

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM510821

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	MERGER		
<b>EFFECTIVE DATE:</b>	01/01/2019		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
MSL Holdings		01/01/2019	Limited Liability Company:
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	CSL Holdings		
<b>Street Address:</b>	216 south 200 west		
<b>City:</b>	Cedar City		
<b>State/Country:</b>	UTAH		
<b>Postal Code:</b>	84720		
<b>Entity Type:</b>	Limited Liability Company: UTAH		
<b>PROPERTY NUMBERS Total: 1</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Serial Number:</b>	87505766	SHANKLY	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>			
<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>	4355920577		
<b>Email:</b>	mslholdingscompany@gmail.com		
<b>Correspondent Name:</b>	CSL Holdings, LLC		
<b>Address Line 1:</b>	216 south 200 west		
<b>Address Line 4:</b>	Cedar City, UTAH 84720		
<b>NAME OF SUBMITTER:</b>	Michael Smith Leavitt		
<b>SIGNATURE:</b>	/Michael Smith Leavitt/		
<b>DATE SIGNED:</b>	02/20/2019		
<b>Total Attachments: 3</b>			
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MERGER

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6385673-0160 JAN 16 2019

Statement of Merger

Utah Div. of Corp. & Comm. Code

Pursuant to the provisions of U.C.A. §48-3a-1021, the undersigned limited liability companies have adopted the following Statement of Merger for the purpose of combining the undersigned entities:

1. CSL Holdings, LLC is a Utah limited liability company whose Articles of Organization were filed with the Utah Division of Corporations on March 28, 2016, and which is organized and existing pursuant to the laws of the State of Utah, and which will be the surviving entity of the merger.

2. MSL Holdings, LLC is a Utah limited liability company whose Articles of Organization were filed with the Utah Division of Corporations on May 1, 2014, and which is organized and existing pursuant to the laws of the State of Utah, and which will be the non-surviving entity of the merger.

3. The registered agent for the surviving entity is Jim Douglas, 216 South 200 West, Cedar City, Utah 84720.

4. The attached Plan of Merger was approved by the member of CSL Holdings, LLC in the manner prescribed by U.C.A. §48-3a-1023, and was approved by the member of MSL Holdings, LLC in the manner prescribed by U.C.A. §48-3a-1023.

5. The manner of the adoption of the Plan of Merger and the vote by which it was adopted constitute full legal compliance with the provisions of U.C.A. §48-3a-1023 and with the articles of organization and operating agreements of the undersigned entities.

9. The effective date of the merger is the later of January 1, 2019 or the date that the Statement of Merger is filed with the Utah Division of Corporations.

IN WITNESS WHEREOF, this Statement of Merger is executed by the Member of CSL Holdings, LLC, and by the by the Member of MSL Holdings, LLC, on the dates set forth below.

CSL Holdings, LLC

BY: [Signature]  
Chase S. Leavitt, Member

Date: 12/23/2018

MSL Holdings, LLC

BY: [Signature]  
Michael S. Leavitt, Member

Date: 12/23/2018

State of Utah  
Department of Commerce  
Division of Corporations and Commercial Code  
I hereby certify that the foregoing has been read  
and approved on this 16 day of Jan, 2019  
in this office of this Division and hereby issued  
This Certificate thereof.

Examiner [Signature] Date 1/29/19

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[Signature]  
Jason Stier  
Division Director

TRADEMARK  
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JAN 16 2019

PLAN OF MERGER

Utah Div. of Corp. & Comm. Code

Part A--The Parties.

This Plan of Merger (the "Plan"), effective January 1, 2019, involves the following corporations and persons. Equity positions shown below are as of December 31, 2018, or prior to the effective date of the Plan. The persons and corporations listed below are hereinafter sometimes jointly referred to as the "Parties."

I. CSL Holdings, LLC, a Utah limited liability company which is involved in online retail sales, hereinafter referred to as "CSL";

II. MSL Holdings, LLC, a Utah limited liability company which is involved in online retail sales, hereinafter referred to as "MSL";

III. Chase S. Leavitt, an individual residing in the State of Utah, hereinafter referred to as "Chase"; and

IV. Michael S. Leavitt, an individual residing in the State of Utah, hereinafter referred to as "Michael."

Part B--Terms and Conditions

The name of the subsidiary entity to be merged is MSL. The surviving entity is CSL. The street address of CSL's principal place of business is 1739 Herbert Avenue, Salt Lake City, Utah 84108.

Chase is the sole owner and member of CSL.

Michael is the sole owner and member of MSL.

As a part of this Plan of Merger, Chase and Michael shall combine the operations of CSL and MSL, and the capital accounts of CSL and MSL shall be combined, resulting in Chase holding a capital account equal to sixty-five percent (65%) of the total capital of the surviving entity, and Michael holding a capital account equal to thirty-five percent (35%) of the total capital of the surviving entity.

Part C--Tax-Free Reorganization

The parties intend to utilize a Type A Reorganization, described in the Internal Revenue Code in Section 368(1)(A), to complete the reorganization as tax-free. In sum:

a. A Type A Reorganization is a merger or consolidation effected under the laws of a state, a territory, the District of Columbia, or the U.S.

Case: 01/17/2019  
Received Number: 7872854  
Amount Paid: \$37.00



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b. In order to have a wholly or partially tax-free reorganization, there must be a "plan" of reorganization (Code Sec. 354). Although there is no statutory requirement for a formal written plan, the regulations require that a copy of the plan be filed with the returns of all parties to a reorganization. The parties intend that this Plan of Merger serve as the written plan under Section 354.

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