

PATENT ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

EPAS ID: PAT6728777

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER AND CHANGE OF NAME
EFFECTIVE DATE:	01/01/2021
CONVEYING PARTY DATA	
Name	Execution Date
NUTRITION & FITNESS INC.	01/01/2021
NEWLY MERGED ENTITY DATA	
Name	Execution Date
GREGORY PHARMACEUTICAL HOLDINGS, INC.	01/01/2021
MERGED ENTITY'S NEW NAME (RECEIVING PARTY)	
Name:	GREGORY PHARMACEUTICAL HOLDINGS, INC.
Street Address:	501 FIFTH STREET
City:	BRISTOL
State/Country:	TENNESSEE
Postal Code:	37620
PROPERTY NUMBERS Total: 1	
Property Type	Number
Application Number:	15808145
CORRESPONDENCE DATA	
Fax Number:	(650)494-0792
<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:	(202) 791-8575
Email:	ebowers@mofo.com
Correspondent Name:	MEREDITH STRADLEY
Address Line 1:	MORRISON & FOERSTER LLP
Address Line 2:	2100 L STREET, NW SUITE 900
Address Line 4:	WASHINGTON, D.C. 20037
ATTORNEY DOCKET NUMBER:	75890-20002.00
NAME OF SUBMITTER:	MEREDITH L. STRADLEY
SIGNATURE:	/Meredith L. Stradley/
DATE SIGNED:	05/25/2021

Total Attachments: 5

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STATE OF MARYLAND
Department of Assessments and Taxation

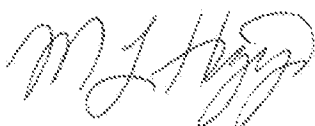
I, Michael L. Higgs, Director of the State Department of Assessments and Taxation, hereby certify that the attached document, consisting of 2 pages, inscribed with the same Authentication Code, is a true copy of the public record of the

Articles of Merger
for
GREGORY PHARMACEUTICAL HOLDINGS, INC.

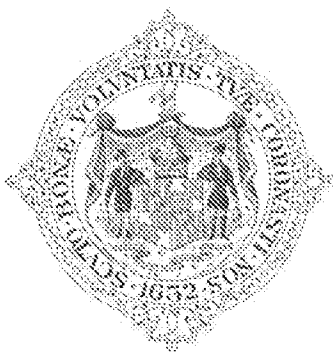
(Department ID: **D04673323**)

I further certify that this document is a true copy generated from the online service with the State Department of Assessments and Taxation.

In witness whereof, I have hereunto subscribed my signature and affixed the seal of the State Department of Assessments and Taxation of Maryland at Baltimore on this December 08, 2020.



Michael L. Higgs
Director



301 West Preston Street, Baltimore, Maryland 21201
Telephone Baltimore Metro (410) 767-1344 / Outside Baltimore Metro (888) 246-5941
MRS (Maryland Relay Service) (800) 735-2258 TT/Voice

Online Certificate Authentication Code: fqCnpVfPhU2IppoIJ_IZ5Q
To verify the Authentication Code, visit <http://dat.maryland.gov/verify>

ARTICLES OF MERGER

Pursuant to Title 3, Subtitle 1 of the Maryland General Corporation Law ("MGCL"), the undersigned parties submit these Articles of Merger.

1. Each party to these Articles of Merger agrees to merge.
2. Gregory Pharmaceutical Holdings, Inc. ("Surviving Corporation") is a party to these Articles of Merger. The Surviving Corporation:
 - a. is a corporation, and its place of incorporation is the State of Maryland;
 - b. has its principal office in the county of Baltimore in the State of Maryland;
 - c. owns no interest in land in the State of Maryland;
 - d. has the authority to issue a total of 750,000,000 shares of all classes or series, and the aggregate par value of all such shares is \$7,500,000. Information regarding each class of authorized shares is set forth as follows:

Class of Stock	Number of Authorized Shares	Par Value
Common Stock	669,000,000	\$.01
Class A Preferred Stock	81,000,000	\$.01

3. Nutrition & Fitness, Inc. ("Merging Corporation") is a party to these Articles of Merger. The Merging Corporation:
 - a. is a corporation, and its place of incorporation is the State of North Carolina;
 - b. was incorporated on June 18, 1993;
 - c. was incorporated under general North Carolina law;
 - d. is not registered or qualified to do business in the State of Maryland;
 - e. does not have a principal office in the State of Maryland;
 - f. owns no interest in land in the State of Maryland; and
 - g. has the authority to issue a total of 100,000 shares of one class of common stock, with par value at \$1.00, and the aggregate par value of all such shares is \$100,000.
4. The Surviving Corporation is the successor of this merger.
5. The terms and conditions of the transaction set forth in these Articles of Merger were advised, authorized, and approved by each of Surviving Corporation and Merging Corporation in the manner and by the vote required by its charter and the laws of the place where it is organized, as set forth below:

PATENT

a. The Board of Directors of the Surviving Corporation approved a Plan of Merger by Board Resolution, and no meeting or vote of the stockholders of the Surviving Corporation was required under MGCL § 3-106.


b. The Board of Directors of the Merging Corporation approved a Plan of Merger by Board Resolution and recommended that the sole shareholder of the Merging Corporation approve the Plan of Merger. The sole shareholder of the Merging Corporation approved the Plan of Merger by Shareholder Resolution.

6. The Surviving Corporation's charter shall not be amended or restated as part of the merger.

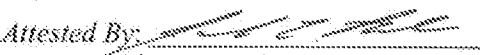
7. The merging corporations' issued stock will be converted or exchanged as provided in the Plan of Merger approved by each of the merging corporations.

8. The merger contemplated by these Articles of Merger shall be effective at 12:01 a.m. on January 1, 2021.

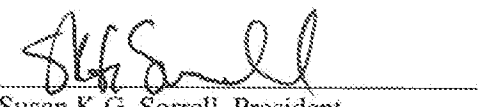
IN WITNESS WHEREOF, I, the undersigned President and CEO of the Surviving Corporation, sign these Articles of Merger and acknowledge the same to be the act of the Surviving Corporation. To the best of my knowledge, information, and belief, I state under penalty of perjury that the matters and facts contained herein are true in all material respects.



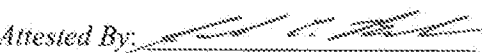
 John M. Gregory, President and CEO

Attested By: 
 Name: JOHN C BOWLES
 Title: V.P. / GENERAL COUNSEL

IN WITNESS WHEREOF, I, the undersigned President of the Merging Corporation, sign these Articles of Merger and acknowledge the same to be the act of the Merging Corporation. To the best of my knowledge, information, and belief, I state under penalty of perjury that the matters and facts contained herein are true in all material respects.



 Susan K.G. Sorrell, President

Attested By: 
 Name: JOHN C BOWLES
 Title: V.P. / GENERAL COUNSEL



NORTH CAROLINA

Department of the Secretary of State

To all whom these presents shall come, Greetings:

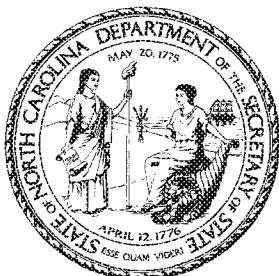
I, Elaine F. Marshall, Secretary of State of the State of North Carolina, do hereby certify the following and hereto attached to be a true copy of

ARTICLES OF MERGER

OF

GREGORY PHARMACEUTICAL HOLDINGS, INC.

the original of which was filed in this office on the 23rd day of November, 2020.



Scan to verify online.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at the City of Raleigh, this 23rd day of November, 2020.

Elaine F. Marshall

Secretary of State

