

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM591812

|   |  |                       |                     |
|---|--|-----------------------|---------------------|
| <b>SUBMISSION TYPE:</b>   | NEW ASSIGNMENT                           |                       |                     |
| <b>NATURE OF CONVEYANCE:</b>  | MERGER                                   |                       |                     |
| <b>EFFECTIVE DATE:</b>  | 10/01/2018                               |                       |                     |
| <b>CONVEYING PARTY DATA</b>   |  |                       |                     |
| <b>Name</b>   | <b>Formerly</b>                          | <b>Execution Date</b> | <b>Entity Type</b>  |
| COREWORX INC.   |  | 10/01/2018            | Corporation: CANADA |
| <b>RECEIVING PARTY DATA</b>   |  |                       |                     |
| <b>Name:</b>  | Constellation Homebuilder Systems Corp.  |                       |                     |
| <b>Street Address:</b>  | 8133 Warden Avenue, 7th Floor            |                       |                     |
| <b>City:</b>  | Markham, Ontario                         |                       |                     |
| <b>State/Country:</b>   | CANADA                                   |                       |                     |
| <b>Postal Code:</b>   | L6G 1B3                                  |                       |                     |
| <b>Entity Type:</b>   | Corporation: CANADA                      |                       |                     |
| <b>PROPERTY NUMBERS Total: 1</b>  |  |                       |                     |
| <b>Property Type</b>  | <b>Number</b>                            | <b>Word Mark</b>      |                     |
| <b>Registration Number:</b>   | 3262495                                  | COREWORX              |                     |
| <b>CORRESPONDENCE DATA</b>  |  |                       |                     |
| <b>Fax Number:</b>  | 1416361139                               |                       |                     |
| <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>   | 1-519-783-3212                           |                       |                     |
| <b>Email:</b>   | tsinnott@bereskinparr.com                |                       |                     |
| <b>Correspondent Name:</b>  | Timothy J. Sinnott, Bereskin & Parr LLP  |                       |                     |
| <b>Address Line 1:</b>  | 40 King Street West, 40th Floor          |                       |                     |
| <b>Address Line 4:</b>  | Toronto, Ontario, CANADA M5H 3Y2         |                       |                     |
| <b>DOMESTIC REPRESENTATIVE</b>  |  |                       |                     |
| <b>Name:</b>  | James L. Young, Westman, Champlin & Koeh |                       |                     |
| <b>Address Line 1:</b>  | 121 South Eighth Street, Suite 1100      |                       |                     |
| <b>Address Line 4:</b>  | Minneapolis, MINNESOTA 55402             |                       |                     |
| <b>NAME OF SUBMITTER:</b>   | Timothy J. Sinnott, Attorney             |                       |                     |
| <b>SIGNATURE:</b>   | /TJS/                                    |                       |                     |
| <b>DATE SIGNED:</b>   | 08/13/2020                               |                       |                     |
| <b>Total Attachments: 11</b>  |  |                       |                     |

OP \$40.00 3262495

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**5002517**

**CERTIFICATE**  
This is to certify that these  
articles are effective on

**CERTIFICAT**  
Ceci certifie que les présents  
statuts entrent en vigueur le

**OCTOBER 01 OCTOBRE, 2018**

*Barbara Luckitt* (17)

Director / Directrice  
Business Corporations Act / Loi sur les sociétés par actions

Form 4  
Business  
Corporations  
Act

Formule 4  
Loi sur les  
sociétés par  
actions

**ARTICLES OF AMALGAMATION  
STATUTS DE FUSION**

1. The name of the amalgamated corporation is: (Set out in BLOCK CAPITAL LETTERS)  
Dénomination sociale de la société issue de la fusion: (Écrire en LETTRES MAJUSCULES SEULEMENT) :

|   |   |   |   |   |   |   |   |   |   |   |   |   |   |   |   |   |   |   |   |   |   |   |   |   |   |   |   |
|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|
| C | O | N | S | T | E | L | L | A | T | I | O | N | H | O | M | E | B | U | I | L | D | E | R | S | Y | S | T |
| E | M | S |   |   |   |   |   |   |   |   |   |   |   |   |   |   |   |   |   |   |   |   |   |   |   |   |   |
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2. The address of the registered office is:  
Adresse du siège social :

75 Frontenac Drive West Wing

Street & Number or R.R. Number & If Multi-Office Building give Room No. /  
Rue et numéro ou numéro de la R.R. et, s'il s'agit d'un édifice à bureaux, numéro du bureau

Markham

ONTARIO

L 3 R 6 H 2

Name of Municipality or Post Office /  
Nom de la municipalité ou du bureau de poste

Postal Code/Code postal

3. Number of directors is: Fixed number  OR minimum and maximum  1  10  
Nombre d'administrateurs : Nombre fixe  OU minimum et maximum

4. The director(s) is/are: / Administrateur(s) :

| First name, middle names and surname<br>Prénom, autres prénoms et nom de famille | Address for service, giving Street & No. or R.R. No., Municipality,<br>Province, Country and Postal Code<br>Domicile élu, y compris la rue et le numéro ou le numéro de la R.R., le<br>nom de la municipalité, la province, le pays et le code postal | Resident Canadian<br>State 'Yes' or 'No'<br>Résident canadien<br>Oui/Non |
|--|---|--|
| Jamal Baksh  | 20 Adelaide Street East, Suite 1200<br>Toronto, Ontario, Canada M4C 2T6   | Yes  |

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

**Constellation Homebuilder Systems Corp.**

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

| Names of amalgamating corporations<br>Dénomination sociale des sociétés qui fusionnent | Ontario Corporation Number<br>Numéro de la société en Ontario | Date of Adoption/Approval<br>Date d'adoption ou d'approbation |               |             |
|--|---|---|---------------|-------------|
|  |   | Year<br>année   | Month<br>mois | Day<br>jour |
| Constellation Homebuilder Systems Corp.  | 001947313   | 2018  | 09            | 28          |
| Coreworx Inc.  | 001861975   | 2018  | 09            | 28          |

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 common shares.

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 :

N/A

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 transfer of shares of the Corporation shall be restricted in that no shareholder shall be entitled to transfer any share or shares without either:

(a) the approval of the directors of the Corporation expressed by a resolution passed at a meeting of the board of directors or by an instrument or instruments in writing signed by a majority of the directors; or

(b) the approval of the holders of at least a majority of the shares of the Corporation entitling the holders thereof to vote in all circumstances (other than holders of shares who are entitled to vote separately as a class) for the time being outstanding expressed by a resolution passed at a meeting of the holders of such shares or by an instrument or instruments in writing signed by the holders of a majority of such shares.

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

(a) The number of shareholders of the Corporation, exclusive of persons who are in its employment and exclusive of persons who, having been formerly in the employment of the Corporation, were, while in that employment, and have continued after the termination of that employment to be, shareholders of the Corporation, is limited to not more than fifty, two or more persons who are the joint registered owners of one or more shares being counted as one shareholder.

(b) Any invitation to the public to subscribe for securities of the Corporation is prohibited.

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.**

CONSTELLATION HOMEBUILDER SYSTEMS CORP.

Names of Corporations / Dénomination sociale des sociétés

By / Par



Jamal Baksh

Director

Signature / Signature

Print name of signatory /  
Nom du signataire en lettres moulées

Description of Office / Fonction

COREWORX INC.

Names of Corporations / Dénomination sociale des sociétés

By / Par



Jamal Baksh

Director

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

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**

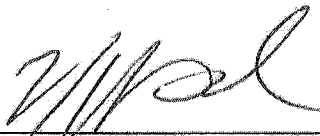
**CONSTELLATION HOMEBUILDER SYSTEMS CORP.  
COREWORX INC.**

**Statement**

I, Jamal Baksh, the sole director of each of Constellation Homebuilder Systems Corp. and Coreworx Inc. (collectively, the “**Amalgamating Corporations**”), refer to the proposed amalgamation of the Amalgamating Corporations and hereby state that:

1. There are reasonable grounds for believing that:
  - a) the Amalgamating Corporations are able to pay their liabilities as they become due;
  - b) the corporation continuing from the amalgamation of the Amalgamating Corporations (the “**Amalgamated Corporation**”) will be able to pay its liabilities as they become due;
  - c) the realizable value of the Amalgamated Corporation’s assets immediately after the issuance of the certificate of amalgamation giving effect to the said amalgamation will not be less than the aggregate of its liabilities and stated capital of all classes; and
  - d) no creditor of the Amalgamating Corporations will be prejudiced by the said amalgamation.
2. No creditor has notified the Amalgamating Corporations that such creditor objects to the proposed amalgamation.

DATED as of September 28, 2018.



\_\_\_\_\_  
Jamal Baksh

**CONSTELLATION HOMEBUILDER SYSTEMS CORP.**

The undersigned, being the sole director of CONSTELLATION HOMEBUILDER SYSTEMS CORP. (the "Corporation"), signs the following resolutions:

AMALGAMATION

WHEREAS:

- A. Coreworx Inc. (the "Subsidiary") is a wholly-owned subsidiary of the Corporation.
- B. The Corporation and the Subsidiary wish to amalgamate and continue as one corporation (the "Amalgamated Corporation") pursuant to the provisions of subsection 177(1) of the *Business Corporations Act* (Ontario) (the "Amalgamation").

RESOLVED that:

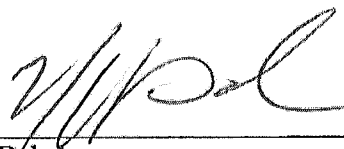
- 1. The Amalgamation is approved and authorized.
- 2. Upon the Amalgamation becoming effective, all the shares of the Subsidiary shall be cancelled without any repayment of capital in respect thereof.
- 3. The articles of amalgamation of the Amalgamated Corporation shall be the same as the articles of the Corporation.
- 4. No securities shall be issued and no assets shall be distributed by the Amalgamated Corporation in connection with the Amalgamation.
- 5. The by-laws of the Amalgamated Corporation shall be the same as the by-laws of the Corporation, as such by-laws may be supplemented, amended or repealed from time to time after the Amalgamation becoming effective in accordance with the provisions of the *Business Corporations Act* (Ontario) relating to the making, amending and repealing of by-laws.
- 6. The sole director and any officer of the Corporation, acting alone, is authorized to do all such acts and things and to execute (whether under the corporate seal of the Corporation or otherwise) and deliver all such documents as in such director's or officer's opinion may be necessary or desirable to complete the Amalgamation.

ELECTRONIC TRANSMISSION

RESOLVED that receipt by the Corporation by electronic transmission of a signed signature page to these resolutions from the director will be as effective as receipt of an original signed copy of these resolutions by the Corporation.

*[signature page follows]*

DATED as of September 28, 2018.



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Jamal Baksh

**COREWORX INC.**

The undersigned, being the sole director of COREWORX INC. (the "Corporation"), signs the following resolutions:

AMALGAMATION

WHEREAS:

- A. The Corporation is a wholly-owned subsidiary of Constellation Homebuilder Systems Corp. (the "**Holding Corporation**").
- B. The Corporation and the Holding Corporation wish to amalgamate and continue as one corporation (the "**Amalgamated Corporation**") pursuant to the provisions of subsection 177(1) of the *Business Corporations Act* (Ontario) (the "**Amalgamation**").

RESOLVED that:

- 1. The Amalgamation is approved and authorized.
- 2. Upon the Amalgamation becoming effective, all the shares of the Corporation shall be cancelled without any repayment of capital in respect thereof.
- 3. The articles of amalgamation of the Amalgamated Corporation shall be the same as the articles of the Holding Corporation.
- 4. No securities shall be issued and no assets shall be distributed by the Amalgamated Corporation in connection with the Amalgamation.
- 5. The by-laws of the Amalgamated Corporation shall be the same as the by-laws of the Holding Corporation, as such by-laws may be supplemented, amended or repealed from time to time after the Amalgamation becoming effective in accordance with the provisions of the *Business Corporations Act* (Ontario) relating to the making, amending and repealing of by-laws.
- 6. The sole director and any officer of the Corporation, acting alone, is authorized to do all such acts and things and to execute (whether under the corporate seal of the Corporation or otherwise) and deliver all such documents as in such director's or officer's opinion may be necessary or desirable to complete the Amalgamation.

ELECTRONIC TRANSMISSION

RESOLVED that receipt by the Corporation by electronic transmission of a signed signature page to these resolutions from the director will be as effective as receipt of an original signed copy of these resolutions by the Corporation.

*[signature page follows]*

DATED as of September 28, 2018.



\_\_\_\_\_  
Jamal Baksh