

TRADEMARK ASSIGNMENT

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER		
EFFECTIVE DATE:	08/17/1998		
<b>CONVEYING PARTY DATA</b>			
Name	Formerly	Execution Date	Entity Type
REDDY ICE CORPORATION		08/17/1998	CORPORATION: DELAWARE
<b>RECEIVING PARTY DATA</b>			
Name:	REDDY ICE CORPORATION		
Street Address:	8750 N. Central Expressway, Suite 1800		
City:	Dallas		
State/Country:	TEXAS		
Postal Code:	75231		
Entity Type:	CORPORATION: NEVADA		
<b>PROPERTY NUMBERS Total: 1</b>			
Property Type	Number	Word Mark	
Registration Number:	1242718	THE ICE FACTORY	
<b>CORRESPONDENCE DATA</b>			
Fax Number:	(214)200-0853		
Phone:	(214) 651-5924		
Email:	april.reasoner@haynesboone.com		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>			
Correspondent Name:	Alan N. Herda		
Address Line 1:	Haynes and Boone, LLP		
Address Line 2:	2323 Victory Avenue, Suite 700		
Address Line 4:	Dallas, TEXAS 75219		
ATTORNEY DOCKET NUMBER:	33878.11		
NAME OF SUBMITTER:	Alan N. Herda		

OP \$40.00 1242718

Signature:	/Alan N. Herda/
Date:	02/21/2012
Total Attachments: 8 source=Merger#page1.tif source=Merger#page2.tif source=Merger#page3.tif source=Merger#page4.tif source=Merger#page5.tif source=Merger#page6.tif source=Merger#page7.tif source=Merger#page8.tif	

**FILED**  
IN THE OFFICE OF THE  
SECRETARY OF STATE OF THE  
STATE OF NEVADA

AUG 24 1998

No. C 19533-98  
*Dean Heller*  
DEAN HELLER, SECRETARY OF STATE

**ARTICLES OF MERGER**

of

**SOUTHWESTERN ICE, INC.**, a Texas corporation  
**MISSION PARTY ICE, INC.**, a Texas corporation  
**PACKAGED ICE SOUTHEAST, INC.**, a Texas corporation  
**GOLDEN EAGLE ICE-TEXAS, INC.**, a Texas corporation  
**REDDY ICE CORPORATION**, a Delaware corporation  
with and into  
**REDDY ICE CORPORATION**, a Nevada corporation

To the Secretary of State  
State of Nevada

Pursuant to the provisions of Chapter 78, Nevada Revised Statutes, the foreign business corporations and the domestic corporation herein named do hereby adopt the following articles of merger.

**FIRST:** Attached hereto as Exhibit A and made a part hereof is the Plan of Merger for merging **Southwestern Ice, Inc.**, a corporation for profit organized under the laws of the State of Texas, **Mission Party Ice, Inc.**, a corporation for profit organized under the laws of the State of Texas, **Packaged Ice Southeast, Inc.**, a corporation for profit organized under the laws of the State of Texas, **Golden Eagle Ice-Texas, Inc.**, a corporation for profit organized under the laws of the State of Texas and **Reddy Ice Corporation**, a corporation for profit organized under the laws of the State of Delaware (collectively, the "Merging Corporations"), with and into **Reddy Ice Corporation**, a corporation for profit organized under the laws of the State of Nevada (the "Nevada Corporation"). The said Plan of Merger has been adopted by the Board of Directors of each of the Merging Corporations and by the Board of Directors of the Nevada Corporation.

**SECOND:** The merger of each of the Merging Corporations with and into the Nevada Corporation is permitted by the respective laws of the jurisdiction of organization of each of the Merging Corporations and has been authorized in compliance with said laws.

**THIRD:** The said Plan of Merger was submitted to each of the respective stockholders of the Merging Corporations pursuant to the provisions of the laws of their respective jurisdictions of organization, and the manner of approval thereof by said stockholders was as follows:

<u>Name of Corporation</u>	<u>Number of Shares Outstanding</u>	<u>Class or Series</u>	<u>Number of Shares Entitled to Vote as a Class or Series</u>
Southwestern Ice, Inc.	1,000	Common	1,000
Mission Party Ice, Inc.	1,000	Common	1,000
Packaged Ice Southeast, Inc.	1,000	Common	1,000
Golden Eagle Ice-Texas, Inc.	1,000	Common	1,000
Reddy Ice Corporation	1,000	Common	1,000

<u>Name of Corporation</u>	<u>Total Voted For</u>	<u>Total Voted Against</u>	<u>Class or Series</u>	<u>Number of Shares Entitled to Vote as a Class or Series</u>	
				<u>Voted For</u>	<u>Voted Against</u>
Southwestern Ice, Inc.	1,000	0	Common	1,000	0
Mission Party Ice, Inc.	1,000	0	Common	1,000	0
Packaged Ice Southeast, Inc.	1,000	0	Common	1,000	0
Golden Eagle Ice-Texas, Inc.	1,000	0	Common	1,000	0
Reddy Ice Corporation	1,000	0	Common	1,000	0

The said number of votes cast for the said Plan of Merger was sufficient for the approval thereof by the said class.

FOURTH: The said Plan of Merger was approved by the unanimous consent of the stock holders of the Nevada Corporation by its Board of Directors pursuant to the provisions of Chapter 78, Nevada Revised Statutes.

FIFTH: No amendments to the Articles of Incorporation are effected by the merger herein provided for.

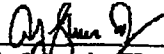
SIXTH: The merger will become effective as of August 31, 1998.


**[SIGNATURE PAGE FOLLOWS]**

[ARTICLES OF MERGER SIGNATURE PAGE]

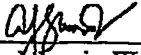
Executed this 17<sup>th</sup> day of August 1998.


**SOUTHWESTERN ICE, INC.**  
(a Texas corporation)

By:   
Name: A. J. Lewis, III  
Title: President

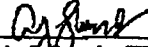
By:   
Name: A. J. Lewis, III  
Title: Secretary


**MISSION PARTY ICE, INC.**  
(a Texas corporation)

By:   
Name: A. J. Lewis, III  
Title: President


By:   
Name: A. J. Lewis, III  
Title: Secretary


**PACKAGED ICE SOUTHEAST, INC.**  
(a Texas corporation)

By:   
Name: A. J. Lewis, III  
Title: President


By:   
Name: A. J. Lewis, III  
Title: Secretary

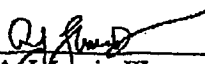
**GOLDEN EAGLE ICE-TEXAS, INC.**  
(a Texas corporation)

By:   
Name: A. J. Lewis, III  
Title: President

By:   
Name: A. J. Lewis, III  
Title: Secretary

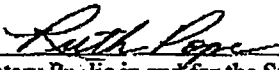
**REDDY ICE CORPORATION**  
(a Delaware corporation)

By:   
Name: A. J. Lewis, III  
Title: President

By:   
Name: A. J. Lewis, III  
Title: Secretary

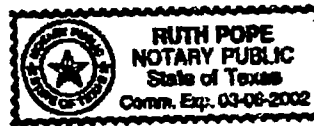
STATE OF TEXAS       §  
                                  §  
COUNTY OF BEXAR   §

I, the undersigned, a Notary Public in and for the County of Bexar, Texas, do hereby certify that on the 17<sup>th</sup> day of August 1998, personally appeared before me A.J. Lewis, III, President and Secretary of Southwestern Ice, Inc., Mission Party Ice, Inc.; Golden Eagle Ice-Texas, Inc., each Texas corporations, and Reddy Ice Corporation., a Delaware corporation, who, being by me duly sworn, declared that he is the person who signed the foregoing instrument as Incorporator and that the statements therein contained are true.

  
\_\_\_\_\_  
Notary Public in and for the State of Texas

My Commission expires:

3/06/2002



**REDDY ICE CORPORATION**  
(a Nevada corporation)

By: *A.J. Lewis, III*  
Name: A. J. Lewis, III  
Title: President

By: *A.J. Lewis, III*  
Name: A. J. Lewis, III  
Title: Secretary

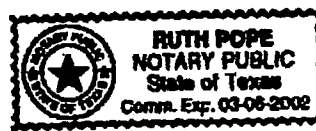
STATE OF TEXAS       §  
                                  §  
COUNTY OF BEXAR   §

I, the undersigned, a Notary Public in and for the County of Bexar, Texas, do hereby certify that on the 17<sup>th</sup> day of August 1998, personally appeared before me A.J. Lewis, III, President and Secretary of Reddy Ice Corporation, a Nevada corporation, who, being by me duly sworn, declared that he is the person who signed the foregoing instrument as Incorporator and that the statements therein contained are true.

*Ruth Pope*  
Notary Public in and for the State of Texas

My Commission expires:

3/06/2002





## PLAN OF MERGER

THIS PLAN OF MERGER adopted by **SOUTHWESTERN ICE, INC.**, a corporation organized for profit under the laws of the State of Texas, by resolution of its Board of Directors on July 27, 1998, **MISSION PARTY ICE, INC.**, a corporation organized for profit under the laws of the State of Texas, by resolution of its Board of Directors on July 27, 1998, **PACKAGED ICE SOUTHEAST, INC.**, a corporation organized for profit under the laws of the State of Texas, by resolution of its Board of Directors on July 27, 1998, **GOLDEN EAGLE ICE-TEXAS, INC.**, a corporation organized for profit under the laws of the State of Texas, by resolution of its Board of Directors on July 27, 1998, **REDDY ICE CORPORATION**, a corporation organized for profit under the laws of the State of Delaware, by resolution of its Board of Directors on July 27, 1998, and adopted by **REDDY ICE CORPORATION**, a corporation organized for profit under the laws of the State of Nevada, by resolution of its Board of Directors on August 17, 1998. The names of the corporations planning to merge are Southwestern Ice, Inc., a corporation organized for profit under the laws of the State of Texas, Mission Party Ice, Inc., a corporation organized for profit under the laws of the State of Texas, Packaged Ice Southeast, Inc., a corporation organized for profit under the laws of the State of Texas, Golden Eagle Ice-Texas, Inc., a corporation organized for profit under the laws of the State of Texas and Reddy Ice Corporation, a corporation organized for profit under the laws of the State of Delaware (collectively, the "Merging Corporations") and Reddy Ice Corporation, a corporation organized for profit under the laws of the State of Nevada (the "Nevada Corporation"). The name of the surviving corporation into which the Merging Corporations plans to merge is Reddy Ice Corporation.

1. The Merging Corporations and the Nevada Corporation shall, pursuant to the provisions of the laws of the State of Texas and Delaware and the provisions of the General Corporation Laws of the State of Nevada, be merged into a single corporation, to wit, the Nevada Corporation, which shall be the surviving corporation upon the effective date of the merger and which is sometimes hereinafter referred to as the "Surviving Corporation", and which shall continue to exist as said Surviving Corporation under its present name pursuant to the provisions of the State of Nevada. The separate existence of The Merging Corporations, which are sometimes collectively referred hereinafter as the "Non-Surviving Corporations" shall cease at the effective time and date of the merger in accordance with the provisions of the Texas Business Corporation Act and the Delaware General Corporation Law.

2. The Articles of Incorporation of the Surviving Corporation shall be the Articles of Incorporation of the Nevada Corporation as in effect on the date hereof, and said Articles of Incorporation shall continue in full force and effect until amended and changed in the manner prescribed by the provisions of the laws of the State of Nevada.

3. The Bylaws of the Surviving Corporation shall be the Bylaws of the Nevada Corporation as in effect on the date hereof, and will continue in full force and effect until changed, altered or

amended as therein provided and in the manner prescribed by the provisions of the laws of the State of Nevada.

4. Upon the effective date, the officers and directors of the Surviving Corporation shall be the officers and directors of the Nevada Corporation in office at such date, and such persons shall hold office in accordance with the Bylaws of the Surviving Corporation or until their respective successors shall have been appointed or elected.

5. Each respective issued share of each of the Non-Surviving Corporations immediately prior to the effective date of the merger shall, at the effective time and date of the merger, be converted into one share of the Surviving Corporation. The issued shares of the Surviving Corporation shall not be converted or exchanged in any manner, but each said share which is issued at the effective time and date of the merger shall continue to represent one issued share of the Surviving Corporation.

6. The Merger of each of the Non-Surviving Corporations with and into the Surviving Corporation shall be authorized in the manner prescribed by the laws of the State of Texas and Delaware and the Plan of Merger herein made and approved shall be submitted to the shareholders of the Surviving Corporation for their approval or rejection in the manner prescribed by the provisions of the General Corporation Law of the State of Nevada.

7. In the event that the merger of each of the Non-Surviving Corporations with and into the Surviving Corporation shall have been duly authorized in compliance with the laws of the State of Texas and of Delaware and in the event that the Plan of Merger shall have been approved by the shareholders entitled to vote of the Surviving Corporation in the manner prescribed by the provisions of the General Corporation Law of the State of Nevada, each of the Non-Surviving Corporations and the Surviving Corporation hereby stipulate that they will cause to be executed and filed and/or recorded any documents or documents prescribed by the laws of the State of Texas and Delaware and of the State of Nevada, and that they will cause to be performed all necessary acts therein and elsewhere to effectuate this merger.

8. The respective Board of Directors and the proper officer of each of the Non-Surviving Corporations and of the Surviving Corporation, respectively, are hereby authorized, empowered and directed to do any and all acts and things, and to make, execute, deliver and file, and/or record any and all instruments, papers and documents which shall be or become necessary, proper, or convenient to carry out or put into effect any of the provisions of the Plan of Merger or of the merger herein provided for.