REEL: 008356 FRAME: 0790

Form 622
(Revised 12/15)
Return in duplicate to:
Secretary of State
P.O. Box 13697
Austin, TX 78711-3697
512 463-5555
FAX: 512 463-5709
Filing Fee: see instructions



Certificate of Merger
Combination Merger
Business Organizations Code

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FILED
In the Office of the
Secretary of State of Texas

DEC 06 2016

Corporations Section

Parties to the Merger

Pursuant to chapter 10 of the Texas Business Organizations Code, and the title applicable to each domestic filing entity identified below, the undersigned parties submit this certificate of merger.

The name, organizational form, state of incorporation or organization, and file number, if any, issued by the secretary of state for each organization that is a party to the merger are as follows:

Party 1

Active Organics, Inc.

Name of Organization

The organization is a for-profit corporation It is organized under the laws of
Specify organizational form (e.g., for-profit corporation)

TX United States The file number, if any, is 801209483
State Country Texas Secretary of State file number

Its principal place of business is 1097 Yates Street Lewisville TX
Address City State

The organization will survive the merger. The organization will not survive the merger.

The plan of merger amends the name of the organization. The new name is set forth below.

Lipotec USA, Inc.

Name as Amended

Party 2

Lipotec Group Corp.

Name of Organization

The organization is a for-profit corporaiton It is organized under the laws of
Specify organizational form (e.g., for-profit corporation)

DE United States The file number, if any, is n/a
State Country Texas Secretary of State file number

Its principal place of business is 29400 Lakeland Boulevard Wickliffe OH
Address City State

The organization will survive the merger. The organization will not survive the merger.

The plan of merger amends the name of the organization. The new name is set forth below.

Name as Amended

Party 3

Name of Organization

The organization is a _____ It is organized under the laws of
Specify organizational form (e.g., for-profit corporation)

The file number, if any, is _____

State _____ Country _____ Texas Secretary of State file number _____

Its principal place of business is _____

Address

City

State

- The organization will survive the merger. The organization will not survive the merger.
- The plan of merger amends the name of the organization. The new name is set forth below.

Name as Amended

Plan of Merger

- The plan of merger is attached.

If the plan of merger is not attached, the following statements must be completed.

Alternative Statements

Instead of providing the plan of merger, each domestic filing entity certifies that:

1. A plan of merger is on file at the principal place of business of each surviving, acquiring, or new domestic entity or non-code organization that is named in this form as a party to the merger or an organization created by the merger.
2. On written request, a copy of the plan of merger will be furnished without cost by each surviving, acquiring, or new domestic entity or non-code organization to any owner or member of any domestic entity that is a party to or created by the plan of merger and, if the certificate of merger identifies multiple surviving domestic entities or non-code organizations, to any creditor or obligee of the parties to the merger at the time of the merger if a liability or obligation is then outstanding.

Item 3A is the default selection. If the merger effected an amendment to, a restatement of, or an amendment and restatement of the certificate of formation of a surviving filing entity, you must select and complete one of the options shown below. Options 3B and 3C require the submission of the described attachment.

3A. No amendments to the certificate of formation of any surviving filing entity that is a party to the merger are effected by the merger.

3B. No amendments to the certificate of formation of any filing entity are being effected by the merger or by the restated certificate of formation of the surviving filing entity named in the attached restated certificate of formation.

3C. The plan of merger effected an amendment and restatement of the certificate of formation of a surviving filing entity. The amendments being made and the name of the surviving entity restating its certificate of formation are set forth in the attached restated certificate of formation containing amendments.

3D. The plan of merger effected amendments or changes to the following surviving filing entity's certificate of formation.

Name of filing entity effecting amendments

The changes or amendments to the filing entity's certificate of formation, other than the name change noted previously, are stated below.

Amendment Text Area

[Empty rectangular box for amendment text]

4. Organizations Created by Merger

The name, jurisdiction of organization, principal place of business address, and entity description of each entity or other organization to be created pursuant to the plan of merger are set forth below. The certificate of formation of each new domestic filing entity to be created is being filed with this certificate of merger.

n/a

<i>Name of New Organization 1</i>	<i>Jurisdiction</i>	<i>Entity Type (See instructions)</i>	
<i>Principal Place of Business Address</i>	<i>City</i>	<i>State</i>	<i>Zip Code</i>
<i>Name of New Organization 2</i>	<i>Jurisdiction</i>	<i>Entity Type (See instructions)</i>	
<i>Principal Place of Business Address</i>	<i>City</i>	<i>State</i>	<i>Zip Code</i>
<i>Name of New Organization 3</i>	<i>Jurisdiction</i>	<i>Entity Type (See instructions)</i>	
<i>Principal Place of Business Address</i>	<i>City</i>	<i>State</i>	<i>Zip</i>

Approval of the Plan of Merger

The plan of merger has been approved as required by the laws of the jurisdiction of formation of each organization that is a party to the merger and by the governing documents of those organizations.

The approval of the owners or members of _____ *Name of domestic entity* was not required by the provisions of the BOC.

Effectiveness of Filing (Select either A, B, or C.)

A. This document becomes effective when the document is accepted and filed by the secretary of state.

B. This document becomes effective at a later date, which is not more than ninety (90) days from the date of signing. The delayed effective date is: December 31, 2016

C. This document takes effect on the occurrence of the future event or fact, other than the passage of time. The 90th day after the date of signing is: _____

The following event or fact will cause the document to take effect in the manner described below:

Text Area

Tax Certificate

- Attached hereto is a certificate from the comptroller of public accounts that all taxes under title 2, Tax Code, have been paid by the non-surviving filing entity.
- Instead of providing the tax certificate, one or more of the surviving, acquiring or newly created organizations will be liable for the payment of the required franchise taxes.

Execution

The undersigned signs this document subject to the penalties imposed by law for the submission of a materially false or fraudulent instrument. The undersigned certifies that the statements contained herein are true and correct, and that the person signing is authorized under the provisions of the Business Organizations Code, or other law applicable to and governing the merging entity, to execute the filing instrument.

Date: 12/1/2016

Lipotec Group Corp.

Merging Entity Name

Richard J. Tolin

Signature of authorized person (see instructions)

Richard J. Tolin, President

Printed or typed name of authorized person

Active Organics, Inc.

Merging Entity Name

Brian A. Valentine

Signature of authorized person (see instructions)

Brian A. Valentine, Vice President and Treasurer

Printed or typed name of authorized person

Merging Entity Name

Signature of authorized person (see instructions)

Printed or typed name of authorized person

Form 414
(Revised 09/13)

This space reserved for office use.



**Restated Certificate of
Formation
With New Amendments**

Submit in duplicate to:
Secretary of State
P.O. Box 13697
Austin, TX 78711-3697
512 463-5555
FAX: 512/463-5709

Filing Fee: See instructions

Entity Information

The name of the filing entity is:

Active Organics, Inc.

State the name of the entity as currently shown in the records of the secretary of state. If the amendment changes the name of the entity, state the old name and not the new name.

The filing entity is a: (Select the appropriate entity type below.)

- | | |
|--|---|
| <input checked="" type="checkbox"/> For-profit Corporation | <input type="checkbox"/> Professional Corporation |
| <input type="checkbox"/> Nonprofit Corporation | <input type="checkbox"/> Professional Limited Liability Company |
| <input type="checkbox"/> Cooperative Association | <input type="checkbox"/> Professional Association |
| <input type="checkbox"/> Limited Liability Company | <input type="checkbox"/> Limited Partnership |

The file number issued to the filing entity by the secretary of state is: 801209483

The date of formation of the filing entity is: 12/22/2009

Statement of Approval

Each new amendment has been made in accordance with the provisions of the Texas Business Organizations Code. The amendments to the certificate of formation and the restated certificate of formation have been approved in the manner required by the Code and by the governing documents of the entity.

Required Statements

The restated certificate of formation, which is attached to this form, accurately states the text of the certificate of formation being restated and each amendment to the certificate of formation being restated that is in effect, and as further amended by the restated certificate of formation. The attached restated certificate of formation does not contain any other change in the certificate of formation being restated except for the information permitted to be omitted by the provisions of the Texas Business Organizations Code applicable to the filing entity.

Effectiveness of Filing (Select either A, B, or C.)

- A. This document becomes effective when the document is filed by the secretary of state.
- B. This document becomes effective at a later date, which is not more than ninety (90) days from the date of signing. The delayed effective date is: December 31, 2016
- C. This document takes effect upon the occurrence of the future event or fact, other than the passage of time. The 90th day after the date of signing is: _____

The following event or fact will cause the document to take effect in the manner described below:

Execution

The undersigned affirms that the person designated as registered agent in the restated certificate of formation has consented to the appointment. The undersigned signs this document subject to the penalties imposed by law for the submission of a materially false or fraudulent instrument and certifies under penalty of perjury that the undersigned is authorized under the provisions of law governing the entity to execute the filing instrument.

Date: 12/1/2016

Active Organics, Inc.

Name of entity (see Execution instructions)

Richard J. Tolin

Signature of authorized individual (see instructions)

Richard J. Tolin, President

Printed or typed name of authorized individual

Attach the text of the amended and restated certificate of formation to the completed statement form. Identify the attachment as "Restated Certificate of Formation of [Name of Entity]."

**RESTATED CERTIFICATE OF FORMATION
OF
LIPOTEC USA, INC.**

**ARTICLE ONE
ENTITY NAME AND TYPE**

The filing entity is a for-profit corporation. The name of the for-profit corporation is Lipotec USA, Inc. (the "Corporation").

**ARTICLE TWO
PERIOD OF DURATION**

The period of duration of the Corporation is perpetual or until terminated or merged or consolidated in some lawful manner.

**ARTICLE THREE
PURPOSE AND POWERS**

Section 1. Purpose. The purpose for which the Corporation is formed is for the transaction of all lawful business for which a for-profit corporation may be organized under the Texas Business Organizations Code ("TBOC").

Section 2. Powers. Subject to any specific written limitations or restrictions imposed by the TBOC, by other law, or by this Certificate of Formation, and solely in furtherance thereof, but not in addition to the limited purposes set forth in Section 1 of this Article, the Corporation shall have and exercise all of the powers specified in the TBOC, which powers are not inconsistent with this Certificate of Formation.

**ARTICLE FOUR
CAPITALIZATION, PREEMPTIVE RIGHTS AND VOTING**

Section 1. Authorized Shares. The total number of shares the Corporation is authorized to issue is 100, consisting of 100 common shares with par value of one cent (\$.01) per share ("Common Shares").

Section 2. Preemptive Rights. No holder of shares of the capital stock of the Corporation shall, as such holder, have any preemptive or preferential right to purchase or subscribe for any capital stock of any class of stock of the Corporation, whether now or hereafter authorized, whether unissued or in treasury, or to purchase any obligations convertible into shares of any class of stock of the Corporation, which at any time may be proposed to be issued by the Corporation or subjected to rights or options to purchase granted by the Corporation.

Section 3. Voting. Each Common Share shall be equal to every other Common Share and the holders thereof shall be entitled to one vote for each share of such stock on all questions presented to the shareholders. No holder of shares of the Corporation shall be entitled to vote cumulatively in the election of directors of the Corporation. The holders of a majority of the outstanding shares of the capital stock of the Corporation entitled to vote thereon and represented in person or by proxy at a meeting of the shareholders at which a quorum is present shall be sufficient to authorize, affirm, ratify or consent to such action. Any action required by the TBOC to be taken at any annual or special meeting of shareholders may be taken without a meeting, without prior notice, and without a vote, if a consent or consents in writing, setting forth the action so taken, shall be signed by all of the holders of the outstanding shares of the capital stock of the Corporation entitled to vote thereon.

**ARTICLE FIVE
REGISTERED AGENT AND REGISTERED OFFICE**

Section 1. Registered Agent. The registered agent is an organization by the name of: CT Corporation System.

Section 2. Registered Office. The business address of the registered agent and the registered office address are: 1999 Bryan Street, Suite 900, Dallas, TX 75201-4234.

**ARTICLE SIX
DIRECTORS**

Section 1. Initial Board of Directors. The business and affairs of the Corporation shall be managed by or be under the direction of the board of directors of the Corporation. Directors need not be residents of the State of Texas or shareholders of the Corporation. The initial board of directors shall consist of one member. The number of directors of the Corporation may from time to time be changed in accordance with the Bylaws of the Corporation and the TBOC.

Section 2. Name and Address of the Directors. The name and address of the person who is serving as the sole director until the next annual meeting of Shareholders or until his successor is elected and qualified, or until his earlier death, resignation, or removal is as follows:

NAME	ADDRESS	CITY, STATE
Richard J. Tolin	9911 Brecksville Road	Cleveland, Ohio 44141-3247

Section 3. Limitation on Liability of Directors. To the fullest extent permitted by the TBOC as the same exists or may hereafter be amended, a director of the Corporation shall not be liable to the Corporation or its shareholders for monetary damages for an act or omission in the director's capacity as a director.

**ARTICLE SEVEN
AMENDMENT OF BYLAWS**

The board of directors shall have the power to adopt, alter, amend or repeal the Bylaws of the Corporation. Notwithstanding the preceding, the Shareholders of the Corporation shall also have the power to adopt, alter, amend or repeal the Bylaws of the Corporation.

**ARTICLE EIGHT
AMENDMENTS**

The Corporation reserves the right to amend, alter, change or repeal any provision contained in this Certificate of Formation in the manner now or hereafter prescribed by the TBOC or this Certificate of Formation, and all rights conferred on the shareholders herein are granted subject to this reservation.