

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM527172

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER		
EFFECTIVE DATE:	04/30/2019		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Rhode Island Blood Center		04/30/2019	Non-Profit Corporation: RHODE ISLAND
RECEIVING PARTY DATA			
Name:	New York Blood Center, Inc.		
Street Address:	310 East 67th Street		
City:	New York		
State/Country:	NEW YORK		
Postal Code:	10065		
Entity Type:	Non-Profit Corporation: NEW YORK		
PROPERTY NUMBERS Total: 3			
Property Type	Number	Word Mark	
Serial Number:	88205930	HELP SOMEONE ELSE	
Serial Number:	88112479	RHODE ISLAND BLOOD CENTER	
Registration Number:	2260993	RHODE ISLAND BLOOD CENTER	
CORRESPONDENCE DATA			
Fax Number:	3123459980		
<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:	312-807-4346		
Email:	alexis.douglas@klgates.com		
Correspondent Name:	Alexis Crawford Douglas		
Address Line 1:	K&L Gates LLP		
Address Line 2:	P.O. Box 1135		
Address Line 4:	Chicago, ILLINOIS 60690		
NAME OF SUBMITTER:	Alexis Crawford Douglas		
SIGNATURE:	/acd/		
DATE SIGNED:	06/10/2019		
Total Attachments: 8			
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FILING RECEIPT

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ENTITY NAME: NEW YORK BLOOD CENTER, INC.

DOCUMENT TYPE: MERGER (DOM. NFP)

COUNTY: NEWY

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FILED: 04/30/2019 DURATION: ***** CASH#: 190430000384 FILM #: 190430000368

FILER:

EFFECT DATE

PETER OLBERG ESQ
MANATT, PHELPS & PHILLIPS, LLP
7 TIMES SQUARE
NEW YORK, NY 10036

04/30/2019

ADDRESS FOR PROCESS:

REGISTERED AGENT:



CONSTITUENT NAME: RHODE ISLAND BLOOD CENTER

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SERVICE COMPANY: COGENCY GLOBAL INC. - 41

SERVICE CODE: 41

FEEs 340.00

FILING 30.00
TAX 0.00
CERT 0.00
COPIES 10.00
HANDLING 300.00

PAYMENTS 340.00

CASH 0.00
CHECK 0.00
CHARGE 0.00
DRAWDOWN 340.00
OPAL 0.00
REFUND 0.00

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DOS-1025 (04/2007)

TRADEMARK

REEL: 006676 FRAME: 0211

STATE OF NEW YORK
DEPARTMENT OF STATE

I hereby certify that the annexed copy has been compared with the original document in the custody of the Secretary of State and that the same is a true copy of said original.



WITNESS my hand and official seal of the
Department of State, at the City of Albany, on
April 30, 2019.

Whitney Clark

Whitney Clark
Deputy Secretary of State for Business and
Licensing Services

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COGENCYGLOBAL-26

CERTIFICATE OF MERGER
OF
RHODE ISLAND BLOOD CENTER
AND
NEW YORK BLOOD CENTER, INC.
INTO
NEW YORK BLOOD CENTER, INC.

Under Section 904 of the Not-for-Profit Corporation Law

Pursuant to the provisions of Section 904 of the Not-for-Profit Corporation Law of the State of the New York (the "N-PCL"), the undersigned being the President and Chief Executive Officer of New York Blood Center, Inc. and the President of Rhode Island Blood Center hereby certifies the following information in connection with the merger of Rhode Island Blood Center into New York Blood Center, Inc. (the "Merger"):

FIRST: The name of each constituent corporation is as follows:

Rhode Island Blood Center, a nonprofit corporation organized under the Rhode Island Nonprofit Corporation Act ("RIBC"); and

New York Blood Center, Inc., a not-for-profit corporation organized under the N-PCL ("NYBC").

SECOND: The Articles of Incorporation, as amended, of RIBC were filed by the Rhode Island Secretary of State on February 23, 1968 under its initial name of Haricomp, Inc. The Certificate of Incorporation of NYBC was filed by the New York State Department of State on April 13, 1959 under its initial name of Community Blood Council of Greater New York, Inc.

THIRD: RIBC has not applied for authority to conduct activities in New York.

FOURTH: NYBC is the sole member of RIBC. Neither corporation has any certificate evidencing any capital contributions or any subventions.

FIFTH: The Merger was duly adopted, approved and authorized by the Board of Trustees of NYBC on January 23, 2019. The meeting was duly called and held, with a quorum of Trustees present, and which Trustees unanimously approved the Merger and adopted the Plan of Merger in accordance with the Bylaws of NYBC. The Trustees of NYBC authorized the President and Chief Executive Officer of NYBC to file this Certificate of Merger on behalf of NYBC.

SIXTH: The Merger was approved and the Plan of Merger was adopted in accordance with Section 7-6-45 of the Rhode Island Nonprofit Corporation Act. The Plan of Merger, setting forth the information required by Section 7-6-43 of the Rhode Island Nonprofit Corporation Act, was approved by the unanimous affirmative vote of the members of the Board of Trustees of RIBC present at a duly called meeting at which a quorum was present on January 23, 2019, and

by its sole member, NYBC, by resolutions adopted by the Board of Trustees of NYBC on January 23, 2019, in accordance with Sections 7-6-45 and 7-6-104 of the Rhode Island Nonprofit Corporation Act on January 23, 2019. The Trustees of RIBC and NYBC, its sole member, authorized the President of RIBC to file this Certificate of Merger on behalf of RIBC.

SEVENTH: NYBC shall be the surviving corporation in the Merger.


EIGHTH: There will be no change to NYBC's Certificate of Incorporation as a result of the merger.

NINTH: The effective date of the Merger shall be April 30, 2019.

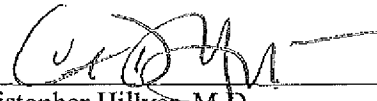
[Signature Page Follows]

IN WITNESS WHEREOF, the undersigned parties have caused this Certificate of Merger to be executed this March 5, 2019.

NEW YORK BLOOD CENTER, INC., a New York not-for-profit corporation

By: 
Name: Christopher Hillyer, M.D.
Title: President and Chief Executive Officer

RHODE ISLAND BLOOD CENTER, a Rhode Island nonprofit corporation

By: 
Name: Christopher Hillyer, M.D.
Title: President

ATTORNEY GENERAL OF THE STATE OF NEW YORK
COUNTY OF NEW YORK

-----X
In the Matter of the Application of

NEW YORK BLOOD CENTER, INC.
and RHODE ISLAND BLOOD CENTER

For Approval of Their Plan of Merger Under
Section 907-b of the Not-for-Profit Corporation Law
and Authorizing the Filing of a Certificate of Merger
under Section 906 of the Not-for-Profit
Corporation Law
-----X

ATTORNEY GENERAL
APPROVAL

0A 6 No. NYC-2019-602

1. By Petition verified on April 2, 2019, New York Blood Center, Inc. and Rhode Island Blood Center applied to the Attorney General pursuant to Article 9 of the Not-for-Profit Corporation Law for approval of an application to merge.
2. The name of the surviving corporation shall be New York Blood Center, Inc.

Based on a review of the Petition and the exhibits thereto (and the additional documents and information requested by the Attorney General), and the verifications of Christopher Hillyer, M.D., the Attorney General has determined that the petitioners have complied with the provisions of Article 9 of the Not-for-Profit Corporation Law applicable to the merger of not-for-profit corporations, and neither the Petitioners nor any third party having raised with the Attorney General any objections to the proposed merger, and it appearing to the satisfaction of the Attorney General that the interests of the constituent corporations and the public interest will not be adversely affected by the merger, the Plan of Merger is approved and the Certificate of Merger is authorized to be filed with the Department of State.

A copy of the Certificate of Merger as filed with the Department of State shall be sent to the Attorney General's office within 10 days of its filing.

Letitia James
Attorney General of the State of New York

By: Paula Gellman
Assistant Attorney General
Paula Gellman

Date: 4-4-19



Department of Health

ANDREW M. CUOMO
Governor

HOWARD A. ZUCKER, M.D.,
J.D.
Commissioner

SALLY DRESLIN, M.S., R.N.
Executive Deputy Commissioner

March 8, 2019

Simone Gross, Esq.
Manatt, Phelps & Phillips, LLP
7 Times Square
New York, New York 10036

Re: Certificate of Merger of New York Blood Center, Inc. and Rhode Island Blood Center, Inc. into New York Blood Center, Inc.

Ms. Gross:

The above referenced Certificate of Merger signed by Christopher Hillyer, M.D. and dated March 5, 2019 does not require the formal approval of the Public Health and Health Planning Council or the Commissioner of Health under either the Public Health Law or the Not-for-Profit Corporation Law because New York Blood Center, Inc., the surviving corporation, was not formed with any purpose for which the consent of the Public Health and Health Planning Council or the Commissioner of Health is required; paragraph SEVENTH of the Certificate of Amendment to the Certificate of Incorporation of New York Blood Center, Inc. dated January 4, 2014 specifically states that the corporation will not conduct activities that require the consent of the Public Health and Health Planning Council or the Commissioner of Health; and lastly, said Certificate of Merger clearly states that the Certificate of Incorporation of the surviving corporation, New York Blood Center, Inc., will not change as a result of the merger.

In short, due to the above and because the above-referenced Certificate of Merger does not add, change, or delete a purpose from the surviving corporation's Certificate of Incorporation, the approval of the Public Health and Health Planning Council or the Commissioner of Health is not required.

There is no legal objection to the above-referenced Certificate of Merger being filed with the New York State Department of State.

Sincerely,

Mark A. Schweitzer, Senior Attorney
Bureau of Health Facility Planning and
Development, Division of Legal Affairs

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JGENCYGLOBAL - 41

CERTIFICATE OF MERGER
OF
RHODE ISLAND BLOOD CENTER
AND
NEW YORK BLOOD CENTER, INC.
INTO
NEW YORK BLOOD CENTER, INC.

Under Section 904 of the Not-for-Profit Corporation Law

2019 APR 30 AM 9:03

Filed by: Peter Olberg, Esq.
Manatt, Phelps & Phillips, LLP
7 Times Square
New York, NY 10036

1cc

STATE OF NEW YORK
DEPARTMENT OF STATE

FILED APR 30 2019

TAX \$ _____
BY: KVA

2019 APR 30 AM 9:03

RECORDED

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