

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM485903

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER		
EFFECTIVE DATE:	12/26/2006		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Awareness Technologies, Inc.		12/22/2006	Corporation: CALIFORNIA
RECEIVING PARTY DATA			
Name:	Awareness Technologies, Inc. (formerly RKN Technologies, Inc.)		
Doing Business As:			
Street Address:	1391 Post Road East		
City:	Westport		
State/Country:	CONNECTICUT		
Postal Code:	06880		
Entity Type:	Corporation: DELAWARE		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Registration Number:	3483698	AWARENESS TECHNOLOGIES	
Registration Number:	4001099	WEB WATCHER	
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:	8189962255		
Email:	max@sprecherlaw.com		
Correspondent Name:	Max J Sprecher		
Address Line 1:	5850 Canoga Avenue, 4th Floor		
Address Line 4:	Woodland Hills, CALIFORNIA 91367		
NAME OF SUBMITTER:	Attorney of record		
SIGNATURE:	/max j sprecher/		
DATE SIGNED:	08/13/2018		
Total Attachments: 13			
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source=2018-08-13-Explanation for Assignment-fLAT#page12.tif
source=2018-08-13-Explanation for Assignment-fLAT#page13.tif

EXPLANATION OF EXHIBITS IN SUPPORT OF ASSIGNMENT

1. Reg No. 77279910 – Ser. No. 3483698
2. Reg. No. 85066396 – Ser No. 4001099

I am counsel of record for Applicant Awareness Technologies, Inc. (a Delaware corporation) (“Applicant”). I have been counsel of record for Applicant for more than 10 years and was responsible for the initial filing of the above-referenced marks (among others). I have personal knowledge of the facts stated herein.

On January 5, 2018, Awareness Technologies, Inc. (a Delaware corporation) (“Applicant”) filed a trademark assignment with the Assignment Recordation Branch. As indicated in the assignment coversheet filed with the Assignment Recordation Branch, the assignment was from Awareness Technologies, Inc. (a California corporation) to Awareness Technologies, Inc. (a Delaware company) based upon a corporate merger. In support of the assignment, I included a certified copy of Certificate Ownership filed with the Delaware Secretary of State’s certification of merger (Exhibit A hereto).

On January 26, 2018, the Assignment Recordation Branch rejected the assignment on the erroneous grounds that the name of the surviving corporation in the description in the certification cover page of Exhibit A (i.e., the page by which the Delaware Secretary of State certifies the filing of the document attached thereto) was “RKN Technologies, Inc.,” not “Awareness Technologies.” The Assignment Recordation Branch requested that the filing party locate and submit other/additional documentation to address the discrepancy and/or confirm the name change from RKN Technologies, Inc. to Awareness Technologies, Inc.

Awareness Technologies, Inc. (a Delaware corporation) has been unable to locate any separate name change document filed in Delaware and the rejection of Exhibit A as insufficient evidence of the name change was in error and ignores the substance of Exhibit.

Awareness Technologies, Inc. now resubmits Exhibit A and two additional documents (Exhibits B and C) with the following detailed explanation that collectively confirm that the Delaware Secretary of State recognizes that RKN Technologies, Inc. changed its name in the Delaware corporate records to Awareness Technologies, Inc. and, on that basis, the assignment should be recorded as requested on the cover sheet.

Exhibit A: The first page is nothing more than a certification from the State of Delaware as the identity of documents on file and attached to the cover page. In that context, the first page’s reference to RKN only refers to the title of the document being certified, i.e., the title of the Certificate of Ownership that starts on page 2. (Compare the description on the cover page with the title on the first page of the Certificate of Ownership.)

The document certified by the Secretary of State as filed in Delaware, i.e., Certificate of Ownership, itself starts on page 2 of Exhibit A. Thus, the operative document for consideration as to the identity of the Assignee starts at page 2 of Exhibit A. In turn, the second paragraph on page 2 of Exhibit A indicates that certain board resolutions attached to the Certificate of Ownership were adopted. Moving on to page 3, the first “resolution” specifies that “*the name of the Surviving Corporation shall be ‘Awareness Technologies, Inc.’*” This statement, which is

part of the filing certified by the Delaware Secretary of State (see Exhibit A page 1) adequately evidences that the surviving Delaware corporation is named Awareness Technologies, Inc. In contrast, the reference to RKN on the certification cover page is not a substantive statement, but rather a reference to the title of the document attached. In fact, the phrase referencing RKN on the cover page is in quotes.

Finally, all of these pages are linked by the highlighted file numbers that were added by the Delaware Secretary of State as part of its file stamp process and that number (3333634) is the Delaware corporate entity number.

Exhibit B: Attached as Exhibit B is an excerpt of the certified copy of the Amended and Restated Certificate of Incorporation of Awareness Technologies, Inc. filed with the Delaware Secretary of State in 2010. Again, the first page is merely the certification page from the Delaware Secretary of State. As with Exhibit A, the file stamp from the Delaware Secretary of State includes the same file number referenced above and the date of the filing, thereby confirming its connection to the subject matter of this explanation.

The actual document that is the subject of the certification begins at page 2 of Exhibit B, and the first substantive paragraph specifies the name of the corporation (“Awareness Technologies, Inc.”) and that the original incorporation name was “RKN Technologies, Inc.” Again, the file stamp on the document reflects that this document was filed with the Delaware Secretary of State.

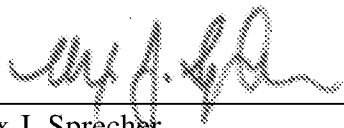
Exhibit B reflects that as of 2010, the Delaware Secretary of State recognized that Awareness Technologies, Inc. is the name of the corporation previously named RKN Technologies, Inc.

Exhibit C: This is a screen shot taken from the Delaware corporate records page on August 10, 2018. This is not included as “proof” of the underlying facts of the name change, but rather to establish that at present, Delaware’s publicly available listing of corporations registered in Delaware reflect that the name of the corporation listed under corporate number 3333634 (i.e., the number stamped on Exhibits A and B) is Awareness Technologies, Inc.

Applicant believes the attached documents are sufficient to address the Assignment Recordation Bureau’s concerns as to the discrepancy between the assignment cover sheet and the first page of Exhibit A, and on that basis the assignment should be recorded as requested in the cover sheet.

I declare under penalty of perjury pursuant to the laws of the State of California and the United States that the foregoing is true and correct.

August 13, 2018



Max J. Sprecher
Attorney of Record for
Awareness Technologies, Inc.

EXHIBIT A

**TRADEMARK
REEL: 006412 FRAME: 0580**

1749939 out
Delaware

D0834826

FILED *LOB*
in the office of the Secretary of State
of the State of California

PAGE 1

DEC 26 2006

DEC 26 2006
Added For Imaging
10-22-2015 MN

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF OWNERSHIP, WHICH MERGES:

AWARENESS TECHNOLOGIES, INC., A CALIFORNIA CORPORATION, WITH AND INTO "RKN TECHNOLOGIES, INC." UNDER THE NAME OF "RKN TECHNOLOGIES, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-SECOND DAY OF DECEMBER, A.D. 2006, AT 2:45 O'CLOCK P.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.

3333634 8100M

061181348



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 5306428

DATE: 12-26-06

TRADEMARK
REEL: 006412 FRAME: 0581

State of Delaware
Secretary of State
Division of Corporations
Delivered 02:44 PM 12/22/2006
FILED 02:45 PM 12/22/2006
SRV 061181348 - 3333634 FILE

STATE OF DELAWARE
CERTIFICATE OF OWNERSHIP

SUBSIDIARY INTO PARENT
Section 253

CERTIFICATE OF OWNERSHIP
MERGING
AWARENESS TECHNOLOGIES, INC.
WITH AND INTO
RKN TECHNOLOGIES, INC.

(Pursuant to Section 253 of the General Corporation Law of Delaware)

RKN TECHNOLOGIES, INC., a corporation organized and existing under the General Corporation Law of the State of Delaware ("Parent") DOES HEREBY CERTIFY that:

1. this corporation owns 100% of the capital stock of AWARENESS TECHNOLOGIES, INC., a corporation organized and existing under the General Corporation Law of the State of California ("Subsidiary"); and

2. the resolutions of the Board of Directors of Parent attached hereto as Exhibit A were duly adopted by unanimous written consent as of December 18, 2006, in connection with the merger of Subsidiary with and into Parent.

IN WITNESS WHEREOF, Parent has caused this Certificate of Ownership and Merger to be signed by an authorized officer this 18th day of December 2006.

RKN TECHNOLOGIES, INC.,

By: 

Name: Michael Osborn
Title: President

EXHIBIT A

RKN TECHNOLOGIES, INC.

UNANIMOUS WRITTEN CONSENT
OF THE BOARD OF DIRECTORS

The undersigned, being all of the directors of RKN Technologies, Inc., a Delaware corporation ("RKN Technologies"), hereby consent, pursuant to the Delaware General Corporation Law, to the adoption of the resolutions below taking or authorizing the actions specified therein.

WHEREAS, RKN Technologies lawfully owns all of the outstanding stock of Awareness Technologies, Inc., a California corporation ("Subsidiary"); and

WHEREAS, RKN Technologies desires to merge Subsidiary with and into itself, and to be possessed of all the estate, property, rights, privileges and franchises of Subsidiary;

NOW, THEREFORE, BE IT RESOLVED, that RKN Technologies merge Subsidiary with and into itself in accordance with Section 253 of the Delaware General Corporation Law and Section 1110 of the California General Corporation Law (the "Merger"), and assumes all of ~~its liabilities and obligations, and~~

FURTHER RESOLVED, that RKN Technologies be the surviving corporation (the "Surviving Corporation") in the Merger, and that the name of the Surviving Corporation shall be "Awareness Technologies, Inc."

FURTHER RESOLVED, that an authorized officer of RKN Technologies be and he is hereby directed to make and execute a certificate of ownership setting forth a copy of the resolution to merge Subsidiary with and into RKN Technologies and assume its liabilities and obligations, and the date of adoption thereof, and to file the same in the office of the Secretary of State of Delaware, and a certified copy thereof in the office of the Secretary of State of California; and

FURTHER RESOLVED, that the officers of RKN Technologies be and they hereby are authorized and directed to do all acts and things whatsoever, whether within or without the States of Delaware and California; which may be in any way necessary or proper to effect said merger.

RESOLVED FURTHER, that terms of the Merger, are as set forth below:

(a) the Merger shall have the effects set forth in Section 259 of the Delaware General Corporation Law and Section 1110 of the California General Corporation Law and shall become effective at the later of such time as the Certificate of Merger (as defined below) is duly filed with the Secretary of State of the Commonwealth of Delaware and such time as the Secretary of State of the State of California may issue a certificate of merger with respect to the Merger (the time the Merger becomes effective being the "Effective Time");

(b) the Certificate of Incorporation of RKN Technologies, as in effect immediately prior to the Effective Time, shall be the Certificate of Incorporation of the Surviving Corporation until thereafter changed or amended as provided therein or by applicable law;

(c) the Bylaws of RKN Technologies, as in effect immediately prior to the Effective Time, shall be the Bylaws of the Surviving Corporation until thereafter changed or amended as provided therein or by applicable law;

(d) the directors of RKN Technologies immediately prior to the Effective Time shall be the directors of the Surviving Corporation, until the earlier of their resignation or removal or until their respective successors are duly elected and qualified, as the case may be;

(e) the officers of RKN Technologies immediately prior to the Effective Time shall be the officers of Surviving Corporation, until the earlier of their resignation or removal or until their respective successors are duly elected or appointed and qualified, as the case may be; and

(f) at the Effective Time, by virtue of the Merger and without any action on the part of the holder of any shares of capital stock Subsidiary or any shares of capital stock of RKN Technologies:

(i) each issued and outstanding share of capital stock of RKN Technologies shall be converted into and become one fully paid and nonassessable share of common stock, par value \$0.01 per share, of the Surviving Corporation; and

(ii) each share of Subsidiary's capital stock shall no longer be outstanding and shall automatically be canceled and retired and shall cease to exist, and no capital stock or other consideration shall be delivered or deliverable in exchange therefor.

RESOLVED that the form and terms of the Certificate of Merger, dated as of December 18, 2006 (the "Certificate of Merger"), substantially in the form presented to the Board of Directors is hereby approved;


RESOLVED that the proper officers of RKN Technologies be, and each of them hereby is, authorized, in the name and on behalf of RKN Technologies, to execute and file the Certificate of Merger with the Secretary of State of the Commonwealth of Delaware and to execute and file a certified copy of the Certificate of Merger with the Secretary of State of the State of California. In each case in such form as the officer or officers executing the same shall approve, the signature of such officer or officers thereon to be conclusive evidence of the approval thereof; and

RESOLVED that any and all actions heretofore or hereafter taken by the proper officers of RKN Technologies relating to and within the terms of this resolution are hereby ratified and confirmed as the acts and deeds of RKN Technologies.



MICHAEL OSBORN

Date: December 18, 2006



RONALD PENNA

Date: December 18, 2006

EXHIBIT B

**TRADEMARK
REEL: 006412 FRAME: 0586**

Delaware

PAGE 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED ARE TRUE AND CORRECT COPIES OF ALL DOCUMENTS FILED FROM AND INCLUDING THE RESTATED CERTIFICATE OR A MERGER WITH A RESTATED CERTIFICATE ATTACHED OF "AWARENESS TECHNOLOGIES, INC." AS RECEIVED AND FILED IN THIS OFFICE.

THE FOLLOWING DOCUMENTS HAVE BEEN CERTIFIED:

RESTATED CERTIFICATE, FILED THE TWENTY-SIXTH DAY OF MARCH, A.D. 2010, AT 12:45 O'CLOCK P.M.

CERTIFICATE OF RESIGNATION OF REGISTERED AGENT WITHOUT APPOINTMENT, FILED THE TWENTY-NINTH DAY OF JULY, A.D. 2013, AT 2:20 O'CLOCK P.M.

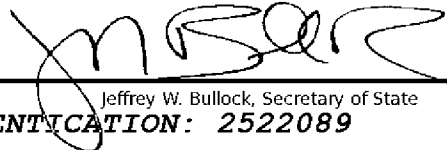
CERTIFICATE OF CHANGE OF REGISTERED AGENT, FILED THE TWELFTH DAY OF AUGUST, A.D. 2013, AT 12:17 O'CLOCK P.M.

3333634 8100X

151003320



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


Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 2522089

DATE: 07-02-15

TRADEMARK
REEL: 006412 FRAME: 0587

**AMENDED AND RESTATED CERTIFICATE OF INCORPORATION
OF
AWARENESS TECHNOLOGIES, INC.**

**Duly Adopted
Pursuant to Sections 242 and 245 of the General Corporation Law of Delaware**

Awareness Technologies, Inc., a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware (the "Corporation"),

DOES HEREBY CERTIFY:

FIRST: The name of the Corporation is Awareness Technologies, Inc. The Corporation was incorporated upon the filing of its original certificate of incorporation on December 20, 2000 under the name RKN Technologies, Inc.

SECOND: That the Board of Directors duly adopted resolutions proposing to amend and restate the Certificate of Incorporation of the Corporation, as previously amended, declaring said amendment and restatement advisable and in the best interests of the Corporation and its stockholders, and authorizing the appropriate officers of the Corporation to solicit the consent of the stockholders therefor, which resolution setting forth the proposed amendment and restatement is as follows:

RESOLVED: That the Certificate of Incorporation of the Corporation, as previously amended, be amended and restated in its entirety as follows:

**ARTICLE 1
NAME**

The name of the corporation is AWARENESS TECHNOLOGIES, INC. (the "Corporation").

**ARTICLE 2
ADDRESS**

The address of the registered office of the Corporation in the State of Delaware is 2711 Centerville Road, Suite 400, in the City of Wilmington, County of New Castle. The name of the Corporation's registered agent at such address is Lexis Document Services Inc.

**ARTICLE 3
PURPOSE AND POWERS**

The purpose of the Corporation shall be to engage in any lawful act or activity for which corporations may be organized under the Delaware General Corporation Law (the "General Corporation Law").

**ARTICLE 4
CAPITAL STOCK**

*State of Delaware
Secretary of State
Division of Corporations
Delivered 12:45 PM 03/26/2010
FILED 12:45 PM 03/26/2010
SRV 100322001 - 3333634 FILE*

EXHIBIT C

**TRADEMARK
REEL: 006412 FRAME: 0589**

- Agency
- Secretary's Letter
- Appointment
- Frequent Questions
- Related Links
- Contact Us
- Office Location

SERVICES

- By Taxes
- File LLC's
- Delaware Laws Online
- Name Reservation
- Entity Search
- Status
- Validate Certificate
- Customer Service Survey

INFORMATION

- Corporate Forms
- Corporate Fees
- LLC Forms and Fees
- Registered Services
- State of Process
- Registered Agents
- Registered Agents
- Corporate Status
- Request
- Form a New Business Entity
- Forms, Agreements & Authentication of Documents

Entity Details

THIS IS NOT A STATEMENT OF GOOD STANDING

<u>File Number</u>	3333634	<u>Incorporation Date / Formation Date</u>	12/20/2000 (mm/dd/yyyy)
<u>Entity Name</u>	AWARENESS TECHNOLOGIES, INC.		
<u>Entity Kind</u>	Corporation	<u>Entity Type</u>	General
<u>Residency</u>	Domestic	<u>State</u>	DELAWARE

REGISTERED AGENT INFORMATION

<u>Name</u>	HARVARD BUSINESS SERVICES, INC.		
<u>Address</u>	16192 COASTAL HWY		
<u>City</u>	LEWES	<u>County</u>	Sussex
<u>State</u>	DE	<u>Postal Code</u>	19858
<u>Phone</u>	302-645-7400		

Additional information is available for a fee. You can retrieve Status for a fee of \$10.00 or more detailed information including current franchise tax assessment, current filing history and more for a fee of \$20.00.

Would you like Status Status, Tax & History Information

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