

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM357537

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	07/15/2015

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Enercare Connections Inc.		07/15/2015	Ontario corporation: CANADA
Triacta Power Technologies Inc.		07/15/2015	Ontario corporation: CANADA

RECEIVING PARTY DATA

Name:	Enercare Connections Inc.
Street Address:	4000 Victoria Park Avenue
City:	Toronto, Ontario
State/Country:	CANADA
Postal Code:	M2H3P4
Entity Type:	Ontario corporation: CANADA

PROPERTY NUMBERS Total: 5

Property Type	Number	Word Mark
Registration Number:	3153269	POWER HAWK
Registration Number:	3205091	KNOWLEDGE IN POWER
Registration Number:	3205092	TRIACTA
Registration Number:	3261133	TRIACTA
Registration Number:	3855401	SIMPLE SMART GREEN

CORRESPONDENCE DATA

Fax Number: 2023448300

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: 202-344-4801

Email: trademarkdocket@venable.com, jmklass@venable.com,
pjwyles@venable.com

Correspondent Name: Jeremy M. Klass, Venable LLP

Address Line 1: P.O. Box 34385

Address Line 4: Washington, D.C. 20043

ATTORNEY DOCKET NUMBER: 121773-321440

DOMESTIC REPRESENTATIVE

CH \$140.00 3153269

Name:	Jeremy M. Klass, Venable LLP
Address Line 1:	P.O. Box 34385
Address Line 4:	Washington, D.C. 20043
NAME OF SUBMITTER:	Jeremy M. Klass, DC bar member
SIGNATURE:	/jmklass/
DATE SIGNED:	10/06/2015
Total Attachments: 17 source=Articles of Amalgamation#page1.tif source=Articles of Amalgamation#page2.tif source=Articles of Amalgamation#page3.tif source=Articles of Amalgamation#page4.tif source=Articles of Amalgamation#page5.tif source=Articles of Amalgamation#page6.tif source=Articles of Amalgamation#page7.tif source=Articles of Amalgamation#page8.tif source=Articles of Amalgamation#page9.tif source=Articles of Amalgamation#page10.tif source=Articles of Amalgamation#page11.tif source=Articles of Amalgamation#page12.tif source=Articles of Amalgamation#page13.tif source=Articles of Amalgamation#page14.tif source=Articles of Amalgamation#page15.tif source=Articles of Amalgamation#page16.tif source=Articles of Amalgamation#page17.tif	

5. Method of amalgamation, check A or B
 Méthode choisie pour la fusion – Cocher A ou B :

A - Amalgamation Agreement / Convention de fusion :

The amalgamation agreement has been duly adopted by the shareholders of each of the amalgamating corporations as required by subsection 176 (4) of the *Business Corporations Act* on the date set out below.

Les actionnaires de chaque société qui fusionne ont dûment adopté la convention de fusion conformément au paragraphe 176(4) de la *Loi sur les sociétés par actions* à la date mentionnée ci-dessous.

or
ou

B - Amalgamation of a holding corporation and one or more of its subsidiaries or amalgamation of subsidiaries / Fusion d'une société mère avec une ou plusieurs de ses filiales ou fusion de filiales :

The amalgamation has been approved by the directors of each amalgamating corporation by a resolution as required by section 177 of the *Business Corporations Act* on the date set out below.

Les administrateurs de chaque société qui fusionne ont approuvé la fusion par voie de résolution conformément à l'article 177 de la *Loi sur les sociétés par actions* à la date mentionnée ci-dessous.

The articles of amalgamation in substance contain the provisions of the articles of incorporation of
 Les statuts de fusion reprennent essentiellement les dispositions des statuts constitutifs de

ENERCARE CONNECTIONS INC.

and are more particularly set out in these articles.
 et sont énoncés textuellement aux présents statuts.

Names of amalgamating corporations Dénomination sociale des sociétés qui fusionnent	Ontario Corporation Number Numéro de la société en Ontario	Date of Adoption/Approval Date d'adoption ou d'approbation		
		Year année	Month mois	Day jour
Enercare Connections Inc.	1864756	2015/07/	15	
Triacta Power Technologies Inc.	1605277	2015/07/	15	

6. Restrictions, if any, on business the corporation may carry on or on powers the corporation may exercise.
Limites, s'il y a lieu, imposées aux activités commerciales ou aux pouvoirs de la société.

None.

7. The classes and any maximum number of shares that the corporation is authorized to issue:
Catégories et nombre maximal, s'il y a lieu, d'actions que la société est autorisée à émettre :

The Corporation is authorized to issue an unlimited number of common shares and an unlimited number of Class A Preference shares.

8. Rights, privileges, restrictions and conditions (if any) attaching to each class of shares and directors authority with respect to any class of shares which may be issued in series:

Droits, privilèges, restrictions et conditions, s'il y a lieu, rattachés à chaque catégorie d'actions et pouvoirs des administrateurs relatifs à chaque catégorie d'actions qui peut être émise en série :

See pages 4A to 4E attached.

**Rights, Privileges, Restrictions and Conditions
Attaching to the Class A Preference Shares and Common Shares**

Class A Preference Shares

The Class A Preference Shares shall have attached thereto the following rights, privileges, restrictions and conditions:

1. **Ranking of Class A Preference Shares**

Subject to clause 4 hereof, the Class A Preference Shares shall be entitled to a preference over the common shares and the shares of any other class of shares in the capital of the Corporation ranking junior to the Class A Preference Shares (the common shares and all such other classes of shares being hereinafter collectively referred to as "Junior Shares") with respect to the payment of dividends and all amounts payable on return of capital in the event of the liquidation, dissolution or winding up of the Corporation but shall not have any further right to participate in profits.

2. **Shares to be Non-Voting**

Except as required by law, the holders of the Class A Preference Shares shall not be entitled to receive notice of, to attend or to vote at any meeting of the shareholders of the Corporation.

3. **Dividend**

The holders of the Class A Preference Shares shall be entitled to receive, and the Corporation shall pay thereon, as and when declared by the directors of the Corporation out of moneys of the Corporation properly applicable to the payment of dividends, cumulative preferential dividends ("annual dividends") at the rate of 6.9% per annum, such rate to be applied to the amount of one dollar (\$1.00) (the "redemption amount") per Class A Preference Share. Annual dividends on the Class A Preference Shares shall accrue on an annual basis from and including the date of issue thereof, shall be calculated on the basis of a 365- or 366-day year, as the case may be, and shall be payable on July 6th in each year, or on such other days as the Corporation and all holders of Class A Preference Shares shall unanimously agree (the "annual dividend payment date"). In the event that annual dividends are paid on a date other than July 6th in any year, annual dividends shall be calculated on a per diem basis. In respect of the annual dividends on the Class A Preference Shares, payments shall be made by cheques for the Corporation payable in lawful money of Canada at par at any branch of the Corporation's bankers for the time being or by wire transfers using the Canadian Payments Association's Large Value Transfer System or in a manner agreed to by the Corporation and the holders of the Class A Preference Shares; if on any annual dividend payment date the annual dividends accrued to such date are not paid in full on all of the Class A Preference Shares then outstanding, such annual dividends or the unpaid part thereof shall be paid on a subsequent date or dates determined by the directors of the Corporation on which the Corporation shall have sufficient moneys properly applicable to the payment of such annual dividends. The holders of the Class A

Preference Shares shall not be entitled to any dividends other than or in excess of the cumulative annual dividends hereinbefore provided for.

4. Restriction on Payments to Holders of Junior Shares

Subject to the provisions of the *Business Corporations Act* (Ontario) or any successor statute thereto (the "Act"), the Corporation may make any Restricted Share Payment if, but only if, at the time the Corporation becomes obligated to make the Restricted Share Payment the directors determine that, immediately after giving effect thereto, there would be no restriction under the Act on the ability of the Corporation to redeem, by payment of the redemption price in cash, all Class A Preference Shares then outstanding in accordance with the provisions for redemption attached to such class. For the purposes of this clause 4, "Restricted Share Payment" means a payment or transfer by the Corporation of any money or other property in respect of any dividend on, reduction of paid-up capital of, redemption of, purchase or other acquisition of, or other distribution on, Junior Shares or warrants, rights or options to purchase Junior Shares.

5. Redemption at Option of the Holder

Subject to the provisions of this clause 4 and to the Act, a holder of Class A Preference Shares shall be entitled to require the Corporation to redeem at any time or times all or any of the Class A Preference Shares registered in the name of such holder by tendering to the Corporation at its registered office the certificate or certificates representing the Class A Preference Shares which such holder desires to have the Corporation redeem together with a written request specifying that such holder desires to have all or a specified number of the shares represented by such certificate or certificates redeemed by the Corporation. After receipt of the certificate or certificates representing the Class A Preference Shares which the holder desires the Corporation to redeem together with a request for redemption as hereinabove specified, the Corporation shall, on such redemption date as may be selected by the Corporation but being not later than thirty (30) days following such receipt, redeem such Class A Preference Shares by paying to such holder for each Class A Preference Share to be redeemed the redemption amount of a Class A Preference Share plus all dividends accrued and unpaid thereon to the redemption date (such aggregate amount being herein referred to as the "redemption price" of a Class A Preference Share). Such payment shall be made by cheque payable at par at any branch in Canada of the Corporation's bankers for the time being in Canada or by wire transfer using the Canadian Payments Association's Large Value Transfer System or in a manner agreed to by the Corporation and the holders of the Class A Preference Shares to be redeemed. The Class A Preference Shares shall be redeemed on the redemption date and from and after the redemption date such shares shall cease to be entitled to dividends or any other participation in the assets of the Corporation and the holder thereof shall not be entitled to exercise any of the other rights of a holder in respect thereof unless payment of the redemption price shall not be made on the redemption date, in which event the rights of the holder shall remain unaffected. If a part only of the Class A Preference Shares represented by any certificate shall be redeemed, a new certificate representing the balance of such shares shall be issued to the holder thereof at the expense of the Corporation upon presentation and surrender of the first mentioned certificate.

6. Redemption at Option of the Corporation

Subject to the provisions of this clause 5 and to the Act, the Corporation may upon giving notice as hereinafter provided, redeem at any time the whole or from time to time any part of the then outstanding Class A Preference Shares on payment for each Class A Preference Share to be redeemed of the redemption price thereof. In case a part only of the Class A Preference Shares is at any time to be redeemed, the shares so to be redeemed may be selected by lot in such manner as the directors of the Corporation in their sole discretion shall by resolution determine or redemption may be effected on a pro rata basis disregarding fractions. If a part only of the Class A Preference Shares represented by any certificate shall be redeemed, a new certificate representing the balance of such shares shall be issued to the holder thereof at the expense of the Corporation upon presentation and surrender of the first-mentioned certificate. In any case of redemption of Class A Preference Shares, the Corporation shall at least thirty (30) days before the date specified for redemption mail to each person who at the date of mailing is a registered holder of Class A Preference Shares to be redeemed a notice in writing of the intention of the Corporation to redeem such Class A Preference Shares. Such notice shall set out the number of Class A Preference Shares held by the person to whom it is addressed which are to be redeemed, the redemption price and the date on which redemption is to take place. On or after the date so specified for redemption, the Corporation shall pay or cause to be paid to or to the order of the registered holders of the Class A Preference Shares to be redeemed the redemption price of such shares on presentation and surrender, at the registered office of the Corporation or at any other place or places within Canada specified in such notice of redemption, of the certificate or certificates representing the Class A Preference Shares so called for redemption. Such payment shall be made by cheque payable at par at any branch of the Corporation's bankers for the time being in Canada or by wire transfer using the Canadian Payments Association's Large Value Transfer System or in a manner agreed to by the Corporation and the holders of the Class A Preference Shares to be redeemed. From and after the date specified for redemption in any such notice, the Class A Preference Shares called for redemption shall cease to be entitled to dividends or any other participation in the assets of the Corporation and the holders thereof shall not be entitled to exercise any of the other rights of shareholders in respect thereof unless payment of the redemption price shall not be made upon presentation and surrender of the certificates in accordance with the foregoing provisions, in which case the rights of the holders shall remain unaffected. The Corporation shall have the right any time after sending or delivering notice of its intention to redeem Class A Preference Shares to deposit the redemption price of the Class A Preference Shares so called for redemption or of such of the said shares represented by certificates which have not at the date of such deposit been surrendered by the holders thereof in connection with such redemption to a special account in any chartered bank or any trust company in Canada named in such notice, to be paid without interest to or to the order of the respective holders of Class A Preference Shares called for redemption upon presentation and surrender to such bank or trust company of the certificates representing such shares. Upon such deposit being made or upon the date specified for redemption in such notice, whichever is the later, the Class A Preference Shares in respect of which such deposit shall have been made shall be deemed to be redeemed and the rights of the holders thereof shall be limited to receiving without interest their proportionate part of the amount so deposited upon presentation and surrender of the certificates held by them respectively. Any interest allowed on any such deposit shall belong to the Corporation.

7. Liquidation, Dissolution or Winding Up

In the event of the liquidation, dissolution or winding up of the Corporation, whether voluntary or involuntary, or in the event of any other distribution of property or assets of the Corporation among its shareholders for the purpose of winding up its affairs, the holders of the Class A Preference Shares shall be entitled to receive from the property and assets of the Corporation a sum equal to the redemption price of the Class Preference Shares held by them respectively. After payment to the holders of the Class A Preference Shares of the amounts so payable to them, they shall not be entitled to share in any further distribution of the property or assets of the Corporation.

8. Notices

Any notice, cheque, notice of redemption or other communication from the Corporation herein provided for shall be either sent to the holders of the Class A Preference Shares by ordinary unregistered mail, postage prepaid, or delivered by hand to such holders, at their respective addresses appearing on the books of the Corporation or, in the event of the address of any such holder not so appearing, then at the last address known to the Corporation of such holder. Accidental failure to give any such notice, notice of redemption or other communication to one or more holders of Class A Preference Shares shall not affect the validity thereof, but, upon such failure being discovered, a copy of the notice, notice of redemption or other communication, as the case may be, shall be sent or delivered forthwith to such holder or holders. Unless otherwise provided herein, any notice, certificate or other communication from a holder of Class A Preference Shares herein provided for shall be either sent to the Corporation by ordinary unregistered mail, postage prepaid, or delivered by hand to the Corporation at its registered office. Any notice or other communication, including without limitation a notice of redemption or request for redemption, from the Corporation to the holder of Class A Preference Shares or from a holder of Class A Preference Shares to the Corporation, may be waived.

Common Shares

The common shares shall have attached thereto the following rights, privileges, restrictions and conditions:

1. Shares to be Voting

The holders of the common shares shall be entitled to receive notice of and to attend at all meetings of shareholders of the Corporation, other than meetings of the holders of another class of shares, and shall be entitled to one (1) vote for each common share held on the record date for voting at any such meeting.

2. Dividends

The holders of the common shares shall be entitled to receive and the Corporation shall pay thereon, as and when declared by the directors of the Corporation out of moneys of the Corporation properly applicable to the payment of dividends, dividends in such amounts as may be determined by the directors from time to time, each such dividend to be paid to such holders on such date as may be fixed by the directors at the time of declaration of such dividend.

3. Liquidation, Dissolution or Winding Up

In the event of the liquidation, dissolution or winding up of the Corporation, whether voluntary or involuntary, or in the event of any other distribution of the property and assets of the Corporation among its shareholders for the purpose of winding up its affairs (any such liquidation, dissolution, winding up or other distribution being herein referred to as a "Liquidation"), the holders of the common shares shall be entitled, subject to the prior rights of the holders of the Class A preference shares and any other shares ranking senior to the common shares on Liquidation, to the remaining property and assets of the Corporation.

9. The issue, transfer or ownership of shares is/is not restricted and the restrictions (if any) are as follows:
L'émission, le transfert ou la propriété d'actions est/n'est pas restreint. Les restrictions, s'il y a lieu, sont les suivantes :

The transfer of shares of the Corporation shall be restricted in that no shareholder shall be entitled to transfer any such such or shares without either:

(a) the approval of the directors of the Corporation expressed by a resolution passed at a meeting of the board of directors or by an instrument or instruments in writing signed by a majority of the directors; or

(b) the approval of the holders of at least a majority of the shares of the Corporation entitling the holders thereof to vote in all circumstances (other than holders of shares who are entitled to vote separately as a class) for the time being outstanding expressed by a resolution passed at a meeting of the holders of such shares or by an instrument or instruments in writing signed by the holders of a majority of such shares.

10. Other provisions, (if any):
Autres dispositions, s'il y a lieu :

The transfer of securities (other than non-convertible debt securities) of the Corporation shall be restricted in that no securityholder shall be entitled to transfer any such security or securities without either:

(a) the approval of the directors of the Corporation expressed by a resolution passed at a meeting of the board of directors or by an instrument or instruments in writing signed by a majority of the directors; or

(b) the approval of the holders of at least a majority of the shares of the Corporation entitling the holders thereof to vote in all circumstances (other than holders of shares who are entitled to vote separately as a class) for the time being outstanding expressed by a resolution passed at a meeting of the holders of such shares or by an instrument or instruments in writing by the holders of a majority of such shares.

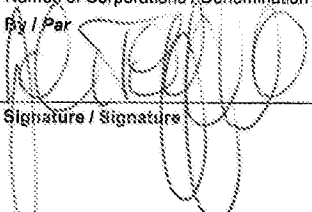
11. The statements required by subsection 178(2) of the *Business Corporations Act* are attached as Schedule "A".
Les déclarations exigées aux termes du paragraphe 178(2) de la *Loi sur les sociétés par actions* constituent l'annexe A.

12. A copy of the amalgamation agreement or directors' resolutions (as the case may be) is/are attached as Schedule "B".
Une copie de la convention de fusion ou les résolutions des administrateurs (selon le cas) constitue(nt) l'annexe B.

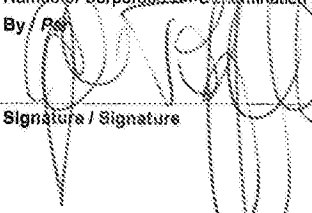
These articles are signed in duplicate.
Les présents statuts sont signés en double exemplaire.

Name and **original signature** of a director or authorized signing officer of each of the amalgamating corporations. Include the name of each corporation, the signatories name and description of office (e.g. president, secretary). **Only a director or authorized signing officer can sign on behalf of the corporation.** / Nom et **signature originale** d'un administrateur ou d'un signataire autorisé de chaque société qui fusionne. Indiquer la dénomination sociale de chaque société, le nom du signataire et sa fonction (p. ex. : président, secrétaire). **Seul un administrateur ou un dirigeant habilité peut signer au nom de la société.**

ENERCARE CONNECTIONS INC.

Names of Corporations / Dénomination sociale des sociétés
By / Par  _____
Signature / Signature _____
John Toffoletto _____
Print name of signatory / _____
Nom du signataire en lettres moulées _____
SVP, CLO and Corp Sec. _____
Description of Office / Fonction _____

TRIACTA POWER TECHNOLOGIES INC.

Names of Corporations / Dénomination sociale des sociétés
By / Par  _____
Signature / Signature _____
John Toffoletto _____
Print name of signatory / _____
Nom du signataire en lettres moulées _____
Director _____
Description of Office / Fonction _____

Names of Corporations / Dénomination sociale des sociétés
By / Par _____
Signature / Signature _____
Print name of signatory / _____
Nom du signataire en lettres moulées _____
Description of Office / Fonction _____

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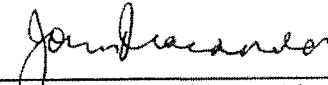
SCHEDULE A

<p>CANADA</p> <p>PROVINCE OF ONTARIO</p> <p>TO WIT:</p>	<p>)</p> <p>)</p> <p>)</p> <p>)</p> <p>)</p> <p>)</p>	<p>IN THE MATTER OF the <i>Business Corporations Act</i> (Ontario) and the Articles of Amalgamation of EnerCare Connections Inc. and Triacta Power Technologies Inc.</p>
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I, John Macdonald, of the Town of Aurora, in the Province of Ontario, hereby certify that:

1. I am the President and Chief Executive Officer of EnerCare Connections Inc. and have knowledge of the matters herein declared.
2. There are reasonable grounds for believing that:
 - (a) each amalgamating corporation is and the amalgamated corporation will be able to pay its liabilities as they become due;
 - (b) the realizable value of the amalgamated corporation's assets will not be less than the aggregate of its liabilities and stated capital of all classes; and
 - (c) no creditor will be prejudiced by the amalgamation.

DATED this 15th day of July, 2015.

By: 

John Macdonald, President and
Chief Executive Officer

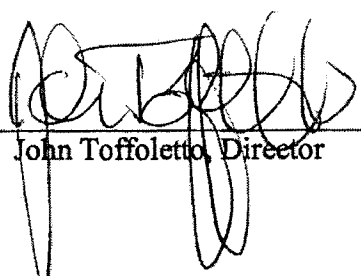
SCHEDULE A

<p>CANADA</p> <p>PROVINCE OF ONTARIO</p> <p>TO WIT:</p>	<p>)</p> <p>)</p> <p>)</p> <p>)</p> <p>)</p> <p>)</p>	<p>IN THE MATTER OF the <i>Business Corporations Act</i> (Ontario) and the Articles of Amalgamation of EnerCare Connections Inc. and Triacta Power Technologies Inc.</p>
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I, John Toffoletto, of the City of Toronto, in the Province of Ontario, hereby certify that:

1. I am a director of Triacta Power Technologies Inc. and have knowledge of the matters herein declared.
2. There are reasonable grounds for believing that:
 - (a) each amalgamating corporation is and the amalgamated corporation will be able to pay its liabilities as they become due;
 - (b) the realizable value of the amalgamated corporation's assets will not be less than the aggregate of its liabilities and stated capital of all classes; and
 - (c) no creditor will be prejudiced by the amalgamation.

DATED this 15th day of July, 2015.

By: 

John Toffoletto, Director

SCHEDULE B

ENERCARE CONNECTIONS INC.

(the "Corporation")

RECITALS:

- A. The Corporation has been incorporated under the laws of Ontario by certificate of amalgamation dated January 1, 2012.
- B. It is desirable that the Corporation amalgamate with Triacta Power Technologies Inc. (the "Subsidiary").
- C. All of the issued shares of the Subsidiary are held by the Corporation.

RESOLVED THAT:

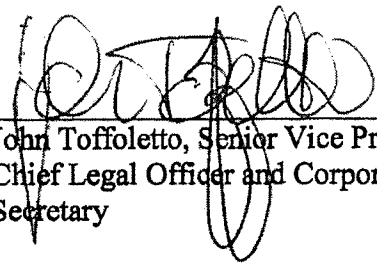
- 1. the amalgamation of the Corporation with the Subsidiary is hereby approved;
- 2. the by-laws of the amalgamated corporation shall be the by-laws of the Corporation, until amended or repealed;
- 3.
 - (a) the shares of the Subsidiary shall be cancelled without any repayment of capital in respect thereof;
 - (b) except as may be prescribed by the *Business Corporations Act* (Ontario), the articles of amalgamation shall be the same as the articles of the Corporation; and
 - (c) no securities shall be issued and no assets shall be distributed by the amalgamated corporation in connection with the amalgamation; and
- 4. any director or officer of the Corporation is hereby authorized to take any action and to execute any document which, in the opinion of such person, is necessary or desirable to give effect to the foregoing resolutions and to deliver all or any of such documents to the Ministry of Government Services.

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CERTIFICATE

I, John Toffoletto, the Senior Vice President, Chief Legal Officer and Corporate Secretary of Enercare Connections Inc. (the "**Corporation**"), hereby certify that the foregoing is a complete and correct copy of a resolution duly passed by the board of directors of the Corporation on July 15, 2015 and that such resolution is, at the date hereof, in full force and effect, unamended.

DATED: 15th day of July, 2015.



John Toffoletto, Senior Vice President,
Chief Legal Officer and Corporate
Secretary

SCHEDULE B

TRIACTA POWER TECHNOLOGIES INC.
(the "Corporation")

RECITALS:

- A. The Corporation was incorporated under the *Canada Business Corporations Act* on June 30, 2003 and continued under the laws of Ontario by certificate of continuance dated July 13, 2005.
- B. It is desirable that the Corporation amalgamate with EnerCare Connections Inc. ("**Parentco**").
- C. The Corporation is a wholly-owned subsidiary corporation of Parentco.

RESOLVED THAT:

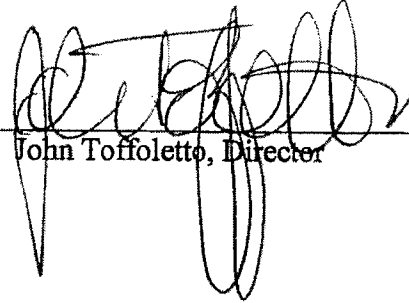
1. the amalgamation of the Corporation with Parentco is hereby approved;
2. the by-laws of the amalgamated corporation shall be the by-laws of Parentco, until amended or repealed;
3.
 - (a) the shares of the Corporation shall be cancelled without any repayment of capital in respect thereof;
 - (b) except as may be prescribed by the *Business Corporations Act* (Ontario), the articles of amalgamation shall be the same as the articles of Parentco; and
 - (c) no securities shall be issued and no assets shall be distributed by the amalgamated corporation in connection with the amalgamation; and
4. any director or officer of the Corporation is hereby authorized to take any action and to execute any document which, in the opinion of such person, is necessary or desirable to give effect to the foregoing resolutions and to deliver all or any of such documents to the Ministry of Government Services.

[Remainder of Page Intentionally Left Blank]

CERTIFICATE

I, John Toffoletto, a director of Triacta Power Technologies Inc. (the "**Corporation**"), hereby certify that the foregoing is a complete and correct copy of a resolution duly passed by the board of directors of the Corporation on July 15, 2015 and that such resolution is, at the date hereof, in full force and effect, unamended.

DATED: 15th day of July, 2015.



John Toffoletto, Director