

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM528534

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER		
EFFECTIVE DATE:	08/30/2018		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
CWB Holdings, Inc.		07/30/2018	Corporation: COLORADO
RECEIVING PARTY DATA			
Name:	Stanley Brothers, Inc.		
Street Address:	2425 55th Street, Suite 200		
City:	Boulder		
State/Country:	COLORADO		
Postal Code:	80301		
Entity Type:	Corporation: DELAWARE		
PROPERTY NUMBERS Total: 6			
Property Type	Number	Word Mark	
Serial Number:	86568478	CW	
Registration Number:	5173936		
Serial Number:	86927631	ANCIENT PATH TO WELLNESS	
Serial Number:	86574846	CBEYOND	
Serial Number:	86472878	CHARLOTTE'S WEB	
Serial Number:	86141410	CHARLOTTE'S WEB HEMP PRODUCTS	
CORRESPONDENCE DATA			
Fax Number:	2124796275		
<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:	2124796436		
Email:	mnair@cooley.com, trademarks@cooley.com		
Correspondent Name:	Cooley LLP		
Address Line 1:	1299 Pennsylvania Avenue, N.W., Ste. 700		
Address Line 2:	Mihaela Nair, Sr. Paralegal		
Address Line 4:	Washington, D.C. 20004		
ATTORNEY DOCKET NUMBER:	331066-20000		
NAME OF SUBMITTER:	Mihaela Nair		
SIGNATURE:	/Mihaela Nair/		

CH \$165.00 86568478

DATE SIGNED:	06/20/2019
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Total Attachments: 3

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source=CWB Merger CWB into Stanley Brothers Inc#page3.tif

Delaware

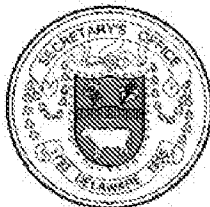
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Page 1

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:

"CWB HOLDINGS, INC.", A COLORADO CORPORATION,
WITH AND INTO "STANLEY BROTHERS, INC." UNDER THE NAME OF
"STANLEY BROTHERS, INC.", A CORPORATION ORGANIZED AND EXISTING
UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED
IN THIS OFFICE ON THE TWENTY-NINTH DAY OF AUGUST, A.D. 2018, AT
4 O`CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF
THE AFORESAID CERTIFICATE OF MERGER IS THE THIRTIETH DAY OF
AUGUST, A.D. 2018 AT 8:30 O'CLOCK A.M.



A handwritten signature in black ink, appearing to read "JBullock", written over a horizontal line. Below the line, the text "Jeffrey W. Bullock, Secretary of State" is printed in a small font.

6933255 8100M
SR# 20195357127

Authentication: 202997715
Date: 06-11-19

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

TRADEMARK
REEL: 006674 FRAME: 0478

**STATE OF DELAWARE
CERTIFICATE OF MERGER OF
FOREIGN CORPORATION INTO
A DOMESTIC CORPORATION**

Pursuant to Title 8, Section 252 of the Delaware General Corporation Law, the undersigned corporation executed the following Certificate of Merger:

FIRST: The name of the surviving corporation is Stanley Brothers, Inc., a Delaware corporation (the "Surviving Corporation"), and the name of the corporation being merged with and into this Surviving Corporation is CWB Holdings, Inc., a Colorado corporation (the "Merging Corporation") (the "Merger").

SECOND: The Agreement and Plan of Merger among the Surviving Corporation, the Merging Corporation and Charlotte's Web Holdings, Inc., the sole stockholder of the Surviving Corporation, has been approved, adopted, certified, executed and acknowledged by each of the corporations, in accordance with the requirements of Title 8, Section 252(b) of the General Corporation Law of the State of Delaware.

THIRD: The name of the Surviving Corporation is Stanley Brothers, Inc., a Delaware corporation.

FOURTH: Upon the effective time of the Merger and by reason of the Merger, the Certificate of Incorporation of the Surviving Corporation shall be the Certificate of Incorporation of the Surviving Corporation in effect prior to the Merger.

FIFTH: The authorized stock and par value of the Merging Corporation is Fifty Million (50,000,000) shares of common stock, par value \$0.0001 per share, and Ten Million (10,000,000) shares of preferred stock, par value \$0.0001 per share.

SIXTH: The merger is to become effective at 8:30 a.m. Eastern Standard Time on August 30, 2018.

SEVENTH: The Agreement and Plan of Merger is on file at 2425 55th Street, Suite 200, Boulder, Colorado 80301, USA, the place of business of the Surviving Corporation.

EIGHTH: A copy of the Agreement of Merger will be furnished by the Surviving Corporation on request, without cost, to any stockholder of the constituent corporations.

[Signature page follows]

IN WITNESS WHEREOF, said Surviving Corporation has caused this certificate to be signed by an authorized officer, on the 30th day of July, 2018.

STANLEY BROTHERS, INC.

DocuSigned by:
Hess Moallem
By: _____
Name: Hess Moallem
Title: President and Chief Executive Officer