

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM581135

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	01/01/2015

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Klass Software Corporation		01/01/2015	Corporation:

RECEIVING PARTY DATA

Name:	PPM 2000 INC.
Street Address:	130 Spadina Ave, Suite 504
City:	Toronto, ON
State/Country:	CANADA
Postal Code:	M5V 2L4
Entity Type:	Corporation: CANADA

PROPERTY NUMBERS Total: 1

Property Type	Number	Word Mark
Registration Number:	2448480	DISPATCHLOG

CORRESPONDENCE DATA**Fax Number:**

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.

Email: tm_docket@iplg.com
Correspondent Name: Otto O. Lee
Address Line 1: 1871 THE ALAMEDA, SUITE 250
Address Line 4: San Jose, CALIFORNIA 95126

NAME OF SUBMITTER:	Otto O. Lee
SIGNATURE:	/Otto O. Lee/
DATE SIGNED:	06/12/2020

Total Attachments: 15

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5. Method of amalgamation, check A or B
 Méthode choisie pour la fusion – Cocher A ou B :

A - Amalgamation Agreement / Convention de fusion :

The amalgamation agreement has been duly adopted by the shareholders of each of the amalgamating corporations as required by subsection 176 (4) of the *Business Corporations Act* on the date set out below.

Les actionnaires de chaque société qui fusionne ont dûment adopté la convention de fusion conformément au paragraphe 176(4) de la *Loi sur les sociétés par actions* à la date mentionnée ci-dessous.

or
ou

B - Amalgamation of a holding corporation and one or more of its subsidiaries or amalgamation of subsidiaries / Fusion d'une société mère avec une ou plusieurs de ses filiales ou fusion de filiales :

The amalgamation has been approved by the directors of each amalgamating corporation by a resolution as required by section 177 of the *Business Corporations Act* on the date set out below.

Les administrateurs de chaque société qui fusionne ont approuvé la fusion par voie de résolution conformément à l'article 177 de la *Loi sur les sociétés par actions* à la date mentionnée ci-dessous.

The articles of amalgamation in substance contain the provisions of the articles of incorporation of
 Les statuts de fusion reprennent essentiellement les dispositions des statuts constitutifs de

Klass Software Corporation

and are more particularly set out in these articles.
 et sont énoncés textuellement aux présents statuts.

Names of amalgamating corporations Dénomination sociale des sociétés qui fusionnent	Ontario Corporation Number Numéro de la société en Ontario	Date of Adoption/Approval Date d'adoption ou d'approbation		
		Year année	Month mois	Day jour
Klass Software Corporation	2395886	2014	12	23
PPM 2000 Inc.	1493500	2014	12	23

6. Restrictions, if any, on business the corporation may carry on or on powers the corporation may exercise.
Limites, s'il y a lieu, imposées aux activités commerciales ou aux pouvoirs de la société.

None.

7. The classes and any maximum number of shares that the corporation is authorized to issue:
Catégories et nombre maximal, s'il y a lieu, d'actions que la société est autorisée à émettre :

The Corporation is authorized to issue an unlimited number of Class A Common Shares, an unlimited number of Class B Common Shares and an unlimited number of Class C Common Share.

8. Rights, privileges, restrictions and conditions (if any) attaching to each class of shares and directors authority with respect to any class of shares which may be issued in series:

Droits, privilèges, restrictions et conditions, s'il y a lieu, rattachés à chaque catégorie d'actions et pouvoirs des administrateurs relatifs à chaque catégorie d'actions qui peut être émise en série :

As per attached Pages 8A and 8C.

CLASS A COMMON SHARES**1. Dividends**

Holders of Class A Common Shares will be entitled, as a class, to X times the aggregate amount of dividends paid on the Class B Common Shares and the Class C Common Shares in aggregate, where X is a fraction the numerator of which is the number of Class A Common Shares issued at such time (excluding any Class A Common Shares issued to directors under option agreements) and the denominator is the number of issued and outstanding Class B Common Shares and Class C Common Shares of the corporation at the time the dividend is declared. The per share dividend will be equal to the class entitlement, divided by the number of outstanding shares. No dividends shall be issued on the Class A Common Shares unless dividends are issued on the Class B Common Shares and the Class C Common Shares at the same time.

2. Voting Rights

The holders of the Class A Common Shares shall be entitled to receive notice of and to attend any meeting of the shareholders of the Corporation and shall be entitled to one (1) vote in respect of each Class A Common Share held at all meetings of the shareholders of the Corporation.

3. Waiver

Where notice is required by the provisions hereof to be sent to the holders of Class A Common Shares, the notice may be waived or the time for the notice may be waived or abridged at any time with the consent in writing of the person entitled thereto.

4. Parity on Liquidation, Dissolution or Winding-Up

In the event of any liquidation, dissolution or winding-up of the Corporation or other distribution of assets of the Corporation among its shareholders for the purpose of winding-up its affairs, subject to the rights, privileges, restrictions and conditions attaching to any other class of shares of the Corporation, holders of Class A Common Shares will be entitled, as a class, to a fraction of the net assets of the company the numerator of which is number of Class A Common Shares issued at such time (excluding any Class A Common Shares issued to directors under option agreements) and the denominator is the number of issued and outstanding Class B common shares and Class C Common Shares of the Corporation. The per share entitlement will be equal to the class entitlement, divided by the number of outstanding shares.

CLASS B COMMON SHARES

1. Dividends

The holders of the Class B Common Shares shall be entitled to receive in each financial year of the Corporation, when, as and if declared by the directors of the Corporation out of the monies of the Corporation properly applicable to the payment of dividends in an amount to be determined from time to time by the board of directors of the Corporation. Any dividend may be paid in one or more instalments in the discretion of the directors of the Corporation. No dividends shall be issued on the Class B Common Shares unless dividends are issued on the Class A Common Shares and the Class C Common Shares at the same time.

2. Voting Rights

The holders of the Class B Common Shares shall be entitled to receive notice of and to attend any meeting of the shareholders of the Corporation and shall be entitled to one (1) vote in respect of each Class B Common Share held at all meetings of the shareholders of the Corporation.

3. Waiver

Where notice is required by the provisions hereof to be sent to the holders of Class B Common Shares, the notice may be waived or the time for the notice may be waived or abridged at any time with the consent in writing of the person entitled thereto.

4. Parity on Liquidation, Dissolution or Winding-Up

In the event of any liquidation, dissolution or winding-up of the Corporation or other distribution of assets of the Corporation among its shareholders for the purpose of winding-up its affairs, subject to the rights, privileges, restrictions and conditions attaching to any other class of shares of the Corporation, all of the property and assets of the Corporation available for distribution to the holders of the Class B Common shares, Class C Common shares and the Class A Common shares shall be paid or distributed equally, share for share, to the holders of the Class B Common shares, Class C Common shares and the Class A Common shares, respectively, without preference or distinction.

CLASS C COMMON SHARES**1. Dividends**

The holders of the Class C Common Shares shall be entitled to receive in each financial year of the Corporation, when, as and if declared by the directors of the Corporation out of the monies of the Corporation properly applicable to the payment of dividends in an amount to be determined from time to time by the board of directors of the Corporation. Any dividend may be paid in one or more instalments in the discretion of the directors of the Corporation. No dividends shall be issued on the Class C Common Shares unless dividends are issued on the Class B Common Shares and the Class A Common Shares at the same time.

2. Voting Rights

The holders of the Class C Common Shares shall be entitled to receive notice of and to attend any meeting of the shareholders of the Corporation and shall be entitled to one (1) vote in respect of each Class C Common Share held at all meetings of the shareholders of the Corporation.

3. Waiver

Where notice is required by the provisions hereof to be sent to the holders of Class C Common Shares, the notice may be waived or the time for the notice may be waived or abridged at any time with the consent in writing of the person entitled thereto.

4. Parity on Liquidation, Dissolution or Winding-Up

In the event of any liquidation, dissolution or winding-up of the Corporation or other distribution of assets of the Corporation among its shareholders for the purpose of winding-up its affairs, subject to the rights, privileges, restrictions and conditions attaching to any other class of shares of the Corporation, all of the property and assets of the Corporation available for distribution to the holders of the Class C Common shares, Class B Common shares and the Class A Common shares shall be paid or distributed equally, share for share, to the holders of the Class C Common shares, Class B Common shares and the Class A Common shares, respectively, without preference or distinction.

9. The issue, transfer or ownership of shares is/is not restricted and the restrictions (if any) are as follows:
L'émission, le transfert ou la propriété d'actions est/n'est pas restreint. Les restrictions, s'il y a lieu, sont les suivantes :

The right to transfer securities of the Corporation (other than debt securities that are not convertible into shares of the Corporation) shall be restricted in that no holder of such securities shall be entitled to transfer any such securities without either:

- (a) if the transfer of such securities is restricted by any security holders' agreement, complying with such restrictions in such agreement; or
- (b) if there are no such restrictions, either:
 - (i) the express sanction of the holders of more than 50% of the voting shares of the Corporation for the time being outstanding expressed by a resolution passed at a meeting of the shareholders or by an instrument or instruments in writing signed by the holders of more than 50% of such shares; or
 - (ii) the express sanction of the directors of the Corporation expressed by a resolution passed by the votes of a majority of the directors of the Corporation at a meeting of the board of directors or signed by all of the directors entitled to vote on that resolution at a meeting of directors.

10. Other provisions, (if any):
Autres dispositions, s'il y a lieu :

None.

11. The statements required by subsection 178(2) of the *Business Corporations Act* are attached as Schedule "A".
Les déclarations exigées aux termes du paragraphe 178(2) de la *Loi sur les sociétés par actions* constituent l'annexe A.
12. A copy of the amalgamation agreement or directors' resolutions (as the case may be) is/are attached as Schedule "B".
Une copie de la convention de fusion ou les résolutions des administrateurs (selon le cas) constitue(nt) l'annexe B.

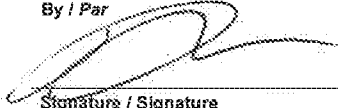
These articles are signed in duplicate.
Les présents statuts sont signés en double exemplaire.

Name and original signature of a director or authorized signing officer of each of the amalgamating corporations. Include the name of each corporation, the signatories name and description of office (e.g. president, secretary). Only a director or authorized signing officer can sign on behalf of the corporation. / Nom et signature originale d'un administrateur ou d'un signataire autorisé de chaque société qui fusionne. Indiquer la dénomination sociale de chaque société, le nom du signataire et sa fonction (p. ex. : président, secrétaire). Seul un administrateur ou un dirigeant habilité peut signer au nom de la société.

KLASS SOFTWARE CORPORATION

Names of Corporations / Dénomination sociale des sociétés

By / Par



Signature / Signature

DANIEL KLASS

Print name of signatory /
Nom du signataire en lettres moulées

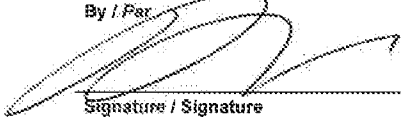
PRESIDENT

Description of Office / Fonction

PPM 2000 INC.

Names of Corporations / Dénomination sociale des sociétés

By / Par



Signature / Signature

DANIEL KLASS

Print name of signatory /
Nom du signataire en lettres moulées

PRESIDENT

Description of Office / Fonction

Names of Corporations / Dénomination sociale des sociétés

By / Par

Signature / Signature

Print name of signatory /
Nom du signataire en lettres moulées

Description of Office / Fonction

Names of Corporations / Dénomination sociale des sociétés

By / Par

Signature / Signature

Print name of signatory /
Nom du signataire en lettres moulées

Description of Office / Fonction

Names of Corporations / Dénomination sociale des sociétés

By / Par

Signature / Signature

Print name of signatory /
Nom du signataire en lettres moulées

Description of Office / Fonction

SCHEDULE "A"

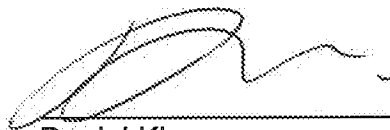
STATEMENT OF DIRECTOR OR OFFICER
PURSUANT TO SUBSECTION 178(2) OF
THE BUSINESS CORPORATIONS ACT (ONTARIO)

I, Daniel Klass, of the City of Toronto, in the Province of Ontario, hereby certify and state, in my capacity as a director and officer and not in my personal capacity, as follows:

1. This Statement is made pursuant to subsection 178(2) of the *Business Corporations Act* (Ontario) (the "Act").
2. I am an officer and director of each of Klass Software Corporation and PPM 2000 Inc. (the "Amalgamating Corporations") and as such have knowledge of their affairs.
3. I have conducted such examinations of the books and records of the Amalgamating Corporations as are necessary to enable me to make the statements hereinafter set forth.
4. There are reasonable grounds for believing that:
 - (i) each of the Amalgamating Corporations is, and the corporation to be formed by their amalgamation will be, able to pay its liabilities as they become due, and
 - (ii) the realizable value of such amalgamated corporation's assets will not be less than the aggregate of its liabilities and stated capital of all classes.
5. There are reasonable grounds for believing that no creditor of any of the Amalgamating Corporations will be prejudiced by the amalgamation.

[SIGNATURE PAGE TO FOLLOW]

This Statement is made this 23rd day of December, 2014.

A handwritten signature in black ink, appearing to read 'Daniel Klass', written over a horizontal line.

Daniel Klass

SCHEDULE "B"- PART 1

CERTIFIED COPY OF THE
RESOLUTION OF THE DIRECTORS
OF
KLASS SOFTWARE CORPORATION
(the "Corporation")

AMALGAMATION OF THE CORPORATION AND PPM 2000 INC.

WHEREAS the Corporation is the holder of all the issued and outstanding shares in the capital of PPM 2000 Inc. ("**PPM 2000**");

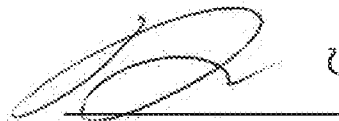
AND WHEREAS the Corporation desires to amalgamate with PPM 2000 to continue as one corporation;

NOW THEREFORE BE IT RESOLVED THAT:

1. The Corporation be and it is hereby authorized to amalgamate with PPM 2000, under the provisions of Subsection 177(1) of the *Business Corporations Act* (Ontario), and to continue as one corporation under the name "**PPM 2000 Inc.**" (the "**Amalgamated Corporation**").
2. The articles of amalgamation shall be the same as the articles of the Corporation.
3. The issued and outstanding shares of PPM 2000 Inc. shall be cancelled without any repayment of capital in respect thereof.
4. The by-laws of the Amalgamated Corporation shall be the same as the by-laws of the Corporation.
5. No security shall be issued and no assets shall be distributed by the Amalgamated Corporation in connection with the amalgamation.
6. Any director or officer of the Corporation be and is hereby authorized to do all things and execute all instruments and documents necessary or desirable to carry out and give effect to the foregoing.
7. This resolution may be executed in several counterparts (including by fax and PDF), each of which when so executed shall be deemed to be an original and shall have the same force and effect as an original but such counterparts together shall constitute but one and the same instrument.

CERTIFIED to be a true copy of a resolution duly passed by all of the directors of the Corporation on the 23rd day of December, 2014 as required by law and that such resolution is in full force and effect and unamended as of the date hereof.

DATED as of the 23rd day of December, 2014.



Daniel Klass, President

SCHEDULE "B"- PART 2

**CERTIFIED COPY OF THE
RESOLUTION OF THE DIRECTORS
OF
PPM 2000 INC.
(the "Corporation")**

AMALGAMATION OF THE CORPORATION AND KCLASS SOFTWARE CORPORATION

WHEREAS the Corporation is a wholly-owned subsidiary of Klass Software Corporation ("**Klass Software**");

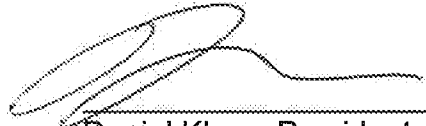
AND WHEREAS the Corporation desires to amalgamate with Klass Software to continue as one corporation;

NOW THEREFORE BE IT RESOLVED THAT:

1. The Corporation be and it is hereby authorized to amalgamate with Klass Software under the provisions of Subsection 177(1) of the *Business Corporations Act* (Ontario), and to continue as one corporation under the name "**PPM 2000 Inc.**" (the "**Amalgamated Corporation**").
2. The articles of amalgamation shall be the same as the articles of Klass Software.
3. The issued and outstanding shares of the Corporation shall be cancelled without any repayment of capital in respect thereof.
4. The by-laws of the Amalgamated Corporation shall be the same as the by-laws of Klass Software.
5. No security shall be issued and no assets shall be distributed by the Amalgamated Corporation in connection with the amalgamation.
6. Any director or officer of the Corporation be and is hereby authorized to do all things and execute all instruments and documents necessary or desirable to carry out and give effect to the foregoing.
7. This resolution may be executed in several counterparts (including by fax and PDF), each of which when so executed shall be deemed to be an original and shall have the same force and effect as an original but such counterparts together shall constitute but one and the same instrument.

CERTIFIED to be a true copy of a resolution duly passed by all of the directors of the Corporation on the 23rd day of December, 2014 as required by law and that such resolution is in full force and effect and unamended as of the date hereof.

DATED as of the 23rd day of December, 2014.



Daniel Klass, President