

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM486681

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ENTITY CONVERSION		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Tellus, LLC		05/22/2012	Limited Liability Company: NORTH CAROLINA
RECEIVING PARTY DATA			
Name:	Bivarus, Inc.		
Street Address:	2525 Meridian Parkway, Ste. 460		
City:	Durham		
State/Country:	NORTH CAROLINA		
Postal Code:	27713		
Entity Type:	Corporation: NORTH CAROLINA		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	4299292	BIVARUS	
CORRESPONDENCE DATA			
Fax Number:	3126321780		
<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:	312.715.5241		
Email:	tm-dept@quarles.com, nicole.murray@quarles.com, veronica.brooks@quarles.com		
Correspondent Name:	Nicole M. Murray at Quarles & Brady LLP		
Address Line 1:	300 North LaSalle Street, Ste. 4000		
Address Line 4:	Chicago, ILLINOIS 60654		
ATTORNEY DOCKET NUMBER:	153586.00266 Tellus 2 Biv		
NAME OF SUBMITTER:	Veronica Ford Brooks		
SIGNATURE:	/VFB/		
DATE SIGNED:	08/20/2018		
Total Attachments: 2			
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source=BIVARUS INC. 1 NC 05-17-12 Articles of Incorp Including Articles of Conversion from Tellus, LLC to#page2.tif			

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BIVARUS, INC.

ARTICLES OF INCORPORATION
INCLUDING ARTICLES OF CONVERSION

Pursuant to §55-2-02 and § 55-11A-03 of the General Statutes of North Carolina, the undersigned converting business entity does hereby submit these Articles of Incorporation Including Articles of Conversion for the purpose of forming a business corporation.

1. The name of the resulting corporation is Bivarus, Inc. The corporation is being formed pursuant to a conversion of another business entity.
2. The name of the converting business entity is Tellus, LLC and the organization and internal affairs of the converting business entity are governed by the laws of the state of North Carolina. A plan of conversion has been approved by the converting business entity as required by law.
3. The converting business entity is a domestic limited liability company.
4. The corporation shall have authority to issue Two Million (2,000,000) shares of Common Stock with a par value of \$0.001 per share.
5. There shall be no limit on the duration of the corporation.
6. The street address and county of the initial registered office of the corporation is 1010 Lamond Ave., Durham, Durham County, North Carolina 27701, and the mailing address of the initial registered offices is 1010 Lamond Ave., Durham, North Carolina 27701.
7. The name of the initial registered agent is Sara Heard.
8. The street address, which is also the mailing address, and county of the principal office of the corporation is 1010 Lamond Ave., Durham, North Carolina 27701.
9. The number of Directors of the Company may be fixed by the bylaws.
10. To the full extent then permitted by the North Carolina Business Corporation Act as it may be amended from time to time, any action which is required or permitted to be taken at a meeting of the shareholders may be taken by written consent without a meeting and without prior notice by shareholders having not less than the minimum number of votes that would be necessary to take such action at a meeting at which all shares entitled to vote thereon were present and voted. Such signed and dated written consent must be filed with the Secretary of the Company to be kept in the Corporate minute book, whether done before or after the action so taken, but in no event later than sixty (60) days after the earliest dated consent delivered in accordance with this section. Delivery made to the Secretary of the Company shall be by hand or by certified or registered mail, return receipt requested. When corporate action is taken without a meeting by less than unanimous written consent, notice shall be given to those shareholders who have not consented in writing within ten (10) days after such

action is taken. A shareholders' consent to action taken without meeting may be in electronic form and delivered by electronic means.

Notwithstanding the provisions of Section 55-7-04(d) of the General Statutes of North Carolina, the Company is not required to give the shareholders written notice of the proposed action at least ten (10) days before the action is taken in the event that shareholder approval is required for (i) an amendment to the articles of incorporation; (ii) a plan of merger or share exchange; (iii) a plan of conversion; (iv) the sale, lease, exchange, or other disposition of all, or substantially all, of the Company's property; or (v) a proposal for dissolution, and the approval is to be obtained through action without meeting.

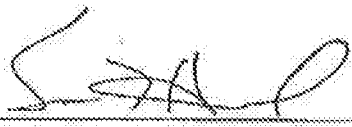
11. The name and address of the incorporator is as Sara Heard, 1010 Lamond Ave., Durham, North Carolina 27701.
12. No director of the Company shall have personal liability arising out of an action whether by or in the right of the Company or otherwise for monetary damages for breach of any duty as a director; provided, however, that the foregoing shall not limit or eliminate the personal liability of a director with respect to (i) acts or omissions that such director at the time of such breach knew or believed were clearly in conflict with the best interests of the Company, (ii) any liability under Section 55-8-33 of the North Carolina General Statutes or any successor provision, (iii) any transaction from which such director derived an improper personal benefit, or (iv) acts or omissions occurring prior to the date of the effectiveness of this Article. As used in this Article, the term "improper personal benefit" does not include a director's reasonable compensation or other reasonable incidental benefit for or on account of his or her services as a director, officer, employee, independent contractor, attorney, or consultant of the Company.

Furthermore, notwithstanding the foregoing provision, in the event that Section 55-2-02 or any other provision of the North Carolina General Statutes is amended or enacted to permit further limitation or elimination of the personal liability of the director, the personal liability of the Company's directors shall be limited or eliminated to the fullest extent permitted by the applicable law.

This Article shall not affect a provision permitted under the North Carolina General Statutes in the articles of incorporation, bylaws or contract or resolution of the Company indemnifying or agreeing to indemnify a director against personal liability. Any repeal or modification of this Article shall not adversely affect any limitation hereunder on the personal liability of the director with respect to acts or omissions occurring prior to such repeal or modification.

13. The provisions of Article 9 and Article 9A of the North Carolina Business Corporation Act shall not apply to the Company.
14. These articles will be effective upon filing.

This the 17th day of May, 2012.


Sara Heard, Incorporator