

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM801378

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER		
EFFECTIVE DATE:	02/02/2023		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
SPY INC.		01/23/2023	Corporation: DELAWARE
RECEIVING PARTY DATA			
Name:	BOLLE BRANDS INC.		
Street Address:	2801 CARIBOU COURT, SUITE 160		
City:	CARLSBAD		
State/Country:	CALIFORNIA		
Postal Code:	92010		
Entity Type:	Corporation: NEW YORK		
PROPERTY NUMBERS Total: 50			
Property Type	Number	Word Mark	
Registration Number:	6186568	DEADBOLT	
Registration Number:	5788292	SIC	
Registration Number:	5751861	LOCK STEADY	
Registration Number:	5662751	FOUNDATION	
Registration Number:	5347127		
Registration Number:	4863809	SEE BETTER. FEEL BETTER.	
Registration Number:	4805295	SPY BRAVO	
Registration Number:	4805294	SPY FLYNN	
Registration Number:	4805293	SPY TOURING	
Registration Number:	4805292	SPY HELM	
Registration Number:	4914603	SPY DISCORD	
Registration Number:	4914602	SPY OPTICS	
Registration Number:	4805280	SPY SNOW GOGGLES	
Registration Number:	4805279	SPY SKI GOGGLES	
Registration Number:	4805278	SPY GOGGLES	
Registration Number:	4805276	SPY HIELO	
Registration Number:	4805275	SPY LOGAN	
Registration Number:	4805274	SPY GLASSES	

CH \$1265.00 6186568

Property Type	Number	Word Mark
Registration Number:	4805061	HAPPY BUDS
Registration Number:	4969920	HAPPY GOGGLES
Registration Number:	4969919	HAPPY SUNGLASSES
Registration Number:	4919079	DISCORD
Registration Number:	5519787	SPY OPTIC
Registration Number:	5266289	SPY
Registration Number:	4720479	GEO FORCE
Registration Number:	3981518	TRON
Registration Number:	4538368	MCCOY
Registration Number:	4526135	SPECTRA
Registration Number:	4463426	HAPPY LENS
Registration Number:	5757866	SPY
Registration Number:	4318949	SPY CROSSTOWN COLLECTION
Registration Number:	4373999	SPY
Registration Number:	3218701	SPYOPTIC
Registration Number:	3146490	ARC
Registration Number:	2984045	DRI-FORCE
Registration Number:	4859917	SPY
Registration Number:	4703926	SPY
Registration Number:	3750166	SPY
Registration Number:	3648121	SPYOPTIC
Registration Number:	3468936	
Registration Number:	3436802	
Registration Number:	3489694	LOGAN
Registration Number:	3489693	HIELO
Registration Number:	3700605	SPY
Registration Number:	2146655	SCOOP
Registration Number:	2157268	
Registration Number:	2092022	PLUS SYSTEM
Registration Number:	1981513	SPY
Registration Number:	2137853	
Registration Number:	5114882	RISE VENTILATION

CORRESPONDENCE DATA

Fax Number:

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: 404-885-1500

Email: tmatlanta@seyfarth.com

Correspondent Name: Joseph V. Myers III
Address Line 1: 1075 Peachtree St. NE, #2500
Address Line 4: Atlanta, GEORGIA 30309

ATTORNEY DOCKET NUMBER: 112514-2

NAME OF SUBMITTER: Joseph V. Myers III

SIGNATURE: /jvm/

DATE SIGNED: 04/07/2023

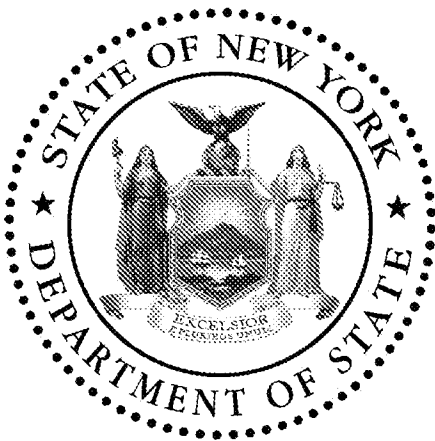
Total Attachments: 5

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**STATE OF NEW YORK
DEPARTMENT OF STATE**

I hereby certify that the annexed copy for BOLLE BRANDS INC., File Number 230202003675 has been compared with the original document in the custody of the Secretary of State and that the same is true copy of said original.

WITNESS my hand and official seal of the
Department of State, at the City of Albany,
on February 02, 2023.



Brendan C. Hughes

Brendan C. Hughes
Executive Deputy Secretary of State

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TRADEMARK
REEL: 008036 FRAME: 0715

**CERTIFICATE OF MERGER OF
SPY INC.
INTO
BOLLE BRANDS INC.**

Under Section 905 of the Business Corporation Law

Pursuant to Section 905 of the New York Business Corporation Law, each of the undersigned hereby certify on behalf of the constituent corporations named herein, as follows:

1. The name of each constituent corporation is as follows:
 - (a) Bolle Brands Inc. (formerly Nevitt Sales Corp.), a New York corporation.
 - (b) Spy Inc., a Delaware corporation.

2. The name of the surviving corporation is Bolle Brands Inc., a New York corporation (the "**Surviving Corporation**").

3. The designation, number, and voting rights of each outstanding class and series of shares for each of the constituent corporations is as follows:

Bolle Brands Inc.

Designation of each outstanding class and series of shares	Number of outstanding shares	Class and series of shares entitled to vote	Class and series of shares entitled to vote as a class
Common Stock	100	Voting	Voting

The Surviving Corporation owns all of the outstanding shares of Common Stock of Spy Inc.

Spy Inc.

Designation of each outstanding class and series of shares	Number of outstanding shares	Class and series of shares entitled to vote	Classes and series of shares entitled to vote as a class
Common Stock	100	Voting	Voting

Upon the effective date of the merger of Spy Inc. into Bolle Brands Inc. (the "**Merger**"), outstanding shares of Spy Inc. shall be cancelled without consideration. The outstanding shares of the Surviving Corporation shall remain outstanding and are not affected by the Merger. The Merger is being consummated and is being filed under Section 905 of the New York Business Corporation Law as, immediately prior to the effectiveness of the Merger, Bolle Brands Inc. owned all of the outstanding capital stock of Spy Inc.

4. The certificate of incorporation of the Surviving Corporation was filed with the Department of State on September 8, 1976.

5. The certificate of incorporation of Spy Inc. was filed with the Delaware Secretary of State on August 13, 2004. Also, prior to the effectiveness of the Merger, no application for authority for Spy Inc. to do business in the State of New York had been filed with the Department of State.

6. The Merger was authorized with respect to the Surviving Corporation in the following manner: An Agreement and Plan of Merger was adopted and approved by the sole director of the Surviving Corporation by written consent dated January 23, 2023.

7. The certificate of incorporation of the Surviving Corporation, as in effect immediately prior to the effective date of the Merger, shall be the certificate of incorporation of the Surviving Corporation upon the effective date of the Merger, without any amendments or changes.

8. The effective date of the Merger is the date that this Certificate of Merger is filed by the New York State Department of State.

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IN WITNESS WHEREOF, each of the undersigned has caused this certificate of merger to be executed on its behalf by its duly authorized officers as of January 23rd, 2023.

BOLLE BRANDS INC.,
a New York corporation

By: Peter Smith

Peter Smith
CEO

SPY INC.,
a Delaware corporation

By: Peter Smith

Peter Smith
President and CEO

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**CERTIFICATE OF MERGER OF
SPY INC.
INTO
BOLLE BRANDS INC.**

Under Section 905 of the Business Corporation Law

Department of State Identification Number: 409344

Filer's Name and Mailing Address:

David Crist
Name
Bolle Brands Inc.
Company, if Applicable
2810 Caribou Court Suite 160
Mailing Address
Carlsbad, CA 92010
City, State, and Zip Code

**DRAWDOWN:
CST REF: 14752661YV**

Filed with the NYS Department of State on 02/02/2023
Filing Number: 230202003675 DOS ID: 4

RECORDED: 04/07/2023

**TRADEMARK
REEL: 008036 FRAME: 0719**