

PATENT ASSIGNMENT COVER SHEET

Electronic Version v1.1
 Stylesheet Version v1.2

EPAS ID: PAT8312387

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	09/27/2013
CONVEYING PARTY DATA	
Name	Execution Date
SMG BRANDS, INC.	09/26/2013
RECEIVING PARTY DATA	
Name:	OMS INVESTMENTS, INC.
Street Address:	10250 CONSTELLATION BOULEVARD
City:	LOS ANGELES
State/Country:	CALIFORNIA
Postal Code:	90067
PROPERTY NUMBERS Total: 1	
Property Type	Number
Application Number:	12071554
CORRESPONDENCE DATA	
Fax Number:	(202)857-6395
<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:	2028576000
Email:	patentdocket@afslaw.com,gregory.forbes@afslaw.com
Correspondent Name:	ARENTFOX SCHIFF LLP
Address Line 1:	1717 K ST NW
Address Line 4:	WASHINGTON, D.C. 20006
ATTORNEY DOCKET NUMBER:	54936.003005
NAME OF SUBMITTER:	GREGORY FORBES
SIGNATURE:	/Gregory Forbes/
DATE SIGNED:	12/05/2023
Total Attachments: 4	
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Delaware

PAGE 1

The First State

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 OWNERSHIP, WHICH MERGES:

"SMG BRANDS, INC.", A DELAWARE CORPORATION,
WITH AND INTO "OMS INVESTMENTS, INC." UNDER THE NAME OF "OMS INVESTMENTS, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-SIXTH DAY OF SEPTEMBER, A.D. 2013, AT 2:37 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF OWNERSHIP IS THE TWENTY-SEVENTH DAY OF SEPTEMBER, A.D. 2013, AT 12:01 O'CLOCK A.M.

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

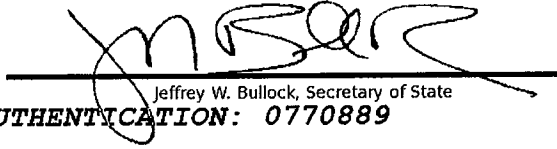
*evidence of
SMG Brands
merging out
of existence.
sent to
K. Francis for
eRoom*

2435730 8100M

131132845

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




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 0770889

DATE: 09-27-13

PATENT
REEL: 065770 FRAME: 0379

**CERTIFICATE OF OWNERSHIP AND MERGER
MERCING
SMG BRANDS, INC.
INTO
OMS INVESTMENTS, INC.**

Pursuant to Section 253 of the
General Corporation Law of the State of Delaware

SMG Brands, Inc., a corporation organized and existing under the laws of the State of Delaware (the "**Company**"), does hereby certify to the following facts relating to the merger (the "**Merger**") of the Company with and into OMS Investments, Inc., a corporation organized and existing under the laws of the State of Delaware (the "**Subsidiary**"), with the Subsidiary remaining as the surviving corporation:

FIRST: The Company was organized pursuant to the provisions of the General Corporation Law of the State of Delaware on the 13th day of May, 2005. The Subsidiary was organized pursuant to the provisions of the General Corporation Law of the State of Delaware on the 16th day of September, 1994.

SECOND: The Company owns 100% of the outstanding shares of the capital stock of the Subsidiary.

THIRD: The Board of Directors of the Company by resolutions adopted on September 26, 2013, determined to merge the Company with and into the Subsidiary. A true and correct copy of such resolutions is annexed hereto as Exhibit A and incorporated herein by reference. Said resolutions have not been modified or rescinded and are in full force and effect on the date hereto.

FOURTH: The Subsidiary shall be the surviving corporation of the Merger.

FIFTH: The Merger has been approved by resolutions duly adopted by the holders of all of the outstanding shares of capital stock of the Company on September 26, 2013.

SIXTH: The Merger shall become effective at 12:01 a.m. ET on September 27, 2013.

[Signature page follows]

IN WITNESS WHEREOF, said parent corporation has caused this Certificate to be signed by an authorized officer this 26th day of September, 2013

By: Tara K. Charnes
Name: Tara K. Charnes
Title: Secretary

Exhibit A

Merger of the Company with and into the Subsidiary

WHEREAS, SMG Brands, Inc., a corporation organized and existing under the laws of the State of Delaware (the "Company"), owns all of the issued and outstanding shares of each class of capital stock of OMS Investments, Inc., a Delaware corporation ("OMS"); and

WHEREAS, it is deemed advisable and in the best interest of the Company that, in connection with the Restructuring Plan, the Company merge with and into OMS, with OMS continuing as the surviving corporation, in accordance with an Agreement and Plan of Merger between the Company and OMS in substantially the form attached hereto as Annex I (the "Plan of Merger");

NOW, THEREFORE, BE IT:

RESOLVED, that the Board approves the merger of the Company with and into OMS pursuant to Section 253 of the Delaware General Corporation Law (the "Merger") and the Plan of Merger, so that the separate existence of the Company shall cease as soon as the Merger shall become effective, and OMS shall continue as the surviving corporation (the "Surviving Corporation"); and

FURTHER RESOLVED, that stock of OMS (as the Surviving Corporation) shall be issued pro rata to the holders of the stock of the Company (the parent corporation) on surrender of certificates therefor, and the Merger shall be otherwise consummated pursuant to the terms of the Plan of Merger;

FURTHER RESOLVED, that the Board hereby recommends that Parent, its sole shareholder, approve the Merger, the Plan of Merger and any other matters required to be acted upon by Parent in connection with the Merger and the Plan of Merger; and

FURTHER RESOLVED, that officers of the Company be, and each of them hereby is, authorized to prepare and execute a Certificate of Ownership and Merger setting forth a copy of these resolutions, and, subject to approval of the Merger and Plan of Merger by Parent, to file the Certificate of Ownership and Merger with the Secretary of State of Delaware and pay any fees related to such filing; and

FURTHER RESOLVED, the Merger is to be effective as of the date and time of filing of the Certificate of Ownership and Merger with the Secretary of State of the State of Delaware or such later date and time as shall be specified therein.