

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM629455

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER		
EFFECTIVE DATE:	12/31/2020		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Killer Infographics, Inc.		12/01/2020	Corporation: WASHINGTON
RECEIVING PARTY DATA			
Name:	Alta Communications, Inc.		
Street Address:	1900 Avenue of the Stars		
Internal Address:	Suite 1600		
City:	Los Angeles		
State/Country:	CALIFORNIA		
Postal Code:	90067		
Entity Type:	Corporation: PENNSYLVANIA		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Registration Number:	4927292	KILLER	
Registration Number:	4921951	KILLER INFOGRAPHICS	
CORRESPONDENCE DATA			
Fax Number:	3125691000		
<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:	3125691000		
Email:	linda.prainito@faegredrinker.com		
Correspondent Name:	Faegre Drinker Biddle & Reath LLP		
Address Line 1:	191 North Wacker Drive		
Address Line 2:	c/o Melissa S. Dillenbeck, Esq.		
Address Line 4:	Chicago, ILLINOIS 60606		
ATTORNEY DOCKET NUMBER:	Killer-Alta070371.260520		
NAME OF SUBMITTER:	Melissa S. Dillenbeck		
SIGNATURE:	/Melissa S. Dillenbeck/		
DATE SIGNED:	03/03/2021		
Total Attachments: 5			

OP \$65.00 4927292

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UNITED STATES OF AMERICA

The State of  Washington

Secretary of State

CERTIFICATE OF MERGER

I, **KIM WYMAN**, Secretary of State of the State of Washington and custodian of its seal, hereby certify that documents meeting statutory requirements have been filed and processed with the Secretary of State merging the below listed "Merging Entity/Entities" into:

ALTA COMMUNICATIONS, INC.

PENNSYLVANIA PROFIT CORPORATION

UBI: 604 672 948

Effective Date: 12/31/2020

Filing Date: 12/14/2020

Merging Entities:

603 217 950

KILLER INFOGRAPHICS, INC., WA PROFIT CORPORATION



Given under my hand and the Seal of the State of Washington at Olympia, the State Capital

Kim Wyman, Secretary of State

Date Issued: 12/14/2020

TRADEMARK

REEL: 007208 FRAME: 0818

FILED

Secretary of State

State of Washington

Date Filed: 12/14/2020

Effective Date: 12/31/2020

UBI No: 604 672 948

ARTICLES OF MERGER
of
ALTA COMMUNICATIONS, INC.
a Pennsylvania corporation
and
KILLER INFOGRAPHICS, INC.
a Washington corporation

Pursuant to the provisions of RCW 23B.11.010, the following Articles of Merger are executed for the purpose of merging Killer Infographics, Inc., a Washington corporation (the "Disappearing Corporation"), with and into Alta Communications, Inc., a Pennsylvania corporation (the "Surviving Corporation").

1. The Agreement and Plan of Merger providing for the merger of the Disappearing Corporation with and into the Surviving Corporation (the "Merger") is attached hereto as Exhibit A. The effective date of the Merger is December 31, 2020.

2. The Agreement and Plan of Merger was duly approved by the shareholders of the Surviving Corporation pursuant to the provisions of the 15 PA Cons Stat § 333(a) (2019) and was duly approved by the shareholders of the Disappearing Corporation pursuant to RCW 23B.11.030.

3. Pursuant to the provisions of RCW 23B.11.070(2), the Surviving Corporation hereby:

(a) appoints the Secretary of State of the State of Washington as its agent for service of process pursuant to RCW 23.95.450 in a proceeding to enforce any obligation or the rights of dissenting shareholders of the Disappearing Corporation, and

(b) agrees that it will promptly pay to the dissenting shareholders of the Disappearing LLC the amount, if any, to which they are entitled under RCW 23B.13.

Dated: December 1, 2020

ALTA COMMUNICATIONS, INC.,
A Pennsylvania corporation

By: 

Catherine Lindquist
Chief Financial Officer

Work Order #: 2020120200637267 - 1

Received Date: 12/02/2020

Amount Received: \$40.00

AGREEMENT AND PLAN OF MERGER

THIS AGREEMENT AND PLAN OF MERGER (the “**Agreement**”), made and entered into as of the December 1, 2020 (the “**Effective Date**”) by and Killer Infographics, Inc., a Washington corporation (“**Killer**”) and Alta Communications, Inc., a Pennsylvania corporation (“**Alta**”).

RECITALS

WHEREAS, Killer and Alta are affiliated entities; and

WHEREAS, the sole shareholder and sole director of Killer, and the sole shareholder and sole director of Alta, have determined that it is in the best interests of the respective entities for Killer to merge with and into Alta (the “**Merger**”), with Alta surviving following the Merger; and

WHEREAS, upon the effectiveness of the Merger, all of the outstanding shares of Killer shall be automatically cancelled without consideration;

WHEREAS, the Merger is intended to be effected under RCW 23B.11.010 and 15 PA Cons Stat § 331(a)(1) (2019);

NOW, THEREFORE, in consideration of the promises and of the mutual provisions, agreements and covenants herein contained, Strativity and Kelton agree as follows:

ARTICLE 1: THE MERGER

1.1 The Merger. At the Effective Time (as defined in Section 1.2 hereof) and subject to and upon the terms and conditions of this Agreement, the Washington Business Corporation Act, RCW 23B.01.010 et seq. (the “**Washington Act**”), and the Pennsylvania Entity Transactions Law, 15 PA Cons Stat §§ 311 et seq. (2019) (the “**Pennsylvania Act**”), Killer shall be merged with and into Alta, the separate legal existence of Killer shall cease, and Alta shall continue as the surviving entity (the “**Surviving Entity**”).

1.2 Effective Time: Closing. The parties shall close the transaction contemplated hereby, and the Merger shall be effective on, December 31, 2020 (the “**Effective Time**”). The parties hereto shall cause the Merger to be consummated by filing the Statement of Merger, in the form attached hereto as Exhibit A, with the Secretary of State of the Commonwealth of Pennsylvania and the Articles of Merger, in the form attached hereto as Exhibit B, with the Secretary of State of the State of Washington in accordance with the relevant provisions of the Pennsylvania Act and the Washington Act, in each case (i) sufficiently in advance of the Effective Time, and (ii) reflecting thereon that the effective date for the Merger shall be December 31, 2020.

1.3 Effect of the Merger. At the Effective Time, the effect of the Merger shall be as provided in the applicable provisions of the Pennsylvania Act and the Washington Act. Without limiting the generality of the foregoing, and subject thereto, all of the assets, property, rights, privileges, powers and franchises of Killer and Alta shall vest in Alta (as the Surviving Entity), and all of the debts, liabilities and duties of Killer and Alta shall become the debts, liabilities and duties of Alta (as the Surviving Entity).

1.4 Articles of Incorporation: Bylaws. At the Effective Time, the Articles of Incorporation and the Bylaws of Alta, as in effect immediately prior to the Effective Time, shall become the Articles of Incorporation and Bylaws of the Surviving Entity with no changes. For the avoidance of doubt, the name of the Surviving Entity shall continue to be Alta Communications, Inc.

"Killer"

KILLER INFOGRAPHICS, INC.

By: Catherine Lindquist
Catherine Lindquist, CFO

"Alta"

ALTA COMMUNICATIONS, INC.

By: Catherine Lindquist
Catherine Lindquist, CFO