

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM478951

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	CHANGE OF NAME		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Load Dynamix, Inc.		10/11/2016	Corporation: CALIFORNIA
RECEIVING PARTY DATA			
Name:	Virtual Instruments Worldwide, Inc.		
Street Address:	2331 Zanker Road		
City:	San Jose		
State/Country:	CALIFORNIA		
Postal Code:	95131		
Entity Type:	Corporation: CALIFORNIA		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	4657508	LOAD DYNAMIX	
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:	650-815-2635		
Email:	svtmdocketing@sheppardmullin.com, cbush@sheppardmullin.com		
Correspondent Name:	Chelseaa Bush		
Address Line 1:	Sheppard Mullin et al, 379 Lytton Avenue		
Address Line 4:	Palo Alto, CALIFORNIA 94301		
ATTORNEY DOCKET NUMBER:	59DS		
NAME OF SUBMITTER:	Chelseaa Bush		
SIGNATURE:	/ChelseaaBush/		
DATE SIGNED:	06/21/2018		
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and Series 4 Preferred Stock (collectively, the "Preferred Stock") are as set forth below in this Article III(B), and in all regards such rights, preferences, privileges and restrictions are subject to the rights, preferences, privileges and restrictions of any one or more series of Preferred Stock that may from time to time in the future come into existence.

1. Dividend Provisions. The holders of record of Common Stock and the holders of record of Preferred Stock shall be entitled to receive dividends out of funds legally available therefor, when, as, and if declared by the board of directors of the Corporation (the "Board of Directors"), provided that:

(a) Senior Preferred Dividends. The holders of shares of Series 4 Preferred Stock and Series 3 Preferred Stock (collectively, "Senior Preferred Stock") shall be entitled to receive dividends, out of any assets legally available therefor, prior and in preference to any declaration or payment of any dividend on the Common Stock, Series 1A Preferred Stock, Series 1B Preferred Stock, Series 2A Preferred Stock and Series 2B Preferred Stock of the Corporation, at the applicable Dividend Rate (as defined below). Such dividends shall be cumulative and shall accrue daily on each such share of Senior Preferred Stock from the applicable original date of issue of such share based on a three hundred sixty-five (365) day year, whether or not earned or declared. The holders of the outstanding Senior Preferred Stock can waive any dividend preference that such holders shall be entitled to receive under this Section (1)(a) upon the affirmative vote or written consent of the holders of a majority of the shares of Senior Preferred Stock then outstanding (voting together as a single class and not as separate series, and on an as-converted basis). "Dividend Rate" shall mean \$0.0167 per annum for each share of Series 3 Preferred Stock and \$0.0375 per annum for each share of Series 4 Preferred Stock (each as adjusted for any stock splits, stock dividends, combinations, subdivisions, recapitalizations or the like).

(b) Junior Preferred Dividends. Subject to the rights of the Senior Preferred Stock set forth in Section(1)(a), the holders of shares of Series 1A Preferred Stock, Series 1B Preferred Stock, Series 2A Preferred Stock and Series 2B Preferred Stock (together, the "Junior Preferred Stock") shall be entitled to receive dividends, out of any assets legally available therefor, prior and in preference to any declaration or payment of any dividend (payable other than in Common Stock or other securities and rights convertible into or entitling the holder thereof to receive, directly or indirectly, additional shares of Common Stock of the Corporation) on the Common Stock of the Corporation, at the applicable Dividend Rate (as defined below). Such dividends shall not be cumulative. The holders of the outstanding Junior Preferred Stock can waive any dividend preference that such holders shall be entitled to receive under this Section 1 upon the affirmative vote or written consent of the holders of a majority of the shares of Junior Preferred Stock then outstanding (voting together as a single class and not as separate series, and on an as-converted basis). "Dividend Rate" shall mean \$0.0681 per annum for each share of Series 1A Preferred Stock, \$0.0743 per annum for each share of Series 1B Preferred Stock, \$0.0681 per annum for each share of Series 2A Preferred Stock and \$0.0743 per annum for each share of Series 2B Preferred Stock (each as adjusted for any stock splits, stock dividends, combinations, subdivisions, recapitalizations or the like).

(c) After payment of such dividends as set forth in Sections (1)(a) and 1(b), any additional dividends or distributions shall be distributed among all holders of Common Stock and Preferred Stock in proportion to the number of shares of Common Stock that would be held by each such holder if all shares of Preferred Stock were converted to Common Stock at the then effective conversion rate.

2. **Liquidation.**

(a) **Senior Preference.** In the event of a Liquidation Event (as defined below), either voluntary or involuntary, the holders of the Senior Preferred Stock shall be entitled to receive from the proceeds or assets of the Corporation legally available for distribution to its stockholders (the "Proceeds"), prior and in preference to any distribution of any of the Proceeds to the holders of Common Stock or the Junior Preferred Stock by reason of their ownership thereof, an amount per share equal to one and one-half (1.5) times the applicable Original Issue Price per share (as adjusted for any stock splits, stock dividends, combinations, subdivisions, recapitalizations or the like) for each share of Senior Preferred Stock then held by them, plus an amount equal to accrued but unpaid dividends (whether or not declared) on each such share of Senior Preferred Stock. The amount payable pursuant to the prior sentence (i) with respect to the Series 3 Preferred Stock shall be referred to as the "Series 3 Preference Amount" and (ii) with respect to the Series 4 Preferred Stock shall be referred to as the "Series 4 Preference Amount". The Series 3 Preference Amount and the Series 4 Preference Amount, collectively, shall be referred to as the "Senior Preference Amount". If, upon the occurrence of such Liquidation Event, the Proceeds thus distributed among the holders of the Senior Preferred Stock shall be insufficient to permit the payment to such holders of the full aforesaid Senior Preference Amount, then the entire Proceeds shall be distributed ratably among the holders of Senior Preferred Stock in proportion to the preferential amount each such holder would otherwise be entitled to receive pursuant to this Section 2(a). For purposes of the Restated Articles, "Original Issue Price" shall mean \$0.3333 per share for each share of Series 3 Preferred Stock and \$0.7500 per share for each share of Series 4 Preferred Stock (each as adjusted for any stock splits, stock dividends, combinations, subdivisions, recapitalizations or the like).

(b) **Series 2 Preference.** In the event of a Liquidation Event (as defined below), either voluntary or involuntary, and after full payment of the Senior Preference Amount pursuant to Section 2(a), the holders of the Series 2A Preferred Stock and Series 2B Preferred Stock shall be entitled to receive, on a pari passu basis, from the remaining Proceeds, prior and in preference to any distribution of Proceeds to the holders of Common Stock, the holders of Series 1A Preferred Stock or the holders of Series 1B Preferred Stock by reason of their ownership thereof, an amount per share equal to one (1.0) times the applicable Original Issue Price per share (as adjusted for any stock splits, stock dividends, combinations, subdivisions, recapitalizations or the like) for each share of Series 2A Preferred Stock and Series 2B Preferred Stock then held by them, plus an amount equal to any declared but unpaid dividends on each such share of Series 2A Preferred Stock or Series 2B Preferred Stock (such amount in the aggregate, the "Series 2 Preference Amount"). If, upon the occurrence of such Liquidation Event and after full payment of the Senior Preference Amount pursuant to Section 2(a), the remaining Proceeds thus distributed among the holders of the Series 2A Preferred Stock and Series 2B Preferred Stock shall be insufficient to permit the payment to such holders of the

elect otherwise, (i) all holders of Preferred Stock must receive the same form or forms of consideration (and, if more than one form, in the same proportion) and (ii) all holders of Common Stock must receive the same form or forms of consideration (and, if more than one form, in the same proportion).

(ii) Any and all payments under this Section 2 shall be from a corpus ("legally available for distribution") equal to the excess, as of immediately after the Liquidation Event, of the total assets of the Corporation over a fair amount for satisfaction of the claims of existing creditors.

(iii) If the nature of the Liquidation Event is such that the Preferred Stock is not extinguished thereby, each respective holder of Preferred Stock shall be obliged to surrender such holder's shares of Preferred Stock to the Corporation upon payment to such holder of the amount required by this Section 2.

(h) Valuation of Consideration. In the event of a Liquidation Event, if all or a portion of the Proceeds received by the Corporation is other than cash, its value will be set at its fair market value. Any securities shall be valued as follows:

(i) Securities not subject to investment letter or other similar restrictions on free marketability:

(A) If traded on a securities exchange, the value shall be based on the formula specified in the definitive agreements for the Liquidation Event or, if no such formula exists, then the value of such securities shall be based on a formula approved by the Board of Directors and derived from the closing prices of the securities on such exchange over a specified time period;

(B) If actively traded over-the-counter, the value shall be based on the formula specified in the definitive agreements for the Liquidation Event or, if no such formula exists, then the value of such securities shall be based on a formula approved by the Board of Directors and derived from the closing bid or sales prices (whichever is applicable) of such securities over a specified time period; and

(C) If there is no active public market, the value shall be the fair market value thereof, as determined in good faith by the Board of Directors.

(ii) The method of valuation of securities subject to investment letter or other restrictions on free marketability (other than restrictions arising solely by virtue of a shareholder's status as an affiliate or former affiliate) shall be to make an appropriate discount from the market value determined as specified above in subsection 2(h)(i) to reflect the approximate fair market value thereof, as determined in good faith by the Board of Directors.

(iii) Effect of Noncompliance. In the event the requirements of this Section 2 or the notice requirements of Article III(D) are not complied with, the Corporation shall forthwith either cause the closing of the Liquidation Event to be postponed until such requirements have been complied with, or cancel such Liquidation Event, in which event the

rights, preferences, privileges and restrictions of the holders of Preferred Stock shall revert to and be the same as such rights, preferences, privileges and restrictions existing immediately before the date the notice of the Liquidation Event should first have been sent pursuant to Section 2 of Article III(D).

3. **Redemption.** The Preferred Stock is not redeemable.

4. **Conversion.** The holders of the Preferred Stock shall have conversion rights as follows (the "Conversion Rights"):

(a) **Right to Convert.** Subject to Section 4(c) below, each share of Preferred Stock shall be convertible, at the option of the holder thereof, at any time after the date of issuance of such share, into such number of fully paid and nonassessable shares of Common Stock as is determined by dividing the Original Issue Price by the Conversion Price applicable to such share, determined as hereafter provided, in effect on the date the certificate is surrendered for conversion. The initial Conversion Price per share for each series of Preferred Stock shall be the Original Issue Price applicable to such series; provided, however, that the Conversion Price for the Preferred Stock shall be subject to adjustment as set forth in Section 4(d) below.

(b) **Automatic Conversion.** Subject to the following sentence, each share of Preferred Stock shall automatically be converted into shares of Common Stock at the Conversion Price at the time in effect for such share immediately upon the earlier of (i) upon the date specified by the vote or written consent of the holders of a majority of the then-outstanding shares of Preferred Stock (voting together as a single class and not as separate series, and on an as-converted basis), (ii) immediately before the closing of the Corporation's sale of its Common Stock in a firm commitment underwritten public offering pursuant to a registration statement under the Securities Act of 1933, as amended (the "Securities Act"), with aggregate gross proceeds to the Corporation of at least \$30,000,000 (such transaction, a "Qualified IPO") or (iii) immediately prior to the closing of a Liquidation Event in connection with which the holders of Series 3 Preferred Stock or Series 4 Preferred Stock would receive Proceeds on a per share basis greater than the applicable Participation Cap. Notwithstanding the foregoing, (A) the Series 3 Preferred Stock shall not be deemed to convert to Common Stock pursuant to the foregoing Section 4(b)(iii) unless, as a result of such conversion, the Series 3 Preferred Stock would receive Proceeds in connection with such Liquidation Event on a per share basis greater than the applicable Participation Cap and (B) the Series 4 Preferred Stock shall not be deemed to convert to Common Stock pursuant to the foregoing Section 4(b)(iii) unless, as a result of such conversion, the Series 4 Preferred Stock would receive Proceeds in connection with such Liquidation Event on a per share basis greater than the applicable Participation Cap.

(c) **Mechanics of Conversion.** Before any holder of Preferred Stock shall be entitled to convert such Preferred Stock into shares of Common Stock, the holder shall surrender the certificate or certificates therefor, duly endorsed (or a reasonably acceptable affidavit and indemnity undertaking in the case of a lost, stolen or destroyed certificate), at the office of the Corporation or of any transfer agent for such series of Preferred Stock, and shall give written notice to the Corporation at its principal corporate office, of the election to convert the same and shall state therein the name or names in which the certificate or certificates for

shares of Common Stock are to be issued. The Corporation shall, as soon as practicable thereafter, issue and deliver at such office to such holder of Preferred Stock, or to the nominee or nominees of such holder, a certificate or certificates for the number of shares of Common Stock to which such holder shall be entitled as aforesaid, and a certificate for the remaining number of shares of Preferred Stock if less than all of the Preferred Stock evidenced by the certificate were surrendered. Such conversion shall be deemed to have been made immediately before the close of business on (i) the date of such surrender of the shares of such Preferred Stock to be converted together with written notice of conversion or (ii) if applicable, at the time of automatic conversion specified in Section 4(b) above, and the person or persons entitled to receive the shares of Common Stock issuable upon such conversion shall be treated for all purposes as the record holder or holders of such shares of Common Stock as of such date. If the conversion is in connection with an underwritten public offering of securities registered pursuant to the Securities Act or a Liquidation Event the conversion may, at the option of any holder tendering such Preferred Stock for conversion, be conditioned upon the closing with the underwriters of the sale of securities pursuant to such offering or the closing of such Liquidation Event, in which event any persons entitled to receive Common Stock upon conversion of such Preferred Stock shall not be deemed to have converted such Preferred Stock until immediately before the closing of such sale of securities or such Liquidation Event.

(d) Conversion Price Adjustments of Senior Preferred Stock for Certain Stock Splits, Stock Dividends, Combinations/Reverse Splits and Dilutive Issuances. The respective Conversion Price of the Senior Preferred Stock shall be subject to adjustment from time to time as follows:

(i) Dilutive Issuances.

(A) If the Corporation shall issue, on or after the date upon which these Restated Articles are accepted for filing by the Secretary of State of the State of California (the "Filing Date"), any Additional Stock (as defined below) without consideration or for a consideration per share less than the Conversion Price applicable to a series of the Senior Preferred Stock in effect immediately prior to the issuance of such Additional Stock, the Conversion Price for the applicable series of Senior Preferred Stock in effect immediately prior to each such issuance shall forthwith (except as otherwise provided in this clause (i)) be adjusted to a price (calculated to the nearest one-thousandth of a cent) determined by multiplying such Conversion Price by a fraction, the numerator of which shall be the number of shares of Common Stock Outstanding (as defined below) immediately prior to such issuance plus the number of shares of Common Stock that the aggregate consideration received by the Corporation for such issuance would purchase at such Conversion Price; and the denominator of which shall be the number of shares of Common Stock Outstanding (as defined below) immediately prior to such issuance plus the number of shares of such Additional Stock. For purposes of this Section 4(d)(i)(A), the term "Common Stock Outstanding" shall mean and include the following: (1) outstanding Common Stock, (2) Common Stock issuable upon conversion of outstanding Preferred Stock, (3) Common Stock issuable upon exercise of outstanding stock options and (4) Common Stock issuable upon exercise (and, in the case of warrants to purchase Preferred Stock, conversion) of outstanding warrants. Shares described in (1) through (4) above shall be included whether vested or unvested, whether contingent or non-contingent and whether exercisable or not

time, but without taking into account potential antidilution adjustments) for, any such convertible or exchangeable securities or upon the exercise of options to purchase or rights to subscribe for such convertible or exchangeable securities and subsequent conversion or exchange thereof shall be deemed to have been issued at the time such securities were issued or such options or rights were issued and for a consideration equal to the consideration, if any, received by the Corporation for any such securities and related options or rights (excluding any cash received on account of accrued interest or accrued dividends), plus the minimum additional consideration, if any, to be received by the Corporation (without taking into account potential antidilution adjustments) upon the conversion or exchange of such securities or the exercise of any related options or rights (the consideration in each case to be determined in the manner provided in subsections 4(d)(i)(C) and (d)(i)(D)).

(3) In the event of any change in the number of shares of Common Stock deliverable or in the consideration payable to the Corporation upon exercise of such options or rights or upon conversion of or in exchange for such convertible or exchangeable securities, the Conversion Price of the Preferred Stock, to the extent in any way affected by or computed using such options, rights or securities, shall be recomputed to reflect such change, but no further adjustment shall be made for the actual issuance of Common Stock or any payment of such consideration upon the exercise of any such options or rights or the conversion or exchange of such securities.

(4) Upon the expiration of any such options or rights, the termination of any such rights to convert or exchange or the expiration of any options or rights related to such convertible or exchangeable securities, the Conversion Price of the Preferred Stock, to the extent in any way affected by or computed using such options, rights or securities or options or rights related to such securities, shall be recomputed to reflect the issuance of only the number of shares of Common Stock (and convertible or exchangeable securities that remain in effect) actually issued upon the exercise of such options or rights, upon the conversion or exchange of such securities or upon the exercise of the options or rights related to such securities.

(5) The number of shares of Additional Stock deemed issued and the consideration deemed paid therefor pursuant to subsections 4(d)(i)(E)(1) and (2) shall be appropriately adjusted to reflect any change, termination or expiration of the type described in either subsection 4(d)(i)(E)(3) or (4).

(F) "Additional Stock" shall mean any shares of Common Stock issued (or deemed to have been issued pursuant to subsection 4(d)(i)(E)) by the Corporation on or after the Filing Date other than:

- (1) Common Stock issued pursuant to a transaction described in subsection 4(d)(ii) hereof;
- (2) Common Stock issued to employees, directors, consultants and other service providers for the primary purpose of soliciting or

retaining their services pursuant to plans or agreements approved by the Corporation's Board of Directors;

(3) Common Stock issued to financial institutions with federal or state charters or to lessors in connection with commercial credit arrangements, equipment financings, commercial property lease transactions or a similar transaction which is approved by the Board of Directors and is primarily for non-equity financing purposes;

(4) Common Stock issued pursuant to a joint venture agreement, the terms of which are approved by the Board of Directors;

(5) Common Stock issued in connection with a bona fide business acquisition by the Corporation, whether by merger, consolidation, sale of assets, sale or exchange of stock or otherwise, the terms of which are approved by the Board of Directors;

(6) Common Stock issued to persons or entities with which the Corporation has business relationships for the purpose of (i) joint venture, technology licensing or development activities, (ii) distribution, supply or manufacture of the Corporation's products or services, or (iii) any other arrangements involving corporate partners, in each case provided that the terms of such transaction and such issuance are approved by the Board of Directors and is primarily for non-equity financing purposes;

(7) Common Stock issued pursuant to the conversion or exercise of convertible or exercisable securities outstanding on the Filing Date;

(8) Common Stock issued pursuant to the Qualified IPO;

(9) Common Stock, Series 1A Preferred Stock, Series 1B Preferred Stock, Series 2A Preferred Stock, Series 2B Preferred Stock or Series 3 Preferred Stock issued upon exercise of warrants outstanding as of the Filing Date;

(10) Common Stock issued or deemed issued pursuant to subsection 4(d)(i)(E) as a result of a decrease in the Conversion Price of any series of Preferred Stock resulting from the operation of Section 4(d);

(11) Common Stock issued upon conversion of the Preferred Stock; and

(ii) Common Stock that is issued or deemed issued with the approval of the holders of a majority of the shares of Preferred Stock, if such approval states that it shall not be Additional Stock.

(iii) Stock Splits and Dividends. In the event the Corporation should at any time after the Filing Date effectuate a split or subdivision of the outstanding shares

of Common Stock or fix a record date for the determination of holders of Common Stock entitled to receive a dividend or other distribution payable in additional shares of Common Stock or in securities or rights convertible into or exchangeable or exercisable for, or entitling the holder thereof to receive, directly or indirectly, additional shares of Common Stock ("Common Stock Equivalents"), without payment of any consideration, other than in the form of Corporation securities, by such holder for the additional shares of Common Stock or the Common Stock Equivalents (including the additional shares of Common Stock issuable upon conversion, exchange or exercise thereof), then, as of such split or subdivision or as of such record date (or the payment date of such dividend or distribution if no record date is fixed), the Conversion Price of the Preferred Stock shall be decreased by multiplying the previously applicable Conversion Price by a fraction whose numerator is the number of shares of Common Stock outstanding immediately before the split, subdivision or record date (or payment date) and whose denominator is (a) in the case of a split or subdivision, the number of shares of Common Stock outstanding immediately after the split or subdivision, (b) in the case of such a dividend/distribution record date, the sum of the number of shares of Common Stock outstanding immediately before such record date plus the number of shares of Common Stock issuable in such dividend/distribution plus the number of shares of Common Stock deemed issuable (without payment) as to any Common Stock Equivalents issuable in such dividend/distribution, with the number of shares issuable with respect to Common Stock Equivalents determined in the manner provided for deemed issuances in Section 4(d)(iv)(C) (subject to possible future recomputation in accordance therewith), and (c) in the case of such a dividend/distribution paid without the setting of a record date, the sum of the number of shares of Common Stock outstanding immediately before such dividend/distribution plus the number of shares of Common Stock issued in such dividend/distribution plus the number of shares of Common Stock deemed issuable (without payment) as to any Common Stock Equivalents issued in such dividend/distribution, with the number of shares issuable with respect to Common Stock Equivalents determined in the manner provided for deemed issuances in Section 4(d)(iv)(C) (subject to possible future recomputation in accordance therewith).

(iv) Reverse Stock Splits. If the number of shares of Common Stock outstanding at any time after the Filing Date is decreased by a reverse split or combination of the outstanding shares of Common Stock, then, as of such reverse split or combination, the Conversion Price for the Preferred Stock shall be increased by multiplying the previously applicable Conversion Price by a fraction whose numerator is the number of shares of Common Stock outstanding immediately before the reverse split or combination and whose denominator is the number of shares of Common Stock outstanding immediately after the reverse split or combination.

(v) Rules Regarding "Common Stock Equivalents." If Common Stock Equivalents are issued in a Section 4(d)(ii) dividend distribution, without payment of any consideration, other than in the form of Corporation securities, by such holder for the Common Stock Equivalents (including for the additional shares of Common Stock issuable upon conversion, exchange or exercise thereof), the following provisions shall apply:

(A) The aggregate maximum number of shares of Common Stock deliverable upon conversion, exchange or exercise of Common Stock

Equivalents (assuming the satisfaction of any conditions to convertibility, exchangeability or exercisability, including, without limitation, the passage of time, and including antidilution adjustments that have already been made) shall be deemed to have been issued at the time such Common Stock Equivalents were issued.

(B) In the event of any change in the number of shares of Common Stock deliverable or in the consideration payable to the Corporation upon conversion or exercise of such Common Stock Equivalents including, but not limited to, a change resulting from the antidilution provisions thereof, the Conversion Price of each series of Preferred Stock, to the extent in any way affected by or computed using such Common Stock Equivalents, shall be recomputed to reflect such change, but no further adjustment shall be made for the actual issuance of Common Stock or any payment of such consideration upon the conversion, exchange or exercise of such Common Stock Equivalents.

(C) Upon the termination or expiration of the convertibility, exchangeability or exercisability of any such Common Stock Equivalents, the Conversion Price of each series of Preferred Stock, to the extent in any way affected by or computed using such Common Stock Equivalents, shall be recomputed to reflect the issuance of only the number of shares of Common Stock (and Common Stock Equivalents which remain convertible, exchangeable or exercisable) actually issued upon the conversion, exchange or exercise of such Common Stock Equivalents.

(vi) **No Increased Conversion Price.** Notwithstanding any other provisions of this Section (4)(d)(iv), except to the limited extent provided for in Sections 4(d)(iv)(B) and 4(d)(iv)(C), no adjustment of the Conversion Price pursuant to this Section 4(d)(iv) shall have the effect of increasing the Conversion Price above the Conversion Price in effect immediately before such adjustment.

(vii) **No Fractional Adjustments.** No adjustment of the Conversion Price for any series of Preferred Stock shall be made in an amount less than one cent per share, provided that any adjustments which are not required to be made by reason of this sentence shall be carried forward and shall be either taken into account in any subsequent adjustment made before three years from the date of the event giving rise to the adjustment being carried forward, or shall be made at the end of three years from the date of the event giving rise to the adjustment being carried forward.

(viii) **Determination of Consideration.** In the case of the issuance of securities for cash, the consideration shall be deemed to be the amount of cash paid therefor before deducting any reasonable discounts, commissions or other expenses allowed, paid or incurred by the Corporation for any underwriting or otherwise in connection with the issuance and sale thereof. In the case of the issuance of the Securities for a consideration in whole or in part other than cash, the consideration other than cash shall be deemed to be the fair value thereof as determined by the Board of Directors irrespective of any accounting treatment.

(e) **Other Distributions.** In the event the Corporation shall declare a distribution (other than a subdivision, combination or merger or sale of assets transaction

provided for elsewhere in this Section 4 or in Section 2 of this Article III(B)) payable in securities of other persons, evidences of indebtedness issued by the Corporation or other persons, assets (excluding cash dividends) or options or rights not referred to in Section 4(d)(ii) or 4(d)(iii), then, in each such case for the purpose of this Section 4(e), the holders of Preferred Stock shall be entitled to a proportionate share of any such distribution as though they were the holders of the number of shares of Common Stock of the Corporation into which their shares of Preferred Stock are convertible as of the record date fixed for the determination of the holders of Common Stock of the Corporation entitled to receive such distribution.

(f) **Recapitalizations.** If at any time or from time to time there shall be a recapitalization of the Common Stock (other than a subdivision, combination or merger or sale of assets transaction provided for elsewhere in this Section 4 or in Section 2 of this Article III(B)) provision shall be made so that the holders of the Preferred Stock shall thereafter be entitled to receive upon conversion of such Preferred Stock the number of shares of stock or other securities or property of the Corporation or otherwise, to which a holder of Common Stock deliverable upon conversion would have been entitled on such recapitalization. In any such case, appropriate adjustment shall be made in the application of the provisions of this Section 4 with respect to the rights of the holders of such Preferred Stock after the recapitalization to the end that the provisions of this Section 4 (including adjustment of the Conversion Price then in effect and the number of shares purchasable upon conversion of such Preferred Stock) shall be applicable after that event and be as nearly equivalent as practicable.

(g) **No Impairment.** The Corporation will not, through any reorganization, recapitalization, transfer of assets, consolidation, merger, dissolution, issue or sale of securities or any other voluntary action, avoid or seek to avoid the observance or performance of any of the terms to be observed or performed hereunder by the Corporation, but will at all times in good faith assist in the carrying out of all the provisions of this Section 4 and in the taking of all such action as may be necessary or appropriate in order to protect the Conversion Rights of the holders of Preferred Stock against impairment.

(h) **No Fractional Shares and Certificate as to Adjustments.**

(i) No fractional shares shall be issued upon the conversion of any share or shares of any series of Preferred Stock, and the number of shares of Common Stock to be issued shall be rounded down to the nearest whole share. The number of shares issuable upon such conversion shall be determined on the basis of the total number of shares of any series of Preferred Stock the holder is at the time converting into Common Stock and the number of shares of Common Stock issuable upon such aggregate conversion. If the conversion would result in any fractional share, the Corporation shall, in lieu of issuing any such fractional share, pay the holder thereof an amount in cash equal to the fair market value of such fractional share on the date of conversion, as determined by the Board of Directors.

(ii) Upon the occurrence of each adjustment or readjustment of the Conversion Price of Preferred Stock pursuant to this Section 4, the Corporation, at its expense, shall promptly compute such adjustment or readjustment in accordance with the terms hereof and prepare and furnish to each holder of such Preferred Stock a certificate setting forth

such adjustment or readjustment and showing in detail the facts upon which such adjustment or readjustment is based. The Corporation shall, upon the written request at any time of any holder of Preferred Stock, furnish or cause to be furnished to such holder a like certificate setting forth (A) such adjustment and readjustment, (B) the Conversion Price for the Preferred Stock at the time in effect, and (C) the number of shares of Common Stock and the amount, if any, of other property which at the time would be received upon the conversion of a share of the Preferred Stock.

(i) **Reservation of Stock Issuable Upon Conversion.** The Corporation shall at all times reserve and keep available out of its authorized but unissued shares of Common Stock, solely for the purpose of effecting the conversion of the shares of the Preferred Stock, such number of its shares of Common Stock as shall from time to time be sufficient to effect the conversion of all outstanding shares of such series of Preferred Stock; and if at any time the number of authorized but unissued shares of Common Stock shall not be sufficient to effect the conversion of all then outstanding shares of such series of Preferred Stock, in addition to such other remedies as shall be available to the holder of such Preferred Stock, the Corporation will take such corporate action as may, in the opinion of its counsel, be necessary to increase its authorized but unissued shares of Common Stock to such number of shares as shall be sufficient for such purposes, including, without limitation, engaging in best efforts to obtain the requisite shareholder approval of any necessary amendment to these Restated Articles.

5. **Voting Rights; Directors.**

(a) Except as expressly provided by these Restated Articles or as provided by law, the holders of Preferred Stock shall have the same right to vote or act on all matters on which the holders of Common Stock have the right to vote or act and the holders of Preferred Stock shall be entitled to notice of any shareholders' meeting or action as to such matters the same as the holders of Common Stock, and the holders of Common Stock and Preferred Stock shall vote together or act together thereon as if a single class on all such matters. Each holder of Common Stock shall be entitled to one vote for each share of Common Stock held, and each holder of Preferred Stock shall be entitled to the number of votes equal to the number of shares of Common Stock into which such shares of Preferred Stock could be converted. Fractional votes shall not, however, be permitted and any fractional voting rights available on an as-converted basis (after aggregating all shares into which shares of Preferred Stock held by each holder could be converted) shall be rounded downward to the nearest whole number.

(b) The holders of the Junior Preferred Stock, voting together as a single class and not as separate series, and on an as-converted basis, shall have the exclusive and special right at all times to elect one (1) member of the Board of Directors (the "Junior Preferred Director"), the holders of the Senior Preferred Stock, voting together as a separate class and not as separate series, and on an-as converted basis, shall have the exclusive and special right at all times to elect three (3) members of the Board of Directors (each such member, a "Senior Preferred Director") and the holders of Common Stock and Preferred Stock, voting together as a single class on an as-converted to Common Stock basis, shall have the exclusive and special right

to elect at all times the remaining members of the Board of Directors (each such member, a "Joint Director").

(c) In the case of any vacancy in the office of the Junior Preferred Director elected by the holders of Junior Preferred Stock in accordance with the provisions of Section 5(b) above, the holders of Junior Preferred Stock, voting together as a single class and not as separate series, and on an as-converted basis, shall elect a successor to serve for the unexpired term of such Junior Director. In the case of any vacancy in the office of a Senior Preferred Director elected by the holders of Senior Preferred Stock in accordance with the provisions of Section 5(b) above, the holders of Senior Preferred Stock, voting together as a separate class, shall elect a successor or successors to serve for the unexpired term of such Senior Preferred Director. In the case of any vacancy in the office of a Joint Director occurring among the Joint Directors elected by the holders of Common Stock and Preferred Stock voting together in accordance with the provisions of Section 5(b) above, the holders of Common Stock and Preferred Stock, voting together as a single class on an as-converted to Common Stock basis, shall elect a successor or successors to serve for the unexpired term of the Joint Director whose office is vacant.

6. Protective Provisions.

(a) So long as at least 3,000,000 shares of Preferred Stock remain outstanding (as adjusted for any stock splits, stock dividends, combinations, subdivisions, recapitalizations or the like), the Corporation shall not (by amendment, merger, consolidation or otherwise, and either directly or indirectly by subsidiary) without first obtaining the approval of a majority of the then outstanding shares of Preferred Stock, voting together as a single class:

- (i) take any action which results in a Liquidation Event;
- (ii) amend, alter or repeal any provision of these Restated Articles or Bylaws of the Corporation in a manner that adversely affects the powers, preferences or rights of the Senior Preferred Stock, or take any other action that would alter or change the rights, preferences or privileges of the Senior Preferred Stock so as to materially and adversely affect such shares;
- (iii) increase or decrease the authorized number of shares of Series 3 Preferred Stock or Series 4 Preferred Stock;
- (iv) create, or authorize the creation of, or issue or obligate itself to issue shares of, any additional class or series of capital stock (including by reclassification of, or amendment to, the rights and privileges of any other class or series of capital stock) unless the same ranks junior to the Series 3 Preferred Stock and the Series 4 Preferred Stock with respect to the distribution of assets on a liquidation event, the payment of dividends and redemption rights, or increase the authorized number of shares of any additional class or series of capital stock unless the same ranks junior to the Series 3 Preferred Stock and the Series 4 Preferred Stock with respect to the distribution of assets on a liquidation event, the payment of dividends and redemption rights;

(v) purchase or redeem (or permit any subsidiary to purchase or redeem) or, pay or declare any dividend or make any distribution on, any shares of capital stock of the Corporation other than (i) redemptions of or dividends or distributions on the Preferred Stock as expressly authorized herein, (ii) dividends or other distributions payable on the Common Stock solely in the form of additional shares of Common Stock and (iii) repurchases of stock from former employees, officers, directors, consultants or other persons who performed services for the Corporation or any subsidiary in connection with the cessation of such employment or service at no greater than the original purchase price of such shares;

(vi) create, or authorize the creation of, or issue, or authorize the issuance of, any debt securities, or incur any indebtedness, or permit any subsidiary to take any such action with respect to any such debt securities or indebtedness (including any guarantee of indebtedness and the grant of any lien or pledge to secure any indebtedness), other than equipment leases, bank lines of credit, general trade debt or debt otherwise incurred in the ordinary course of business of the Corporation, provided such debt does not exceed, in the aggregate, \$500,000, unless approved by a majority of the Board of Directors;

(vii) enter into any transaction with any officer, founder or director exceeding \$50,000, provided, however, that compensation arrangements shall be excluded;

(viii) enter into any letter of intent or definitive agreement for the acquisition, investment or loan to any business, product line or entity, unless approved by a majority of the Board of Directors;

(ix) increase or decrease the authorized number of directors constituting the Board of Directors;

(x) transfer or grant rights in any of the Corporation's technology or intellectual property other than that of limited licenses that are incidental to sales of the Corporation's products in the ordinary course of business, and other than transfers or grants approved by a majority of the Board of Directors;

(xi) change the Corporation's accounting practices or auditors, unless approved by a majority of the Board of Directors, (other than changes required by generally accepted accounting principles);

(xii) make any material change in the nature of the Corporation's business as reflected in the Corporation's annual operating plan, unless approved by a majority of the Board of Directors; or

(xiii) form any subsidiary, joint venture, or similar business entity and make any loans to any such entity, unless approved by a majority of the Board of Directors.

(b) So long as at least 750,000 shares of Junior Preferred Stock remain outstanding (as adjusted for any stock splits, stock dividends, combinations, subdivisions,

recapitalizations or the like), the Corporation shall not (by amendment, merger, consolidation or otherwise, and either directly or indirectly by subsidiary) without first obtaining the approval of a majority of the then outstanding shares of Junior Preferred Stock, voting together as a single class:

(i) amend, alter or repeal any provision of these Restated Articles or Bylaws of the Corporation in a manner that adversely affects the powers, preferences or rights of the Junior Preferred Stock and does not so affect the Senior Preferred Stock in the same manner;

(ii) increase or decrease the authorized number of directors constituting the Board of Directors; or

(iii) enter into any transaction with any officer or founder exceeding \$50,000, provided, however, that compensation arrangements shall be excluded.

7. **Status of Converted Stock.** In the event any shares of Preferred Stock shall be converted pursuant to Section 4 hereof, the shares so converted shall be cancelled and shall not be issuable by the Corporation. These Restated Articles shall be appropriately amended to effect the corresponding reduction in the Corporation's authorized capital stock.

C. **Common Stock.**

1. **Dividend Rights.** Subject to the prior rights of holders of all classes of stock at the time outstanding having prior rights as to dividends, including Section 1 of Article III(B), the holders of the Common Stock shall be entitled to receive, when and as declared by the Board of Directors, out of any assets of the Corporation legally available therefor, such dividends as may be declared from time to time by the Board of Directors.

2. **Liquidation Rights.** Upon the liquidation, dissolution or winding up of the Corporation, or the occurrence of a Liquidation Event, the assets of the Corporation shall be distributed as provided in Section 2 of Article III(B).

3. **Redemption.** The Common Stock is not redeemable.

4. **Voting Rights.** Each holder of Common Stock shall have the right to one vote per share of Common Stock, and shall be entitled to notice of any shareholders' meeting in accordance with the Bylaws of the Corporation, and shall be entitled to vote upon such matters and in such manner as may be provided by law.

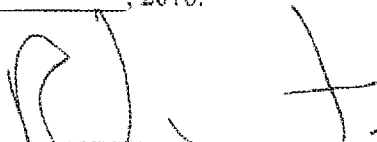
D. **Notices.**

1. **Notices.** Any notice required by the provisions of these Restated Articles to be given to shareholders shall be deemed given, subject to the additional provisions outlined below, if deposited in the United States mail, postage prepaid, and addressed to each holder of record at his address appearing on the books of the Corporation. Notwithstanding the other provisions of these Restated Articles, all notice periods or notice requirements in these Restated

respect to the foregoing amendment and restatement was 5,261,333 shares of Common Stock, 1,095,981 shares of Series 1A Preferred Stock, 1,463,559 shares of Series 1B Preferred Stock, 534,645 shares of Series 2A Preferred Stock, 1,978,233 shares of Series 2B Preferred Stock and 96,000,468 shares of Series 3 Preferred Stock. The number of shares voting in favor of the foregoing amendment and restatement equaled or exceeded the votes required. The percentage vote required was a majority of the outstanding shares of capital stock, a majority of the outstanding shares of Common Stock voting as a separate class, a majority of the outstanding shares of Series 3 Preferred Stock voting as a separate class and a majority of the then outstanding shares of Preferred Stock voting together as a single class.

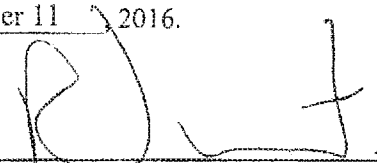
The undersigned certify under penalty of perjury under the laws of the State of California that the matters set forth in this Certificate are true and correct of our own knowledge.

Executed at Santa Jose, California, on October 11, 2016.



Philippe Vincent, Chief Executive Officer

Executed at San Jose, California, on October 11, 2016.



Philippe Vincent, Secretary





I hereby certify that the foregoing transcript of 221 page(s) is a full, true and correct copy of the original record in the custody of the California Secretary of State's office.

OCT 11 2016

Date: _____

Handwritten signature of Alex Padilla in cursive.

ALEX PADILLA, Secretary of State

TRADEMARK