

01/11/2019

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To the Director of the U. S. Patent and T

ments or the new address(es) below.

1. Name of conveying party(ies):

MAXGEN ENERGY SERVICES LLC

- Individual(s)
- Partnership
- Corporation- State: _____
- Other LIMITED LIABILITY COMPANY (LLC)
- Association
- Limited Partnership

Citizenship (see guidelines) DELAWARE

Additional names of conveying parties attached? Yes No

3. Nature of conveyance/Execution Date(s) :

Execution Date(s) SEPTEMBER 30, 2016

- Assignment
- Security Agreement
- Other _____
- Merger
- Change of Name

2. Name and address of receiving party(ies)

Additional names, addresses, or citizenship attached? Yes No

Name: MAXGEN ENERGY SERVICES CORPORATION

Street Address: 1690 SCENIC AVENUE

City: COSTA MESA

State: CALIFORNIA

Country: ORANGE Zip: 92626

- Individual(s) Citizenship _____
- Association Citizenship _____
- Partnership Citizenship _____
- Limited Partnership Citizenship _____
- Corporation Citizenship CALIFORNIA
- Other _____ Citizenship _____

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
(Designations must be a separate document from assignment)

4. Application number(s) or registration number(s) and identification or description of the Trademark.

A. Trademark Application No.(s) Text

MAXGEN

B. Trademark Registration No.(s)

4537408

Additional sheet(s) attached? Yes No

C. Identification or Description of Trademark(s) (and Filing Date if Application or Registration Number is unknown):

Mark Drawing Code (4) STANDARD CHARACTER MARK , FILING DATE 10/15/13

5. Name & address of party to whom correspondence concerning document should be mailed:

Name: KIMBERLY JOHNSON

Internal Address: MAXGEN HEADQUARTERS

Street Address: 1690 SCENIC AVENUE

City: COSTA MESA

State: CALIFORNIA Zip: 92626

Phone Number: 949-629-8220

Docket Number: _____

Email Address: KJOHNSON@reigroup.com

6. Total number of applications and registrations involved:

1

7. Total fee (37 CFR 2.6(b)(6) & 3.41)

\$40.00

Fee pd

- Authorized to be charged to deposit account
- Enclosed

8. Payment Information:

Deposit Account Number _____

Authorized User Name _____

9. Signature:

Signature

JANUARY 8, 2019

Date

ILAN TORDJAMAN, CHIEF FINANCIAL OFFICER

Name of Person Signing

Total number of pages including cover sheet, attachments, and document:

5

Documents to be recorded (including cover sheet) should be faxed to (571) 273-0140, or mailed to: Mail Stop Assignment Recordation Branch, Director of the USPTO, P.O. Box 1450, Alexandria, VA 22313-1450

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FILED
Secretary of State
State of California

SEP 30 2016

1 PC

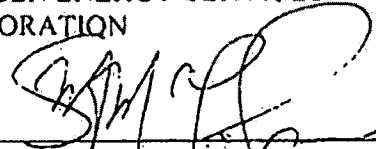
AGREEMENT OF MERGER

This Agreement of Merger is entered into effective as of September 30, 2016, between MaxGen Energy Services Corporation, a California corporation ("Surviving Corporation") and MaxGen Energy Services, LLC, a Delaware limited liability company ("Merging Entity").

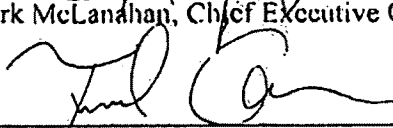
1. Merging Entity shall be merged into Surviving Corporation.
2. The outstanding membership interests of Merging Entity shall be cancelled without consideration.
3. The outstanding shares of Surviving Corporation shall remain outstanding and are not affected by the merger.
4. Merging Entity shall from time to time, as and when requested by Surviving Corporation, execute and deliver all such documents and instruments and take all such action necessary or desirable to evidence or carry out this merger.
5. The effect of the merger and the effective date of the merger are as prescribed by law.

IN WITNESS WHEREOF, the parties have executed this Agreement.

MAXGEN ENERGY SERVICES CORPORATION

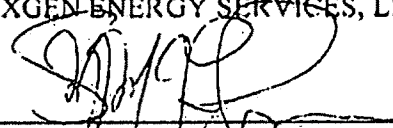


 Mark McLanahan, Chief Executive Officer




 Frank Cannova, Secretary

MAXGEN ENERGY SERVICES, LLC



 Mark McLanahan, Chief Executive Officer



 Frank Cannova, Secretary


State of California
Certificate of Approval
of
Agreement of Merger

Mark McLanahan and Frank Cannova certify that:

1. They are the president and secretary, respectively, of MaxGen Energy Services Corporation, a California Corporation.
2. The principal terms of the Agreement of Merger in the form attached were duly approved by the board of directors and by the shareholders of the corporation by a vote that equaled or exceeded the vote required.
3. The shareholder approval was by the holders of 100% of the outstanding shares of the corporation.
4. There are two classes of shares and the number of shares outstanding entitled to vote on the merger is 12,862,750 shares of Common Stock and 3,333,000 shares of Series A Preferred Stock.

We further declare 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.

Date: 9/29/16


Mark McLanahan, Chief Executive Officer


Frank Cannova, Secretary

State of California Secretary of State		Certificate of Merger	
(California Corporations Code sections 1113(g), 3203(g), 6019.1, 8019.1, 9640, 12540.1, 15911.14, 16915(b) and 17710.14)		This Space For Filing Use Only	
IMPORTANT — Read all instructions before completing this form.		OBE MERG	
1. NAME OF SURVIVING ENTITY MaxGen Energy Services Corporation	2. TYPE OF ENTITY Corp	3. CA SECRETARY OF STATE FILE NUMBER C3157999	4. JURISDICTION California
5. NAME OF DISAPPEARING ENTITY MaxGen Energy Services, LLC	6. TYPE OF ENTITY LLC	7. CA SECRETARY OF STATE FILE NUMBER 201320010210	8. JURISDICTION Delaware
9. THE PRINCIPAL TERMS OF THE AGREEMENT OF MERGER WERE APPROVED BY A VOTE OF THE NUMBER OF INTERESTS OR SHARES OF EACH CLASS THAT EQUALED OR EXCEEDED THE VOTE REQUIRED (IF A VOTE WAS REQUIRED, SPECIFY THE CLASS AND THE NUMBER OF OUTSTANDING INTERESTS OF EACH CLASS ENTITLED TO VOTE ON THE MERGER AND THE PERCENTAGE VOTE REQUIRED OF EACH CLASS. ATTACH ADDITIONAL PAGES, IF NEEDED.)			
<u>SURVIVING ENTITY</u>		<u>DISAPPEARING ENTITY</u>	
<u>CLASS AND NUMBER</u> 3,333,000 Series A Preferred 12,682,750 Common Stock	AND <u>PERCENTAGE VOTE REQUIRED</u> 51%	<u>CLASS AND NUMBER</u> 100% of the membership interests	AND <u>PERCENTAGE VOTE REQUIRED</u> More than 50%
10. IF EQUITY SECURITIES OF A PARENT PARTY ARE TO BE ISSUED IN THE MERGER, CHECK THE APPLICABLE STATEMENT <input type="checkbox"/> No vote of the shareholders of the parent party was required. <input type="checkbox"/> The required vote of the shareholders of the parent party was obtained.			
11. IF THE SURVIVING ENTITY IS A DOMESTIC LIMITED LIABILITY COMPANY, LIMITED PARTNERSHIP, OR PARTNERSHIP, PROVIDE THE REQUISITE CHANGES (IF ANY) TO THE INFORMATION SET FORTH IN THE SURVIVING ENTITY'S ARTICLES OF ORGANIZATION, CERTIFICATE OF LIMITED PARTNERSHIP OR STATEMENT OF PARTNERSHIP AUTHORITY RESULTING FROM THE MERGER. ATTACH ADDITIONAL PAGES, IF NECESSARY N/A			
12. IF A DISAPPEARING ENTITY IS A DOMESTIC LIMITED LIABILITY COMPANY, LIMITED PARTNERSHIP, OR PARTNERSHIP, AND THE SURVIVING ENTITY IS NOT A DOMESTIC ENTITY OF THE SAME TYPE, ENTER THE PRINCIPAL ADDRESS OF THE SURVIVING ENTITY PRINCIPAL ADDRESS OF SURVIVING ENTITY _____ CITY AND STATE _____ ZIP CODE _____ N/A			
13. OTHER INFORMATION REQUIRED TO BE STATED IN THE CERTIFICATE OF MERGER BY THE LAWS UNDER WHICH EACH CONSTITUENT OTHER BUSINESS ENTITY IS ORGANIZED. ATTACH ADDITIONAL PAGES, IF NECESSARY None.			
14. STATUTORY OR OTHER BASIS UNDER WHICH A FOREIGN OTHER BUSINESS ENTITY IS AUTHORIZED TO EFFECT THE MERGER. Title 6, Section 18-209 of the Delaware Limited Liability Company Act		16. FUTURE EFFECTIVE DATE, IF ANY _____/_____/_____ (Month) (Day) (Year)	
16. ADDITIONAL INFORMATION SET FORTH ON ATTACHED PAGES, IF ANY, IS INCORPORATED HEREIN BY THIS REFERENCE AND MADE PART OF THIS CERTIFICATE.			
17. I CERTIFY UNDER PENALTY OF PERJURY UNDER THE LAWS OF THE STATE OF CALIFORNIA THAT THE FOREGOING IS TRUE AND CORRECT OF MY OWN KNOWLEDGE. I DECLARE I AM THE PERSON WHO EXECUTED THIS INSTRUMENT, WHICH EXECUTION IS MY ACT AND DEED.			
SIGNATURE OF AUTHORIZED PERSON FOR THE SURVIVING ENTITY _____		DATE: 9/29/16	
Mark McLanahan, Chief Executive Officer TYPE OR PRINT NAME AND TITLE OF AUTHORIZED PERSON			
SIGNATURE OF AUTHORIZED PERSON FOR THE SURVIVING ENTITY _____		DATE: 9/29/16	
Frank Cannova, Secretary TYPE OR PRINT NAME AND TITLE OF AUTHORIZED PERSON			
SIGNATURE OF AUTHORIZED PERSON FOR THE DISAPPEARING ENTITY _____		DATE: 9/29/16	
Mark McLanahan, Chief Executive Officer TYPE OR PRINT NAME AND TITLE OF AUTHORIZED PERSON			
SIGNATURE OF AUTHORIZED PERSON FOR THE DISAPPEARING ENTITY _____		DATE: 9/29/16	
Frank Cannova, Secretary TYPE OR PRINT NAME AND TITLE OF AUTHORIZED PERSON			
For an entity that is a business trust, real estate investment trust or an unincorporated association, set forth the provision of law or other basis for the authority of the person signing: _____			
OBE MERGER-1 (REV 01/2016)		APPROVED BY SECRETARY OF STATE	



I hereby certify that the foregoing transcript of 3 page(s) is a full, true and correct copy of the original record in the custody of the California Secretary of State's office.

JAN 13 2017 *mm*

Date: _____

Alex Padilla

ALEX PADILLA, Secretary of State