

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM597736

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER		
EFFECTIVE DATE:	08/26/2020		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
CUDDLY INC.		08/25/2020	Corporation: CALIFORNIA
RECEIVING PARTY DATA			
Name:	THE CUDDLY GROUP INC.		
Street Address:	909 ELECTRIC AVENUE, SUITE 208		
City:	SEAL BEACH		
State/Country:	CALIFORNIA		
Postal Code:	90740		
Entity Type:	Corporation: DELAWARE		
PROPERTY NUMBERS Total: 7			
Property Type	Number	Word Mark	
Registration Number:	4890102	GRANT A POUNDWISH	
Registration Number:	4813655	POUNDWISHES	
Registration Number:	5135771	WISH PACK	
Registration Number:	5192986	YES	
Registration Number:	6142429	CUDDLY	
Serial Number:	88428207	CUDDLYID	
Serial Number:	88428202	CUDDLYID	
CORRESPONDENCE DATA			
Fax Number:	9498556371		
<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:	949-855-1246		
Email:	knelson@stetinalaw.com		
Correspondent Name:	STETINA BRUNDA GARRED & BRUCKER		
Address Line 1:	75 ENTERPRISE, SUITE 250		
Address Line 4:	ALISO VIEJO, CALIFORNIA 92656		
ATTORNEY DOCKET NUMBER:	PNDWH-000		
NAME OF SUBMITTER:	WILLIAM J. BRUCKER		

CH \$190.00 4890102

SIGNATURE:	/WILLIAM J. BRUCKER/
DATE SIGNED:	09/15/2020
Total Attachments: 4 source=THE CUDDLY Group Inc.- FILED DE Certificate of Merger, 4824-7991-5465_1#page1.tif source=THE CUDDLY Group Inc.- FILED DE Certificate of Merger, 4824-7991-5465_1#page2.tif source=THE CUDDLY Group Inc.- FILED DE Certificate of Merger, 4824-7991-5465_1#page3.tif source=THE CUDDLY Group Inc.- FILED DE Certificate of Merger, 4824-7991-5465_1#page4.tif	

Delaware

The First State

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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:

"CUDDLY INC.", A CALIFORNIA CORPORATION,

WITH AND INTO "THE CUDDLY GROUP INC." UNDER THE NAME OF "THE CUDDLY GROUP INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE ON THE TWENTY-SIXTH DAY OF AUGUST, A.D. 2020, AT 8:23 O`CLOCK A.M.




Jeffrey W. Bullock, Secretary of State

3465000 8100M
SR# 20206940453

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

Authentication: 203538321
Date: 08-26-20

TRADEMARK
REEL: 007052 FRAME: 0492

State of Delaware
Secretary of State
Division of Corporations
Delivered 08:23 AM 08/26/2020
FILED 08:23 AM 08/26/2020
SR 20206940453 - File Number 3465000

CERTIFICATE OF MERGER

OF

CUDDLY INC.
(a California corporation)

WITH AND INTO

THE CUDDLY GROUP INC.
(a Delaware corporation)

Pursuant to the provisions of Section 252(c) of the General Corporation Law of the State of Delaware (the "*DGCL*"), The CUDDLY Group Inc., a Delaware corporation ("*Surviving Corporation*"), and Cuddly Inc., a California corporation ("*Existing Corporation*"), hereby execute and adopt the following Certificate of Merger and certify as follows:

1. Surviving Corporation and Existing Corporation are parties to an Agreement and Plan of Merger dated as of August 25, 2020 (the "*Merger Agreement*"). Surviving Corporation is a Delaware corporation, and Existing Corporation is a California corporation.

2. The Merger Agreement has been approved, adopted, certified, executed and acknowledged by each of Surviving Corporation and Existing Corporation in accordance with the provisions of Section 252(c) of the DGCL and provides for the merger of Existing Corporation with and into Surviving Corporation (the "*Merger*"). Surviving Corporation shall be the surviving corporation of the Merger and the name of Surviving Corporation following the Merger shall be "The CUDDLY Group Inc."

3. An executed copy of the Merger Agreement is on file at the principal place of business of Surviving Corporation, which address is:

909 Electric Avenue, Suite 208, Seal Beach, CA 90740

4. Following the Merger, a copy of the Merger Agreement will be furnished by Surviving Corporation, on request and without cost, to any stockholder of Surviving Corporation or the Company.

5. The Certificate of Incorporation of the Surviving Corporation shall be its Certificate of Incorporation. No amendments or changes to the Certificate of Incorporation of Surviving Corporation shall be effected as a result of the Merger.

6. Existing Corporation's authorized capital stock consists of 7,500,000 shares of Common Stock, no par value per share, and 2,415,726 shares of Preferred Stock, no par value per share. 823,775 shares of authorized Preferred Stock are designated as "Series Seed Preferred Stock", 681,214 shares of authorized Preferred Stock are designated as "Series Seed-1 Preferred Stock", 15,000 shares of authorized Preferred Stock are designated as "Series Seed-2 Preferred Stock", 50,361 shares of authorized Preferred Stock are designated as "Series Seed-3 Preferred Stock", 324,721 shares of authorized Preferred Stock are designated as "Series Seed-4 Preferred

Stock” and 520,655 shares of authorized Preferred Stock are designated as “Series Seed-5 Preferred Stock”.

7. The Merger shall become effective upon the filing of this Certificate of Merger with the Secretary of State of the State of Delaware in accordance with the DGCL.

[Signature Page Follows]

IN WITNESS WHEREOF, the parties have caused this Certificate of Merger to be executed as of August 25, 2020.

THE CUDDLY GROUP INC.,
a Delaware corporation

DocuSigned by:
John Hussey

By: _____
C71976CE80D7472...

Name: John J. Hussey
Title: President & Chief Executive Officer

CUDDLY INC.,
a California corporation

DocuSigned by:
John Hussey

By: _____
C71976CE80D7472...

Name: John J. Hussey
Title: President & Chief Executive Officer