

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM561754

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	CHANGE OF NAME		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Recro Enterprises, Inc.		09/13/2019	Corporation: DELAWARE
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Baudax Bio, Inc.		
<b>Street Address:</b>	490 Lapp Road		
<b>City:</b>	Malvern		
<b>State/Country:</b>	PENNSYLVANIA		
<b>Postal Code:</b>	19355		
<b>Entity Type:</b>	Corporation: PENNSYLVANIA		
<b>PROPERTY NUMBERS Total: 1</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Serial Number:</b>	88569300	BAUDAX BIO	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	8004595024		
<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>			
<b>Phone:</b>	215-81-4865		
<b>Email:</b>	guagliaj@pepperlaw.com		
<b>Correspondent Name:</b>	Joseph Guagliardo		
<b>Address Line 1:</b>	3000 Two Logan Sqaure		
<b>Address Line 4:</b>	Philadelphia, PENNSYLVANIA 19103		
<b>NAME OF SUBMITTER:</b>	Joseph Guagliardo		
<b>SIGNATURE:</b>	/Joseph Guagliardo/		
<b>DATE SIGNED:</b>	02/12/2020		
<b>Total Attachments: 7</b>			
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OP \$40.00 88569300



COMMONWEALTH OF PENNSYLVANIA  
DEPARTMENT OF STATE  
BUREAU OF CORPORATIONS AND CHARITABLE ORGANIZATIONS  
401 NORTH STREET, ROOM 206  
P.O. BOX 8722  
HARRISBURG, PA 17105-8722  
WWW.CORPORATIONS.PA.GOV

Pepper Hamilton LLP  
Counter Pickup  
PA

Baudax Bio, Inc.

THE BUREAU OF CORPORATIONS AND CHARITABLE ORGANIZATIONS IS HAPPY TO SEND YOUR FILED DOCUMENT. THE BUREAU IS HERE TO SERVE YOU AND WE WOULD LIKE TO THANK YOU FOR DOING BUSINESS IN PENNSYLVANIA.

IF YOU HAVE ANY QUESTIONS PERTAINING TO THE BUREAU, PLEASE VISIT OUR WEBSITE AT [www.dos.pa.gov/BusinessCharities](http://www.dos.pa.gov/BusinessCharities) OR YOU MAY CONTACT US BY TELEPHONE AT (717)787-1057. INFORMATION REGARDING BUSINESS AND UCC FILINGS CAN BE FOUND ON OUR SEARCHABLE DATABASE AT [www.corporations.pa.gov/Search/CorpSearch](http://www.corporations.pa.gov/Search/CorpSearch).

ENTITY NUMBER : 6944703

PENNSYLVANIA DEPARTMENT OF STATE  
 BUREAU OF CORPORATIONS AND CHARITABLE ORGANIZATIONS

Return document by mail to:

Name \_\_\_\_\_  
 Address \_\_\_\_\_  
 City \_\_\_\_\_ State \_\_\_\_\_ Zip Code \_\_\_\_\_

Return document by email to: bishopp@pepperlaw.com

Statement of Domestication  
 DSCB:15-375  
 (7/1/2015)



TCO190913RA0364

Read all instructions prior t

Fee: \$70

In compliance with the requirements of the applicable provisions of 15 Pa.C.S. § 375 (relating to Statement of domestication), the undersigned entity, desiring to effect domestication, hereby states that:

A. For the domesticating entity:

1. The type of association is (check only one):
 

<input checked="" type="checkbox"/> Business Corporation	<input type="checkbox"/> Limited Partnership	<input type="checkbox"/> Business Trust
<input type="checkbox"/> Nonprofit Corporation	<input type="checkbox"/> Limited Liability (General) Partnership	<input type="checkbox"/> Professional Association
<input type="checkbox"/> Limited Liability Company	<input type="checkbox"/> Limited Liability Limited Partnership	<input type="checkbox"/> Other _____
2. The name of the domesticating entity is: Recro Enterprises, Inc.
3. The jurisdiction of formation of the domesticating entity: Delaware
4. Date on which the domesticating entity was created, incorporated or formed: July 6, 2015  
 (MM/DD/YYYY)
5. Check and complete one of the following addresses.

<input type="checkbox"/>	If the domesticating entity is a domestic filing entity, domestic limited liability partnership or registered foreign association, the current registered office address as on file with the Department of State. Complete part (a) OR (b) – not both:
<input type="checkbox"/>	(a) _____ Number and street City State Zip County
<input type="checkbox"/>	(b) c/o: _____ Name of Commercial Registered Office Provider County
<input type="checkbox"/>	If the domesticating entity is a domestic entity that is not a domestic filing entity or limited liability partnership, the address, including street and number, if any, of its principal office:
<input type="checkbox"/>	_____ Number and street City State Zip County
<input checked="" type="checkbox"/>	If the domesticating entity is a nonregistered foreign association, the address, including street and number, if any, of its registered or similar office, if any, required to be maintained by the law of its jurisdiction of formation; or if it is not required to maintain a registered or similar office, its principal office: c/o PHS Corporate Services, Inc. 1313 N. Market Street, Suite 5100 Wilmington Delaware 19801 Number and street City State Zip

**B. For the domesticated entity:**

- 1. The name of the domesticated entity is: Baudax Bio, Inc.
- 2. The jurisdiction of formation of the domesticated entity: Pennsylvania
- 3. Check and complete one of the following addresses.

<input checked="" type="checkbox"/>	<p><b>If the domesticated entity is a domestic filing entity, domestic limited liability partnership or registered foreign association, its registered office address. Complete part (a) OR (b) – not both:</b></p> <p>(a) <u>490 Lapp Road</u> <u>Malvern</u> <u>PA</u> <u>19355</u> <u>Chester</u>  <small>Number and street City State Zip County</small></p> <p>(b) c/o: _____  <small>Name of Commercial Registered Office Provider County</small></p>
<input type="checkbox"/>	<p><b>If the domesticated entity is a domestic entity that is <i>not</i> a domestic filing entity or limited liability partnership, the address, including street and number, if any, of its principal office:</b></p> <p>_____  <small>Number and street City State Zip County</small></p>
<input type="checkbox"/>	<p><b>If the domesticated entity is a nonregistered foreign association, the address, including street and number, if any, of its registered or similar office, if any, required to be maintained by the law of its jurisdiction of formation; or if it is not required to maintain a registered or similar office, its principal office:</b></p> <p>_____  <small>Number and street City State Zip</small></p>

**C. Effective date of Statement of Domestication (check, and if appropriate complete, one of the following):**

- This Statement of Domestication shall be effective upon filing in the Department of State.
- This Statement of Domestication shall be effective on: \_\_\_\_\_ at \_\_\_\_\_  
Date (MM/DD/YYYY) Hour (if any)

**D. Approval of domestication by domesticating association (check only one):**

- For a domesticating entity that is a domestic entity – The domestication was approved in accordance with 15 Pa.C.S. Chapter 3, Subchapter B (relating to approval of entity transactions).
- For a domesticating entity that is foreign entity – The domestication was approved in accordance with 15 Pa.C.S. Chapter 3, Subchapter B, §373(b) (relating to approval of domestication).

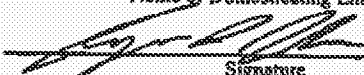
**E. Check if applicable:**

- The domesticating entity is to be a domestic entity in both this Commonwealth and the foreign jurisdiction.

**F. Attachments (see Instructions for required and optional attachments).**


IN TESTIMONY WHEREOF, the undersigned association has caused this Statement of Domestication to be signed by a duly authorized officer thereof this 13<sup>th</sup> day of September, 2019.

Recco Enterprises, Inc.  
Name of Domesticating Entity

  
Signature

Ryan Lake, Secretary & Treasurer  
Title

PENNSYLVANIA DEPARTMENT OF STATE  
BUREAU OF CORPORATIONS AND CHARITABLE ORGANIZATIONS

<input type="checkbox"/> Return document by mail to:  Name _____ Address _____ City _____ State _____ Zip Code _____ <input checked="" type="checkbox"/> Return document by email to: <u>bishopp@pepperlaw.com</u>	<b>Articles of Incorporation - For Profit</b> OSCB 15-1306/2102/2303/2702/2903/3101/3303/7102 (rev. 2/2017)   01236
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Read all instructions prior to completing. This form may be submitted online at <https://www.corporations.pa.gov>.

Fee: \$125  I qualify for a veteran/reservist-owned small business fee exemption (see instructions)

Check only one:  Business-stock (§ 1306)  Management (§ 2703)  Benefit (§ 3303)  
 Business-nonstock (§ 2102)  Professional (§ 2903)  Cooperative (§ 7102)  
 Business-statutory close (§ 2303)  Insurance (§ 3101)

In compliance with the requirements of the applicable provisions (relating to corporations and unincorporated associations), the undersigned, desiring to incorporate a corporation for profit, hereby states that:

1. The name of the corporation (corporate designator required, i.e., "corporation," "incorporated," "limited," "company," or any abbreviation thereof "Professional corporation" or "P.C." permitted for professional corporations):  
Baudax Bio, Inc.

2. Complete part (a) or (b) - not both

(a) The address of this corporation's proposed registered office in this Commonwealth is:  
 (post office box alone is not acceptable)

<u>490 Lapp Road</u>	<u>Malvern</u>	<u>PA</u>	<u>19355</u>	<u>Chester</u>
Number and Street	City	State	Zip	County

(b) The name of this corporation's commercial registered office provider and the county of venue is:  
 c/o \_\_\_\_\_  
 Name of Commercial Registered Office Provider \_\_\_\_\_ County \_\_\_\_\_

3. The corporation is incorporated under the provisions of the Business Corporation Law of 1988.

4. Check and complete one:  
 The corporation is organized on a nonstock basis.  
 The corporation is organized on a stock share basis and the aggregate number of shares authorized is:  
100

5. The name and address, including number and street, if any, of each incorporator (all incorporators must sign below):

Name	Address
Ryan Lake	490 Lapp Road, Malvern, PA 19355

6. The specified future effective date, if any: \_\_\_\_\_  
month day year hour, if any

7. Additional provisions of the articles, if any, attach an 8 1/2 by 11 sheet.

8. *Statutory close corporation only:* Neither the corporation nor any shareholder shall make an offering of any of its shares of any class that would constitute a "public offering" within the meaning of the Securities Act of 1933 (15 U.S.C. § 77a et seq.)

9. *For Cooperative Corporation Only*

Check and complete one:

- The corporation is a cooperative corporation and the common bond of membership among its members is: \_\_\_\_\_
- The corporation is a cooperative corporation and the common bond of membership among its shareholders is: \_\_\_\_\_

10. *Benefit corporations only.* This corporation shall have the purpose of creating general public benefit.

Strike out if inapplicable: This corporation shall have the purpose of creating the enumerated specific public benefit(s): \_\_\_\_\_

IN TESTIMONY WHEREOF, the incorporator(s) has/have signed these Articles of Incorporation this

13<sup>th</sup> day of September 2019

  
Signature

\_\_\_\_\_  
Signature

\_\_\_\_\_  
Signature

# Delaware

The First State

Page 1

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF CONVERSION OF "RECRO ENTERPRISES, INC.", FILED IN THIS OFFICE ON THE THIRTEENTH DAY OF SEPTEMBER, A.D. 2019, AT 9:42 O`CLOCK A.M.

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

AND I DO HEREBY FURTHER CERTIFY THAT THE CORPORATION HAS FILED ALL DOCUMENTS AND PAID ALL FEES REQUIRED, AND THEREUPON THE CORPORATION SHALL CEASE TO EXIST AS A CORPORATION OF THE STATE OF DELAWARE.



  
Jeffrey W. Bullock, Secretary of State

5779523 0265C  
SR# 20197019692

You may verify this certificate online at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)

Authentication: 203593953  
Date: 09-13-19

**TRADEMARK**  
**REEL: 006862 FRAME: 0263**



**STATE OF DELAWARE  
CERTIFICATE OF CONVERSION  
FROM A DELAWARE CORPORATION  
TO A NON-DELAWARE ENTITY  
PURSUANT SECTION 266 OF THE  
GENERAL CORPORATION LAW**

1.) The name of the Corporation is Recro Enterprises, Inc.

(If changed, the name under which it's certificate of incorporation was originally filed was \_\_\_\_\_.)

2.) The date of filing of its original certificate of incorporation with the Secretary of State is July 6, 2015.

3.) The jurisdiction to which the corporation shall convert to is Pennsylvania and the name under which the entity shall be known as is Baudax Bio, Inc.

4.) The conversion has been approved in accordance with this section;

5.) The corporation may be served with process in the State of Delaware in any action, suit or proceeding for enforcement of any obligation of the corporation arising while it was a corporation of the State of Delaware, and that it irrevocably appoints the Secretary of State as its agent to accept service of process in any such action, suit or proceeding.

6.) The address to which a copy of the process shall be mailed to by the Secretary of State is

490 Lapp Road  
Malvern, PA 19355

In Witness Whereof, the undersigned have executed this Certificate of Conversion on this 6<sup>th</sup> day of September, A.D. 2019.

By:   
Authorized Officer

Name: Ryan Lake, Secretary and Treasurer  
Print or Type Name and Title