

PATENT ASSIGNMENT COVER SHEET

Electronic Version v1.1
 Stylesheet Version v1.2

EPAS ID: PAT3927571

SUBMISSION TYPE:	NEW ASSIGNMENT	
NATURE OF CONVEYANCE:	MERGER	
EFFECTIVE DATE:	06/09/2016	
CONVEYING PARTY DATA		
	Name	Execution Date
	FOOJI LLC	06/09/2016
RECEIVING PARTY DATA		
Name:	FOOJI, INC.	
Street Address:	201 PRICE ROAD #116	
City:	LEXINGTON	
State/Country:	KENTUCKY	
Postal Code:	40511	
PROPERTY NUMBERS Total: 1		
	Property Type	Number
	Application Number:	15159364
CORRESPONDENCE DATA		
Fax Number:	(703)816-4100	
<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:	703-816-4000	
Email:	ptomail@nixonvan.com	
Correspondent Name:	ALAN M. KAGEN/NIXON & VANDERHYE, PC	
Address Line 1:	901 NORTH GLEBE ROAD, 11TH FLOOR	
Address Line 4:	ARLINGTON, VIRGINIA 22203	
ATTORNEY DOCKET NUMBER:	AMK-6312-2	
NAME OF SUBMITTER:	ALAN M. KAGEN	
SIGNATURE:	/Alan M. Kagen/	
DATE SIGNED:	06/21/2016	
Total Attachments: 7		
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Delaware

The First State

Page 1

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:

"FOOJI, LLC", A KENTUCKY LIMITED LIABILITY COMPANY,
WITH AND INTO "FOOJI, INC." UNDER THE NAME OF "FOOJI, INC.",
A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE ON THE NINTH DAY OF JUNE, A.D. 2016, AT 1:07 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE NINTH DAY OF JUNE, A.D. 2016 AT 5 O'CLOCK P.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.




Jeffrey W. Bullock, Secretary of State

6063428 8100M
SR# 20164384051

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

Authentication: 202463272
Date: 06-09-16

PATENT
REEL: 038971 FRAME: 0573

**Certificate of Merger
of
Fooji, Inc., a Delaware corporation
and
Fooji, LLC, a Kentucky limited liability company**

In accordance with Section 264 of the Delaware General Corporation law, the undersigned **Fooji, Inc.**, a Delaware corporation ("Fooji Delaware"), as the surviving business entity of a merger (the "Merger") between Fooji Delaware and **Fooji, LLC**, a Kentucky limited liability company ("Fooji Kentucky"), does hereby certify as follows:

FIRST: The name and state of domicile of each of the constituent entities to the Merger is: (a) Fooji, Inc., a corporation organized and incorporated under the laws of the State of Delaware and (b) Fooji, LLC, a limited liability company organized and formed under the laws of the Commonwealth of Kentucky.

SECOND: An Agreement and Plan of Merger, dated June 8, 2016, by and between Fooji Delaware and Fooji Kentucky has been approved, adopted, certifies, executed and acknowledged by each of the constituent entities in accordance with Section 264 of the Delaware General Corporation Law.

THIRD: The name of the surviving corporation is Fooji, Inc., a Delaware corporation.

FOURTH: The Certificate of Incorporation of Fooji Delaware shall be the Certificate of Incorporation of the surviving corporation, without change and no such changes are desired.


SIXTH: The executed Agreement and Plan of Merger is on file at an office of the surviving corporation at the following address: 201 Price Road #116, Lexington, Kentucky 40511. A copy of the Agreement and Plan of Merger will be furnished by the surviving corporation, on request and without cost, to any stockholder of any constituent corporation or any member of any constituent limited liability company.

EIGHTH: This Certificate of Merger shall be effective on, June 9, 2016 at 5:00 p.m., Eastern Daylight Saving Time.

[Signature Page Follows]

IN WITNESS WHEREOF, Fooji, Inc., a Delaware corporation, has executed this Certificate of Merger by and through its duly authorized officer as of the 9th day of June, 2016.

FOOJI, INC.
a Delaware corporation

By: 
Gregg Morton, Chief Executive Officer

0922296.06

amcray
MRG

Alison Lundergan Grimes
Kentucky Secretary of State
Received and Filed:
6/9/2016 2:58 PM
Fee Receipt: \$50.00

**Articles of Merger
of
Fooji, LLC, a Kentucky limited liability company
with and into
Fooji, Inc., a Delaware corporation**

The following Articles of Merger are hereby executed, delivered and filed by **Fooji, Inc.**, a Delaware corporation ("Fooji Delaware"), as the surviving business entity of a merger (the "Merger") between Fooji Delaware and **Fooji, LLC**, a Kentucky limited liability company ("Fooji Kentucky"), pursuant to KRS 275.360 and the Agreement and Plan of Merger between Fooji Kentucky and Fooji Delaware, dated as of the 8th day of June, 2016 (the "Plan of Merger").

FIRST: The name and jurisdiction of formation or organization each of the constituent business entities to the Merger is: (a) Fooji, Inc., a corporation organized and incorporated under the laws of the State of Delaware and (b) Fooji, LLC, a limited liability company organized and formed under the laws of the Commonwealth of Kentucky.

SECOND: The name of the surviving business entity is Fooji, Inc., a Delaware corporation, with its principal office address is 201 Price Road #116, Lexington, Kentucky 40511.

THIRD: There are no changes to the Certificate of Incorporation of Fooji Delaware, as the surviving business entity, as a result of the Merger and no such changes are desired.

FOURTH: The merger of Fooji Kentucky with and into Fooji Delaware pursuant to the Plan of Merger is permitted by both the laws of the Commonwealth of Kentucky, the state in which Fooji Kentucky was formed, and the State of Delaware, the state in which Fooji Delaware was formed, and Fooji Kentucky and Fooji Delaware have complied with the laws of the Commonwealth of Kentucky and the State of Delaware in effecting such merger.

FIFTH: The Plan of Merger was duly authorized and approved by each of Fooji Kentucky and Fooji Delaware in accordance with KRS 275.350.

SIXTH: A copy of the Plan of Merger will be furnished by the surviving corporation, Fooji Delaware, on request and without cost, to any member of Fooji Kentucky or any stockholder of Fooji Delaware.

SEVENTH: Fooji Delaware, as the surviving business entity, agrees that it may be served with process in the Commonwealth of Kentucky in any proceeding for enforcement of any obligation of Fooji Kentucky, as well as for the enforcement of any obligation of the surviving business entity, Fooji Delaware, arising from the merger. Fooji Delaware appoints the Kentucky Secretary of State as its agent for service of process in any such proceeding. Fooji Delaware specifies the address to which a copy of the process shall be mailed to it by the Kentucky Secretary of State in any such proceeding is: 201 Price Road #116, Lexington, Kentucky 40511.

EIGHTH: These Articles of Merger and merger between Fooji Kentucky and Fooji Delaware shall take effect on, June 9, 2016 at 5:00 p.m., Eastern Daylight Saving Time.

NINTH: These Articles of Merger may be executed in several counterparts, and as so executed shall constitute one instrument, binding on all of the parties hereto.

[Signature Page Follows]

IN WITNESS WHEREOF, Fooji, Inc., a Delaware corporation, as the surviving business entity under the Agreement Plan of Merger, and Fooji, LLC, a Kentucky limited liability company, have caused their respective names to be subscribed to these Articles of Merger, by and through their duly authorized representatives as of the 9th day of June, 2016.

FOOJI, INC.

a Delaware corporation

By: 

Gregg Morton, Chief Executive Officer

FOOJI, LLC,

a Kentucky limited liability company

By: 

Gregg Morton, Manager and Chief Executive Officer