

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM782608

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER		
EFFECTIVE DATE:	12/16/2019		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
GRAB THE GOLD, INC.		09/16/2019	Corporation: NEVADA
RECEIVING PARTY DATA			
Name:	GRAB THE GOLD, INC.		
Street Address:	2000 Mallory Lane; Suite 130-518		
City:	Franklin		
State/Country:	TENNESSEE		
Postal Code:	37067		
Entity Type:	Corporation: TENNESSEE		
PROPERTY NUMBERS Total: 5			
Property Type	Number	Word Mark	
Registration Number:	4232686	ENERGY NEVER TASTED SO DELICIOUS	
Registration Number:	4232687	GRAB THE GOLD	
Registration Number:	5499095	ENERGY YOU CAN DEPEND ON	
Registration Number:	5499096	GRAB THE GOLD	
Registration Number:	5509553	GRAB THE GOLD SNACK BAR EST. 1990 NO-BAK	
CORRESPONDENCE DATA			
Fax Number:			
<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:	7035258009		
Email:	uspto@tm4smallbiz.com		
Correspondent Name:	Erik M. Pelton		
Address Line 1:	PO Box 100637		
Address Line 4:	Arlington, VIRGINIA 22210		
NAME OF SUBMITTER:	Erik M. Pelton		
SIGNATURE:	/ErikMPelton/		
DATE SIGNED:	01/26/2023		
Total Attachments: 5			

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Tre Hargett
Secretary of State

Division of Business Services
Department of State
State of Tennessee
312 Rosa L. Parks AVE, 6th FL.
Nashville, TN 37243-1102

GRAB THE GOLD, INC
ROBERT M. PAUTIENUS III, FIDELIS LAW PLLC
STE 317
216 CENTERVIEW DR
BRENTWOOD, TN 37027-3226

December 16, 2019

Control # 1046880

Effective Date: 12/16/2019

Document Receipt

Receipt # : 5149665	Filing Fee:	\$100.00
Payment-Check/MO - FIDELIS LAW PLLC, BRENTWOOD, TN		\$100.00

ACKNOWLEDGMENT OF MERGER

GRAB THE GOLD, INC (NEVADA) (Qualified Non-survivor)

merged into **GRAB THE GOLD, INC (TENNESSEE) (Qualified Survivor)**

This will acknowledge the filing of the attached Articles of Merger with an effective date as indicated above.

When corresponding with this office or submitting documents for filing, please refer to the control number given above.

You must also file this document in the office of the Register of Deeds in the county where the entity has its principal office if such principal office is in Tennessee.

Tre Hargett
Secretary of State

Processed By: Stephanie Booker


FILED

**ARTICLES OF MERGER
OF GRAB THE GOLD, INC., A NEVADA CORPORATION AND
GRAB THE GOLD, INC., A TENNESSEE CORPORATION**


Pursuant to the provisions of Section 48-21-102 of the Tennessee Code, the undersigned corporations adopt the following Articles of Merger for the purpose of merging into a single corporation:

1. The attached Plan of Merger was unanimously approved by the Shareholders of both Corporations, in the manner prescribed by Tenn. Code Ann. 48-21-102 et. seq.
2. The Plan of Merger was duly adopted at a duly authorized meeting of the Shareholders for Grab the Gold, Inc., a Nevada for-profit corporation, on September 16, 2019.
3. The Plan of Merger was duly adopted at a duly authorized meeting of the Shareholders for Grab the Gold, Inc., a Tennessee for-profit corporation, on September 16, 2019.
4. This Merger is to be effective upon filing with the State of Tennessee.

ATTESTED:


Danielle Ontiveros, President
Grab the Gold, Inc., a Nevada Corporation

ATTESTED:


Danielle Ontiveros, President
Grab the Gold, Inc., a Tennessee Corporation

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PLAN OF MERGER

In accordance with Tenn. Code Ann. §48-21-102 *et seq.* and NRS Chapter 92A *et seq.*, this plan of merger is entered into this 15th day of September, by and between Grab the Gold, Inc., a For-Profit Corporation registered in the state of Tennessee, called the "Surviving Corporation," and Grab the Gold, Inc., a For-Profit Corporation registered in the state of Nevada, called the "Absorbed Corporation."

STIPULATIONS

- A. The Surviving Corporation is a for-profit corporation organized and existing under the laws of the State of Tennessee, with its principal office at 2000 Mallory Ln, Ste. 130-518, Franklin, TN 37067.
- B. The Absorbed Corporation is a for-profit corporation organized and existing under the laws of the State of Nevada, with its principal office at 4771 Amber Glen Ct., Las Vegas, NV 89147.
- C. The Surviving Corporation and the Absorbed Corporation have the same Board of Directors and Shareholders. Both Corporations are for-profit, religious, public benefit Corporations, with identical stated purposes. Thus, according to §48-21-102 *et seq.* and NRS Chapter 92A *et seq.*, this merger may proceed without prior approval of either Tennessee or Nevada courts and Attorneys General.
- D. The Surviving Corporation was formed by the Absorbed Corporation for the sole purpose of transferring domicile of Grab the Gold, Inc. to the State of Tennessee.
- E. The Absorbed Corporation is authorized by NRS Chapter 92A *et seq.* to merge with the foreign organization because this merger is permitted by the law of the state of Tennessee, the Surviving Corporation will comply with that law, and the Surviving Corporation will comply with NRS Chapter 92A *et seq.*
- F. The Surviving Corporation is authorized by Tenn. Code Ann. §48-21-102 *et seq.* to merge with the foreign organization because this merger will result in a single survivor and is permitted by the organic law of the foreign for-profit corporation.
- G. The Surviving Corporation agrees to the requirements of NRS Chapter 92A *et seq.*

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H. Upon the merger, the Surviving Corporation shall assume the contracts, obligations, and liabilities of every nature of the Absorbed Corporation and shall thereupon and thereafter possess all rights, privileges, immunities, assets, property, debts, liabilities, and choses in action of the merging corporations, without the necessity of any other formal documentation, except as may be required by law.

In consideration of the mutual covenants, and subject to the terms and conditions set forth below the Corporations state as follows:

Section I. Merger The Absorbed Corporation shall merge with and into the Surviving Corporation, which shall be the surviving corporation.

Section II. Terms and Conditions On the effective date of the merger, the separate existence of the Absorbed Corporation shall cease, and the Surviving Corporation shall succeed to all the rights, privileges, immunities, and all the property, real, personal, and mixed of the Absorbed Corporation, without the necessity for any separate transfer. The Surviving Corporation shall then be responsible and liable for all liabilities and obligations of the Absorbed Corporation, and neither the rights of creditors nor any liens on the property of the Absorbed Corporation, if any, shall be impaired by the merger.

Section III. Changes in Bylaws The Bylaws of the Surviving Corporation shall continue to be its bylaws following the effective date of the merger.

Section IV. Federal Employer Identification Number Following the merger, the Surviving Corporation shall notify the Internal Revenue Service of the merger, and the Surviving Corporation shall begin using the Federal Employer Identification Number of the Absorbed Corporation.

Section V. Directors and Officers The directors and officers of the Surviving Corporation on the effective date of the merger shall continue as the directors and officers of the Surviving Corporation, for the full unexpired terms of their offices and until their successors have been elected or appointed and qualified.

Section VI. Approval by Directors This plan of merger has been approved unanimously by the Board of Directors of the Surviving Corporation and the Absorbed Corporation. A notice of the meeting of the Board of Directors at which this Plan of Merger was adopted was provided to all Directors five days prior to such meeting in compliance with Tennessee and North Carolina law. The Corporations have no members.

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Section VII. Effective Date of Merger The effective date of this merger shall be September 16, 2019 or sooner if permitted by Tennessee law.

Section VIII. Abandonment of Merger This plan of merger may be abandoned by action of the Board of Directors of either the Surviving or the Absorbed Corporation at any time prior to the effective date on merger.

Section IX. Counterparts This Plan of Merger may be executed in any number of counterparts, each of which when executed and delivered shall be an original, but all the counterparts shall together constitute one and the same instrument.

This Agreement is executed on behalf of the parties by their President and attested by their respective Secretaries pursuant to the authorization of their respective Boards of Directors on the date first written above.

In addition to the terms contained herein, the Surviving Corporation recognizes and acknowledges the current Board of Directors as set forth in the applicable Minutes of the Surviving Corporation.

Dated the 16th day of September, 2019.

"Surviving Corporation"

Grab the Gold, Inc., registered in the state of Tennessee



Danielle Ontiveros, President

"Absorbed Corporation"

Grab the Gold Inc., registered in the state of Nevada



Danielle Ontiveros, President