

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM487697

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ENTITY CONVERSION		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Cybrary.IT		08/18/2015	Limited Liability Company: MARYLAND
RECEIVING PARTY DATA			
Name:	CYBRARY, INC.		
Street Address:	7833 Walker Drive		
Internal Address:	Suite 510		
City:	Greenbelt		
State/Country:	MARYLAND		
Postal Code:	20770		
Entity Type:	Corporation: MARYLAND		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	4725658	CYBRARY.IT	
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:	2027197000		
Email:	dweslow@wileyrein.com		
Correspondent Name:	David E. Weslow		
Address Line 1:	1776 K Street, NW		
Address Line 4:	Washington, D.C. 20006		
ATTORNEY DOCKET NUMBER:	85921.0003		
NAME OF SUBMITTER:	David E. Weslow		
SIGNATURE:	/David E. Weslow/		
DATE SIGNED:	08/28/2018		
Total Attachments: 7			
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CORPORATE CHARTER APPROVAL SHEET

****EXPEDITED SERVICE****

**** KEEP WITH DOCUMENT ****

DOCUMENT CODE 120 BUSINESS CODE _____

Close _____ Stock _____ Nonstock _____

P.A. _____ Religious _____

Converting from: _____
Merging (Transferor) _____

Cybrary, IT, LLC
(W/16104838) (MD)

Converting to: _____
Surviving (Transferee) _____

Cybrary, Inc
(D16712754) (MD)



1000362008370852

ID # D16712754 ACK # 1000362008370852
PAGES: 0007
CYBRARY, INC.

08/19/2015 AT 02:18 P WO # 0004514927

New Name _____

FEES REMITTED

Base Fee:	_____	<u>100</u>
Org. & Cap. Fee:	_____	
Expedite Fee:	_____	<u>50</u>
Penalty:	_____	
State Recordation Tax:	_____	
State Transfer Tax:	_____	
Certified Copies	_____	
Copy Fee:	_____	
Certificates	_____	
Certificate of Status Fee:	_____	
Personal Property Filings:	_____	
Mail Processing Fee:	_____	
Other:	_____	

TOTAL FEES: _____ 150

_____	Change of Name
_____	Change of Principal Office
_____	Change of Resident Agent
_____	Change of Resident Agent Address
_____	Resignation of Resident Agent
_____	Designation of Resident Agent and Resident Agent's Address
_____	Change of Business Code
_____	Adoption of Assumed Name
_____	Other Change(s)

Credit Card _____ Check Cash _____

Documents on _____ Checks _____

Approved By: _____ 14

Keyed By: _____

COMMENT(S):

File 2nd

Code 032

Attention: Lisa B. Mohan, Legal Assistant

Mail: Name and Address

Gordon Feinblatt

233 East Redwood Street

Baltimore, MD 21202

CUST ID: 0003298347
WORK ORDER: 0004514927
DATE: 08-19-2015 02:18 PM
AMT. PAID: \$400.00

CYBRARY.IT, LLC
ARTICLES OF CONVERSION

THESE ARTICLES OF CONVERSION are made and entered into this 18th day of August, 2015 by Cybrary.IT, LLC, a Maryland limited liability company (the "Converting Company"), pursuant to Section 4A-1103 and Section 3-903 of the Corporations and Associations Article of the Annotated Code of Maryland for the purposes of converting into a Maryland corporation.

FIRST: The name of the Converting Company is Cybrary.IT, LLC, it was first created on September 26, 2014 upon the filing for record of its Articles of Organization with the State Department of Assessments and Taxation of Maryland ("SDAT"), and it was formed under the laws of the State of Maryland. ✓

SECOND: The name of the corporation into which the Converting Company shall be converted is CYBRARY, INC., which shall be a corporation organized under the laws of the State of Maryland (the "Corporation"). ✓

THIRD: The manner and basis of converting or exchanging membership interests in the Converting Company into shares of capital stock of the Corporation at the effective time of the conversion contemplated hereby shall be as follows: (a) the membership interests in the Converting Company are represented by Class A Shares, as defined in the Operating Agreement of the Converting Company, with a total of One Million (1,000,000) Class A Shares issued and outstanding; and (b) each Class A Share that is outstanding at the effective time of the conversion contemplated hereby shall, at such effective time, be canceled and converted into one share of common stock, par value \$.01 per share, of the Corporation, with the effect that One Million (1,000,000) shares of common stock of the Corporation shall thereupon be issued and outstanding. ✓

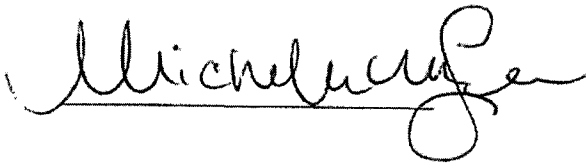
FOURTH: The conversion contemplated hereby shall have the effect described in Section 4A-1104(b) and Section 3-904(c) of the Corporations and Associations Article of the Annotated Code of Maryland. These Articles of Conversion shall be effective at the time they are accepted for record by SDAT.

FIFTH: The Articles of Incorporation of the Corporation shall, until amended in accordance therewith and with the Maryland General Corporation Law, be in the form attached hereto as Exhibit A hereto and incorporated herein by reference.

IN WITNESS WHEREOF, the Converting Company has caused these Articles to be signed and acknowledged in its name and on its behalf by its Chief Executive Officer, an authorized person, on the day and year first above written. Each such signatory does hereby acknowledge his signature to be the act of his company, and that to the best of his knowledge, information and belief, all matters and facts stated herein are true in all material respects, this statement being made under the penalties of perjury.

WITNESS:

CYBARY.IT, LLC



By:  (SEAL)
Ralph P. Sita, Jr., CEO

EXHIBIT A

ARTICLES OF INCORPORATION OF CYBRARY, INC.

CYBRARY, INC.

ARTICLES OF INCORPORATION

FIRST: I, Ralph P. Sita, Jr., residing at 2480 Chelmsford Dr., Crofton, MD 21114, Maryland, being at least 18 years of age, as Chief Executive Officer of Cybrary.IT, LLC, a Maryland limited liability company (the "Converting Company"), do hereby form a Maryland corporation (the "Corporation") under and by virtue of the General Laws of the State of Maryland in connection with the conversion of the Converting Company into a Maryland corporation pursuant to Section 4A-1101(b) and Section 3-901(c) of the Corporations and Associations Article of the Annotated Code of Maryland. The Converting Company has filed Articles of Conversion with the State Department of Assessments and Taxation of Maryland.

SECOND: The name of the Corporation is:

CYBRARY, INC.

THIRD: The purposes for which the Corporation is formed are as follows:

(a) To provide free online information technology and cyber security training through video content, course documents, white papers, study guides and case studies, and to do any and all things necessary, convenient, or incidental to that purpose; and

(b) To engage in any lawful act or activities permitted by a corporation organized under the laws of the State of Maryland.

FOURTH: The post office address of the principal office of the Corporation in this State is 7833 Walker Drive, Suite 520C, Greenbelt, Maryland 20770.

FIFTH: The name and post office address of the resident agent of the Corporation in this State are Ralph P. Sita, Jr., 7833 Walker Drive, Suite 520C, Greenbelt, Maryland 20770. The resident agent is an individual actually residing in this State.

SIXTH: The total number of shares of stock which the Corporation has authority to issue is Fifty Million (50,000,000) shares of common stock with a par value of One Cent (\$.01) per share, for an aggregate par value of Five Hundred Thousand Dollars (\$500,000.00).

SEVENTH: The initial number of directors of the Corporation shall be two (2). Thereafter, the number of directors of the Corporation shall be as set forth in the Bylaws of the Corporation or as established by the Board of Directors from time to time in accordance with the Bylaws of the Corporation. The names of the initial directors who shall act until their successors are duly elected and qualify are Ralph P. Sita, Jr. and Ryan Cory.

EIGHTH: The following provisions are hereby adopted for the purposes of describing the rights and powers of the Corporation and of the directors and stockholders:

(a) The Board of Directors of the Corporation is hereby empowered to authorize the issuance from time to time of shares of stock of any class, whether now or hereafter

authorized, and securities convertible into shares of its stock of any class, whether now or hereafter authorized, for such consideration as said Board of Directors may deem advisable, subject to such limitations and restrictions, if any, as may be set forth in the Bylaws of the Corporation.

(b) The Board of Directors of the Corporation may classify or reclassify any unissued shares of capital stock by fixing or altering in any one or more respects, from time to time before issuance of such shares, the preferences, rights, voting powers, restrictions and qualifications of, the dividends on, the times and prices of redemption of, and the conversion rights of, such shares of capital stock.

(c) The Corporation reserves the right to amend its Charter so that such amendment may alter the contract rights, as expressly set forth in the Charter, of any outstanding stock, and any objecting stockholder whose rights may or shall be thereby substantially adversely affected shall not be entitled to demand and to receive payment of the fair value of his stock.

(d) No holder of any stock or any other securities of the Corporation, whether now or hereafter authorized, shall have any preemptive right to subscribe for or purchase any stock or any other securities of the Corporation other than such, if any, as the Board of Directors, in its sole discretion, may determine and at such price or prices and upon such other terms as the Board of Directors, in its sole discretion, may fix; and any stock or other securities which the Board of Directors may determine to offer for subscription may, as the Board of Directors in its sole discretion shall determine, be offered to the holders of any class, series or type of stock or other securities at the time outstanding to the exclusion of the holders of any or all other classes, series or types of stock or other securities at the time outstanding.

(e) The Board of Directors of the Corporation, with the approval of a majority of the entire Board, and without action by the stockholders, may amend the Charter of the Corporation to increase or decrease the aggregate number of shares of stock of the Corporation or the number of shares of stock of any class that the Corporation has authority to issue.

(f) Notwithstanding any provision of law requiring the authorization of any action by a greater proportion than a majority of the total number of shares of all classes of capital stock or of the total number of shares of any class of capital stock, such action shall be valid and effective if authorized by the affirmative vote of the holders of a majority of the total number of shares of all classes outstanding and entitled to vote thereon, except as otherwise provided in the Charter.

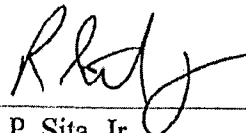
(g) In considering a potential acquisition of control of the Corporation, the Board of Directors of the Corporation may consider the effect of such potential acquisition of control on: (i) the stockholders, employees, suppliers, customers, and creditors of the Corporation; and (ii) the communities in which offices or other establishments of the Corporation are located.

The enumeration and definition of a particular power of the Board of Directors included in the foregoing is for descriptive purposes only and shall in no way limit or restrict the

terms of any other clause of this or any other Article of these Articles of Incorporation, or in any manner exclude or limit any powers conferred upon the Board of Directors under the Maryland General Corporation Law now or hereafter in force.

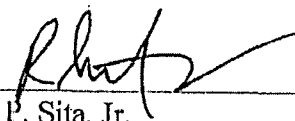
NINTH: No director or officer of the Corporation shall be liable to the Corporation or to its Stockholders for money damages except (a) to the extent that it is proved that such director or officer actually received an improper benefit or profit in money, property or services, for the amount of the benefit or profit in money, property or services actually received, or (b) to the extent that a judgment or other final adjudication adverse to such director or officer is entered in a proceeding based on a finding in the proceeding that such director's or officer's action, or failure to act, was the result of active and deliberate dishonesty and was material to the cause of action adjudicated in the proceeding.

IN WITNESS WHEREOF, I, in my capacity as Chief Executive Officer of the Converting Company, have signed these Articles of Incorporation on this 18 day of August, 2015, and I acknowledge the same to be my act.



Ralph P. Sita, Jr.

The undersigned individual hereby consents to being designated as the resident agent for Cybrary, Inc..



Ralph P. Sita, Jr.

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