

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM630459

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	01/01/2020

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
CE Resource, Inc.		12/26/2019	Corporation: CALIFORNIA

RECEIVING PARTY DATA

Name:	CE Resource, Inc.
Street Address:	1482 Stone Point Drive
City:	Roseville
State/Country:	CALIFORNIA
Postal Code:	95661
Entity Type:	Corporation: DELAWARE

PROPERTY NUMBERS Total: 9

Property Type	Number	Word Mark
Registration Number:	6068199	LEARN. CLICK. DONE.
Registration Number:	4601340	THE MOST, FOR THE LEAST, FROM THE BEST
Registration Number:	4425374	EDUCATION WITHIN REACH
Registration Number:	4532039	NETCE EDUCATION WITHIN REACH
Registration Number:	4066954	DESIGN A DEAL
Registration Number:	3923058	NETCE
Registration Number:	3518205	NETCE CONTINUING EDUCATION ONLINE
Registration Number:	3545151	CME RESOURCE CONTINUING MEDICAL EDUCATIO
Registration Number:	3633169	EB EVIDENCE BASED PRACTICE RECOMMENDATIO

CORRESPONDENCE DATA

Fax Number: 3128622200

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.

Phone: 3128623837

Email: raza.siddiqui@kirkland.com

Correspondent Name: Raza Siddiqui, Senior Paralegal

Address Line 1: 300 N LaSalle St

Address Line 2: Kirkland & Ellis LLP

Address Line 4: Chicago, ILLINOIS 60654

TRADEMARK

ATTORNEY DOCKET NUMBER:	45196-3
NAME OF SUBMITTER:	Raza Siddiqui
SIGNATURE:	/razasiddiqui/
DATE SIGNED:	03/08/2021

Total Attachments: 6

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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 MERGER, WHICH MERGES:

"CE RESOURCE, INC.", A CALIFORNIA CORPORATION, WITH AND INTO "CE RESOURCE, INC." UNDER THE NAME OF "CE RESOURCE, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE ON THE TWENTY-SIXTH DAY OF DECEMBER, A.D. 2019, AT 2:23 O`CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE FIRST DAY OF JANUARY, A.D. 2020 AT 12:01 O`CLOCK A.M.

7770545 8100M
SR# 20200006780

Authentication: 202102167
Date: 01-02-20

You may verify this certificate online at corp.delaware.gov/authver.shtml

TRADEMARK
REEL: 007214 FRAME: 0248

CERTIFICATE OF MERGER

OF

CE RESOURCE, INC.

A California Corporation

INTO

CE RESOURCE, INC.

A Delaware Corporation

The undersigned, the Chief Executive Officer of CE Resource, Inc., a Delaware corporation, hereby certifies, in connection with the merger of CE Resource, Inc., a California corporation, and CE Resource, Inc., a Delaware corporation, that:

1. The name and state of incorporation of each of the constituent corporations of the merger are as follows:

<u>NAME</u>	<u>STATE OF INCORPORATION</u>
CE Resource, Inc.	California
CE Resource, Inc.	Delaware

2. An Agreement and Plan of Merger between the parties to the merger has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations in accordance with the requirements of Title 8, Section 252 of the General Corporation Law of the State of Delaware and the California Corporations Code.

3. The name of the surviving corporation of the merger is CE Resource, Inc., a Delaware corporation.

4. The Agreement and Plan of Merger was approved by the requisite vote of the shareholders or stockholders of CE Resource, Inc., a California corporation. No shares of stock of the surviving corporation were issued prior to the board of directors of the surviving corporation's adoption of the resolution approving the Agreement and Plan of Merger.

5. The Certificate of Incorporation of the surviving corporation shall be the effective Certificate of Incorporation.

6. The merger is to become effective as of 12:01 a.m. Eastern Standard Time, January 1, 2020.

7. The executed Agreement and Plan of Merger is on file at an office of the surviving corporation, the address of which is CE Resource, Inc., 3345 N. Teton Pines Drive, Wilson, WY 83014.

8. A copy of the Agreement and Plan of Merger will be furnished by the surviving corporation, on request and without cost, to any shareholder or stockholder of any constituent corporation.

9. The authorized capital stock of CE Resource, Inc., a California corporation, is 100,000 shares of Common Stock, no par value, of which 52,000 are issued and outstanding.

[Signature Page Follows]

IN WITNESS WHEREOF, CE Resource, Inc., a Delaware corporation, has caused this Certificate to be signed by Dennis Meinyer, its authorized officer, this 26th day of December, 2019.

CE RESOURCE, INC.,
a Delaware Corporation

By: /s/ Dennis Meinyer
Name: Dennis Meinyer
Title: Chief Executive Officer

SIGNATURE PAGE TO CERTIFICATE OF MERGER

145754654.7

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CERTIFICATE OF INCORPORATION

OF

CE RESOURCE, INC.

ARTICLE I

The name of the corporation is CE Resource, Inc. (the “Corporation”).

ARTICLE II

The address of the Corporation’s registered office in the state of Delaware is 651 N Broad Street, Suite 206B, in the city of Middletown, county of New Castle, 19709. The name of its registered agent at such address is Unisearch, Inc.

ARTICLE III

The purpose of the Corporation is to engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of the State of Delaware.

ARTICLE IV

The aggregate number of shares which the Corporation shall have authority to issue is One Hundred Thousand (100,000) shares of capital stock all of which shall be designated “Common Stock” and have a par value of \$0.0001 per share.

ARTICLE V

The business and affairs of the Corporation shall be managed by or under the direction of the Board of Directors. Elections of directors need not be by written ballot unless otherwise provided in the Bylaws of the Corporation. In furtherance of and not in limitation of the powers conferred by the laws of the state of Delaware, the Board of Directors of the Corporation is expressly authorized to make, amend or repeal Bylaws of the Corporation without any action on the part of the stockholders.

ARTICLE VI

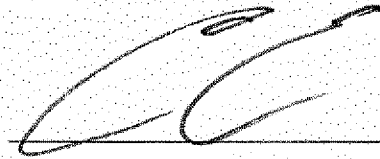
To the fullest extent permitted by the General Corporation Law of the State of Delaware, as the same exists or as may hereafter be amended, a director of the Corporation shall not be personally liable to the Corporation or its stockholders for monetary damages for breach of fiduciary duty as a director. Neither any amendment nor repeal of this Article VI, nor the adoption of any provision of the Corporation’s Certificate of Incorporation inconsistent with this Article VI, shall eliminate or reduce the effect of this Article VI in respect of any matter occurring, or any action or proceeding accruing or arising or that, but for this Article VI, would accrue or arise, prior to such amendment, repeal or adoption of an inconsistent provision.

ARTICLE VII

The name and mailing address of the incorporator are as follows:

Christian Carlson
1120 N.W. Couch Street, Tenth Floor
Portland, OR 97209

Executed on December 26, 2019.



Christian Carlson, Incorporator