

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM513135

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	02/12/2019

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Topps Properties, Inc.		02/12/2019	Corporation: DELAWARE

RECEIVING PARTY DATA

Name:	Bazooka Candy Brands Properties, LLC
Street Address:	One Whitehall Street
City:	New York
State/Country:	NEW YORK
Postal Code:	10004
Entity Type:	Limited Liability Company: DELAWARE

PROPERTY NUMBERS Total: 13

Property Type	Number	Word Mark
Registration Number:	3176343	BABY BOTTLE POP
Registration Number:	3703303	BAZOOKA
Registration Number:	3874980	SLAM ATTAX
Registration Number:	835967	TOPPS
Registration Number:	1809166	TOPPS
Registration Number:	1896290	BAZOOKA
Registration Number:	3011956	BAZOOKA
Registration Number:	673216	BAZOOKA JOE
Registration Number:	3968394	JUICY DROP
Registration Number:	1390109	PUSH POP
Registration Number:	1040693	RING POP
Registration Number:	5136879	APPLE ATTACK
Registration Number:	5136878	BLUE REBEL

CORRESPONDENCE DATA

Fax Number: 2123548113

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.

Phone: 6463667120

CH \$340.00 3176343

Email: iprecordations@whitecase.com
Correspondent Name: Daniel Gold
Address Line 1: 1221 Avenue of the Americas
Address Line 4: New York, NEW YORK 10020

ATTORNEY DOCKET NUMBER: 1411779-0038-N997

NAME OF SUBMITTER: Daniel Gold

SIGNATURE: /Daniel Gold/

DATE SIGNED: 03/07/2019

Total Attachments: 5

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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:

"TOPPS PROPERTIES, INC.", A DELAWARE CORPORATION,
WITH AND INTO "BAZOOKA CANDY BRANDS PROPERTIES, LLC" UNDER THE NAME OF "BAZOOKA CANDY BRANDS PROPERTIES, LLC", A LIMITED LIABILITY COMPANY ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE ON THE TWELFTH DAY OF FEBRUARY, A.D. 2019, AT 1:30 O`CLOCK P.M.

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




Jeffrey W. Bullock, Secretary of State

7263280 8100M
SR# 20190925311

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

Authentication: 202245177
Date: 02-12-19

TRADEMARK
REEL: 006583 FRAME: 0663

CERTIFICATE OF MERGER

OF

TOPPS PROPERTIES, INC.
(a Delaware corporation)

WITH AND INTO

BAZOOKA CANDY BRANDS PROPERTIES, LLC
(a Delaware limited liability company)

*In accordance with the provisions of
§18-209 of the Delaware Limited Liability Company Act and
Section 264 of the Delaware General Corporation Law*

Bazooka Candy Brands Properties, LLC, a limited liability company duly organized and existing under and by virtue of the laws of the State of Delaware (the "Company"), desiring to merge Topps Properties, Inc., a Delaware corporation ("Topps"), with and into the Company, pursuant to Section 18-209 of the Limited Liability Company Act of the State of Delaware and Section 264 of the General Corporation Law of the State of Delaware, DOES HEREBY CERTIFY as follows:

FIRST: The name and state of formation of each constituent entity of the merger (the "Merger") are as follows:

<u>NAME</u>	<u>STATE OF FORMATION</u>
Topps Properties, Inc.	Delaware
Bazooka Candy Brands Properties, LLC	Delaware

SECOND: An Agreement and Plan of Merger (the "Merger Agreement"), dated February 12, 2019 between the Company and Topps has been approved, adopted, certified, executed and acknowledged by each constituent entity, in accordance with the requirements of Section 18-209 of the Delaware Code.

THIRD: The name of the surviving company of the Merger (the "Surviving Company") is Bazooka Candy Brands Properties, LLC, a Delaware limited liability company.

FOURTH: An executed copy of the Merger Agreement is on file at the office of the Surviving Company, 1 Whitehall Street, New York, NY 10004.

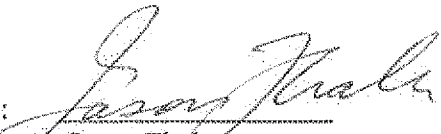
FIFTH: A copy of the Merger Agreement will be furnished by the Surviving Company, upon request and without cost, to any member or shareholder of the constituent entities.

SIXTH: The Merger shall be effective upon filing of this Certificate of Merger with the Delaware Secretary of State.

* * * * *

IN WITNESS WHEREOF, said limited liability company has caused this certificate to be signed by an authorized person, the 12th day of February, 2019.

BAZOOKA CANDY BRANDS PROPERTIES,
LLC, a Delaware limited liability company

By: 
Name: Jason Thaler
Title: Vice President, General Counsel and
Secretary

TRADEMARK SCHEDULE

Title	App. No.	App. Date	Reg. No.	Reg. Date
BABY BOTTLE POP	78647397	6/9/2005	3176343	11/28/2006
BAZOOKA	77618881	11/20/2008	3703303	10/27/2009
SLAM ATTAX	77980212	12/2/2009	3874980	11/9/2010
TOPPS	72249891	7/8/1966	835967	9/26/1967
Topps (Lower Case Logo)	74371736	3/25/1993	1809166	12/7/1993
BAZOOKA	74309317	8/31/1992	1896290	5/30/1995
BAZOOKA	78209112	1/30/2003	3011956	11/1/2005
BAZOOKA JOE	72046778	2/27/1958	673216	1/27/1959
JUCY DROP	77841372	10/5/2009	3968394	5/31/2011
PUSH POP	73528315	3/22/1985	1390109	4/15/1986
RING POP	73046965	3/17/1975	1040693	6/1/1976
APPLE ATTACK	87074708	6/16/2016	5136879	02/07/2017
BLUE REBEL	87074705	6/16/2016	5136878	02/07/2017