

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM559494

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	MERGER		
<b>EFFECTIVE DATE:</b>	12/31/2019		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
PlanetBox LLC		12/31/2019	Limited Liability Company: CALIFORNIA
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Lifetime Brands, Inc.		
<b>Street Address:</b>	1000 Stewart Avenue		
<b>City:</b>	Garden City		
<b>State/Country:</b>	NEW YORK		
<b>Postal Code:</b>	11530		
<b>Entity Type:</b>	Corporation: DELAWARE		
<b>PROPERTY NUMBERS Total: 2</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	4786862	BOTTLEROCKET	
<b>Registration Number:</b>	3766902	PLANETBOX	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	6318440081		
<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>			
<b>Phone:</b>	631-844-0080		
<b>Email:</b>	trademarks@tb-iplaw.com, john@tb-iplaw.com, etruong@tb-iplaw.com		
<b>Correspondent Name:</b>	John G. Tutunjian		
<b>Address Line 1:</b>	401 Broadhollow Road, Suite 402		
<b>Address Line 4:</b>	Melville, NEW YORK 11747		
<b>ATTORNEY DOCKET NUMBER:</b>	675-600; 675-601		
<b>NAME OF SUBMITTER:</b>	Eryn Y. Truong		
<b>SIGNATURE:</b>	/Eryn Y. Truong/		
<b>DATE SIGNED:</b>	01/29/2020		
<b>Total Attachments: 7</b>			
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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:

"PLANETBOX LLC", A CALIFORNIA LIMITED LIABILITY COMPANY, WITH AND INTO "LIFETIME BRANDS, INC." UNDER THE NAME OF "LIFETIME BRANDS, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE ON THE TWENTY-THIRD DAY OF DECEMBER, A.D. 2019, AT 4:58 O`CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE THIRTY-FIRST DAY OF DECEMBER, A.D. 2019.



  
Jeffrey W. Bullock, Secretary of State

2024122 8100M  
SR# 20198832302

You may verify this certificate online at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)

Authentication: 204304813  
Date: 12-27-19

**TRADEMARK**  
**REEL: 006851 FRAME: 0948**

**CERTIFICATE OF MERGER**

**merging**

**PLANETBOX LLC**

**(a California limited liability company)**

**with and into**

**LIFETIME BRANDS, INC.**

**(a Delaware corporation)**

**December 23, 2019**

Pursuant to Title 8, Section 264(c) of the Delaware General Corporation Law, Lifetime Brands, Inc., a Delaware corporation (the "Corporation"), DOES HEREBY CERTIFY as follows:

**FIRST:** That an agreement of merger (the "Agreement of Merger") has been approved, adopted, certified, executed and acknowledged by the Corporation and PlanetBox LLC, a California limited liability company (the "Subsidiary").

**SECOND:** That, pursuant to the Agreement of Merger, the Subsidiary shall be merged with and into the Corporation.

**THIRD:** That the merger of the Subsidiary with and into the Corporation shall be effective as of December 31, 2019.

**FOURTH:** That the name of the surviving corporation is "Lifetime Brands, Inc.", a Delaware corporation.

**FIFTH:** That the Agreement of Merger is on file at 1000 Stewart Avenue, Garden City, New York 11530, the place of business of the surviving corporation.

**SIXTH:** That a copy of the Agreement of Merger will be furnished by the surviving corporation on request, without cost, to any stockholder of the Corporation or any member of the Subsidiary.

**SEVENTH:** That the Certificate of Incorporation of the Corporation shall be the Certificate of Incorporation of the surviving corporation.

[Signature page follows]

IN WITNESS WHEREOF, the Corporation has duly executed this Certificate of Merger as of the date first written above.

LIFETIME BRANDS, INC.

By: 

Name: Robert B. Kay

Title: Chief Executive Officer

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State of California Secretary of State

OBE MERG

FILED JHR Secretary of State State of California

DEC 23 2019

EFFECTIVE DATE

12-31-19

Certificate of Merger

(California Corporations Code sections

1113(g), 3203(g), 6019.1, 8019.1, 9640, 12540.1, 15911.14, 16915(b) and 17710.14)

IMPORTANT - Read all instructions before completing this form.

ICC This Space For Filing Use Only

Table with 4 columns: 1. NAME OF SURVIVING ENTITY, 2. TYPE OF ENTITY, 3. CA SECRETARY OF STATE FILE NUMBER, 4. JURISDICTION. Rows for Lifetime Brands, Inc. and PlanetBox LLC.

9. THE PRINCIPAL TERMS OF THE AGREEMENT OF MERGER WERE APPROVED BY A VOTE OF THE NUMBER OF INTERESTS OR SHARES OF EACH CLASS THAT EQUALED OR EXCEEDED THE VOTE REQUIRED.

Table with 6 columns: CLASS AND NUMBER, AND, PERCENTAGE VOTE REQUIRED, CLASS AND NUMBER, AND, PERCENTAGE VOTE REQUIRED. Rows for Surviving and Disappearing entities.

10. IF EQUITY SECURITIES OF A PARENT PARTY ARE TO BE ISSUED IN THE MERGER, CHECK THE APPLICABLE STATEMENT.

No vote of the shareholders of the parent party was required. The required vote of the shareholders of the parent party was obtained.

11. IF THE SURVIVING ENTITY IS A DOMESTIC LIMITED LIABILITY COMPANY, LIMITED PARTNERSHIP, OR PARTNERSHIP, PROVIDE THE REQUISITE CHANGES (IF ANY) TO THE INFORMATION SET FORTH IN THE SURVIVING ENTITY'S ARTICLES OF ORGANIZATION...

12. IF A DISAPPEARING ENTITY IS A DOMESTIC LIMITED LIABILITY COMPANY, LIMITED PARTNERSHIP, OR PARTNERSHIP, AND THE SURVIVING ENTITY IS NOT A DOMESTIC ENTITY OF THE SAME TYPE, ENTER THE PRINCIPAL ADDRESS OF THE SURVIVING ENTITY.

PRINCIPAL ADDRESS OF SURVIVING ENTITY CITY AND STATE ZIP CODE
1000 Stewart Avenue Garden City, New York 11530

13. OTHER INFORMATION REQUIRED TO BE STATED IN THE CERTIFICATE OF MERGER BY THE LAWS UNDER WHICH EACH CONSTITUENT OTHER BUSINESS ENTITY IS ORGANIZED. ATTACH ADDITIONAL PAGES, IF NECESSARY.

14. STATUTORY OR OTHER BASIS UNDER WHICH A FOREIGN OTHER BUSINESS ENTITY IS AUTHORIZED TO EFFECT THE MERGER. 15. FUTURE EFFECTIVE DATE, IF ANY

16. ADDITIONAL INFORMATION SET FORTH ON ATTACHED PAGES, IF ANY, IS INCORPORATED HEREIN BY THIS REFERENCE AND MADE PART OF THIS CERTIFICATE. N/A

17. I CERTIFY UNDER PENALTY OF PERJURY UNDER THE LAWS OF THE STATE OF CALIFORNIA THAT THE FOREGOING IS TRUE AND CORRECT OF MY OWN KNOWLEDGE. I DECLARE I AM THE PERSON WHO EXECUTED THIS INSTRUMENT, WHICH EXECUTION IS MY ACT AND DEED.

SIGNATURE OF AUTHORIZED PERSON FOR THE SURVIVING ENTITY DATE 12/23/19 Robert Kay, CEO of Lifetime Brands, Inc. TYPE OR PRINT NAME AND TITLE OF AUTHORIZED PERSON

For an entity that is a business trust, real estate investment trust or an unincorporated association, set forth the provision of law or other basis for the authority of the person signing:

**ITEM 13 OF THE CERTIFICATE OF MERGER:**

**The following agreement is made pursuant to California Corporations Code Section 17710.17(f)(1)(2) & (3):**

Pursuant to Section 17710.17(f)(1) of the California Corporations Code, Lifetime Brands, Inc., a Delaware corporation (the "Corporation"), hereby agrees that it may be served in the State of California in a proceeding for the enforcement of an obligation of any constituent entity and in a proceeding to enforce the rights of any holder of a dissenting interest or dissenting shares in a constituent domestic limited liability company or domestic other business entity.

Pursuant to Section 17710.17(f)(2) of the California Corporations Code, the Corporation hereby irrevocably appoints the Secretary of State of the State of California as its agent for service of process in the State of California. All process should be forwarded to the Corporation at: 1000 Stewart Avenue, Garden City, New York 11530.

Pursuant to Section 17710.17(f)(3) of the California Corporations Code, the Corporation hereby agrees that it will promptly pay the holder of any dissenting interest or dissenting share in a constituent domestic limited liability company or domestic other business

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entity the amount to which that person is entitled under California law.

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**TRADEMARK**  
**REEL: 006851 FRAME: 0953**





I hereby certify that the foregoing  
transcript of \_\_\_\_\_ page(s)  
is a full, true and correct copy of the  
original record in the custody of the  
California Secretary of State's office.

DEC 24 2019 EA

Date: \_\_\_\_\_

**TRADEMARK**

**REEL: 006851 FRAME: 0954**

**RECORDED: 01/29/2020**