

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM641674

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	01/01/2016
SEQUENCE:	1

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
MAGSTAR INC.		01/01/2016	Corporation: CANADA

RECEIVING PARTY DATA

Name:	Constellation Homebuilder Systems, Corp.
Street Address:	8133 Warden Avenue
Internal Address:	7th Floor
City:	Markham, Ontario
State/Country:	PENNSYLVANIA
Postal Code:	L6G1B3
Entity Type:	Corporation: CANADA

PROPERTY NUMBERS Total: 1

Property Type	Number	Word Mark
Registration Number:	4733872	MAGSTAR TOTAL RETAIL

CORRESPONDENCE DATA

Fax Number: 2156894934

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: 2159791191

Email: nkmclaughlin@duanemorris.com

Correspondent Name: Nicole K. McLaughlin; DUANE MORRIS LLP

Address Line 1: 30 South 17th Street

Address Line 4: Philadelphia, PENNSYLVANIA 19103-4196

ATTORNEY DOCKET NUMBER: G2706-00021

DOMESTIC REPRESENTATIVE

Name: Nicole K. McLaughlin; DUANE MORRIS LLP

Address Line 1: 30 South 17th Street

Address Line 4: Philadelphia, PENNSYLVANIA 19103-4196

NAME OF SUBMITTER: Nicole K. McLaughlin

CH \$40.00 4733872

SIGNATURE:	/Nicole K. McLaughlin/
DATE SIGNED:	04/23/2021
Total Attachments: 12 source=2016.01.01 Articles of Amalgamation - Magstar Campana Conasys#page1.tif source=2016.01.01 Articles of Amalgamation - Magstar Campana Conasys#page2.tif source=2016.01.01 Articles of Amalgamation - Magstar Campana Conasys#page3.tif source=2016.01.01 Articles of Amalgamation - Magstar Campana Conasys#page4.tif source=2016.01.01 Articles of Amalgamation - Magstar Campana Conasys#page5.tif source=2016.01.01 Articles of Amalgamation - Magstar Campana Conasys#page6.tif source=2016.01.01 Articles of Amalgamation - Magstar Campana Conasys#page7.tif source=2016.01.01 Articles of Amalgamation - Magstar Campana Conasys#page8.tif source=2016.01.01 Articles of Amalgamation - Magstar Campana Conasys#page9.tif source=2016.01.01 Articles of Amalgamation - Magstar Campana Conasys#page10.tif source=2016.01.01 Articles of Amalgamation - Magstar Campana Conasys#page11.tif source=change from Magstar to Constellation#page1.tif	



Ministry of Government Services / Ministère des Services gouvernementaux

CERTIFICATE This is to certify that these articles are effective on
CERTIFICAT Ceci certifie que les présents statuts entrent en vigueur le

JANUARY 01 JANVIER, 2016

[Signature]
Director / Directeur

17

Business Corporations Act / Loi sur les sociétés par actions

1947313

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	C	O	R	P	.																				

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 1 10

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

First name, middle names and surname Prénom, autres prénoms et nom de famille	Address for service, giving Street & No. or R.R. No., Municipality, Province, Country and Postal Code Domicile élu, y compris la rue et le numéro ou le numéro de la R.R., le nom de la municipalité, la province, le pays et le code postal	Resident Canadian State 'Yes' or 'No' Résident canadien Oui/Non
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Jamal Baksh

75 Frontenac Drive West Wing
Markham, Ontario, Canada L3R 6H2

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 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
Constellation Homebuilder Systems Corp.	1880267	2015	12	07
Magstar Inc.	1875526	2015	12	07
Campana Systems Inc.	1928780	2015	12	07
Conasys Consumer Assurance Systems Inc.	1766688	2015	12	07

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.

No restrictions.

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 :

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/are 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



Dexter Salna

President

Signature / Signature

Print name of signatory /
Nom du signataire en lettres moulées

Description of Office / Fonction

Magastar Inc.

Names of Corporations / Dénomination sociale des sociétés

By / Par



Dexter Salna

President

Signature / Signature

Print name of signatory /
Nom du signataire en lettres moulées

Description of Office / Fonction

Campanas Systems Inc.

Names of Corporations / Dénomination sociale des sociétés

By / Par



Dexter Salna

Chief Executive Officer

Signature / Signature

Print name of signatory /
Nom du signataire en lettres moulées

Description of Office / Fonction

Conasys Consumer Assurance Systems Inc.

Names of Corporations / Dénomination sociale des sociétés

By / Par



Dexter Salna

President

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. ("Homebuilder")
MAGSTAR INC. ("Magstar")
CAMPANA SYSTEMS INC. ("Campana")
CONASYS CONSUMER ASSURANCE SYSTEMS INC. ("Conasys")**

Statement

I, Dexter Salna, of the City of Toronto, in the Province of Ontario, the President of Homebuilder, the President of Magstar, the Chief Executive Officer of Campana and the President of Conasys, refers to the proposed amalgamation of Homebuilder with Magstar, Campana and Conasys and hereby states that:

1. There are reasonable grounds for believing that:
 - (a) each of Homebuilder, Magstar, Campana and Conasys is able to pay its liabilities as they become due;
 - (b) the corporation continuing from the amalgamation of Homebuilder, Magstar, Campana and Conasys (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 Homebuilder, Magstar, Campana and Conasys will be prejudiced by the said amalgamation.
2. No creditor has notified Homebuilder that such creditor objects to the proposed amalgamation.

DATED December 7, 2015.



Dexter Salna

Schedule "B"

CONSTELLATION HOMEBUILDER SYSTEMS CORP.

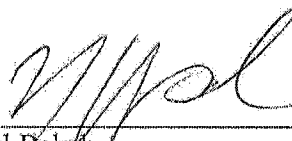
The undersigned, being the sole director of CONSTELLATION HOMEBUILDER SYSTEMS CORP. (the "Corporation"), hereby signs the following resolution:

AMALGAMATION WITH MAGSTAR INC., CAMPANA SYSTEMS INC. AND CONASYS CONSUMER ASSURANCE SYSTEMS INC.

RESOLVED that:

1. The amalgamation of the Corporation with Magstar Inc. ("Magstar"), Campana Systems Inc. ("Campana") and Conasys Consumer Assurance Systems Inc. ("Conasys") pursuant to the provisions of subsection 177(1) of the *Business Corporations Act* (Ontario) is approved and authorized.
2. Upon the amalgamation becoming effective, all the shares of Magstar, Campana and Conasys shall be cancelled without any repayment of capital in respect thereof.
3. The articles of amalgamation of the corporation continuing from the amalgamation (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, such by-laws after the amalgamation becoming effective to be supplemented, amended or repealed in accordance with the provisions of the *Business Corporations Act* (Ontario) relating to the making, amending and repealing of by-laws.
6. Any officer of the Corporation is authorized and directed to do all such acts and things and to execute or cause to be executed (whether under the corporate seal of the Corporation or otherwise) all such instruments, agreements and other documents as in such officer's opinion may be necessary or desirable to complete the amalgamation hereby approved and authorized.

DATED December 7, 2015.



Jamal Baksh

Schedule "B"

MAGSTAR INC.

The undersigned, being the sole director of MAGSTAR INC. (the "Corporation"), hereby signs the following resolution:

AMALGAMATION WITH CONSTELLATION HOMEBUILDER SYSTEMS CORP.,
CAMPANA SYSTEMS INC. AND CONASYS CONSUMER ASSURANCE SYSTEMS INC.

RESOLVED that:

1. The amalgamation of the Corporation with Constellation Homebuilder Systems Corp. ("**Homebuilder**"), Campana Systems Inc. ("**Campana**") and Conasys Consumer Assurance Systems Inc. ("**Conasys**") pursuant to the provisions of subsection 177(1) of the *Business Corporations Act* (Ontario) 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 corporation continuing from the amalgamation (the "**Amalgamated Corporation**") shall be the same as the articles of Homebuilder.
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 Homebuilder, such by-laws after the amalgamation becoming effective to be supplemented, amended or repealed in accordance with the provisions of the *Business Corporations Act* (Ontario) relating to the making, amending and repealing of by-laws.
6. Any officer of the Corporation is authorized and directed to do all such acts and things and to execute or cause to be executed (whether under the corporate seal of the Corporation or otherwise) all such instruments, agreements and other documents as in such officer's opinion may be necessary or desirable to complete the amalgamation hereby approved and authorized.

DATED December 7, 2015.



Jamal Bakshi

Schedule "B"

CAMPANA SYSTEMS INC.


The undersigned, being all the directors of CAMPANA SYSTEMS INC. (the "Corporation"), hereby sign the following resolution:

AMALGAMATION WITH CONSTELLATION HOMEBUILDER SYSTEMS CORP.,
MAGSTAR INC. AND CONASYS CONSUMER ASSURANCE SYSTEMS INC.

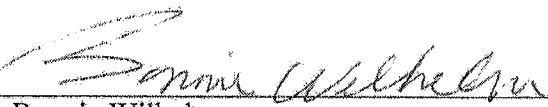
RESOLVED that:

1. The amalgamation of the Corporation with Constellation Homebuilder Systems Corp. ("Homebuilder"), Magstar Inc. ("Magstar") and Conasys Consumer Assurance Systems Inc. ("Conasys") pursuant to the provisions of subsection 177(1) of the *Business Corporations Act* (Ontario) 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 corporation continuing from the amalgamation (the "Amalgamated Corporation") shall be the same as the articles of Homebuilder.
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 Homebuilder, such by-laws after the amalgamation becoming effective to be supplemented, amended or repealed in accordance with the provisions of the *Business Corporations Act* (Ontario) relating to the making, amending and repealing of by-laws.
6. Any officer of the Corporation is authorized and directed to do all such acts and things and to execute or cause to be executed (whether under the corporate seal of the Corporation or otherwise) all such instruments, agreements and other documents as in such officer's opinion may be necessary or desirable to complete the amalgamation hereby approved and authorized.

DATED December 7, 2015.



Dexter Salna



Bonnie Wilhelm

Schedule "B"

CONASYS CONSUMER ASSURANCE SYSTEMS INC.

The undersigned, being all the directors of CONASYS CONSUMER ASSURANCE SYSTEMS INC. (the "Corporation"), hereby sign the following resolution:

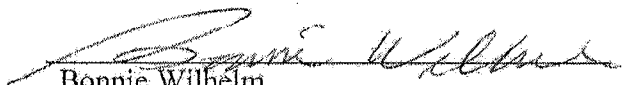
AMALGAMATION WITH CONSTELLATION HOMEBUILDER SYSTEMS CORP.,
MAGSTAR INC. AND CAMPANA SYSTEMS INC.

RESOLVED that:

1. The amalgamation of the Corporation with Constellation Homebuilder Systems Corp. ("Homebuilder"), Magstar Inc. ("Magstar") and Campana Systems Inc. ("Campana") pursuant to the provisions of subsection 177(1) of the *Business Corporations Act* (Ontario) 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 corporation continuing from the amalgamation (the "Amalgamated Corporation") shall be the same as the articles of Homebuilder.
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 Homebuilder, such by-laws after the amalgamation becoming effective to be supplemented, amended or repealed in accordance with the provisions of the *Business Corporations Act* (Ontario) relating to the making, amending and repealing of by-laws.
6. Any officer of the Corporation is authorized and directed to do all such acts and things and to execute or cause to be executed (whether under the corporate seal of the Corporation or otherwise) all such instruments, agreements and other documents as in such officer's opinion may be necessary or desirable to complete the amalgamation hereby approved and authorized.

DATED December 7, 2015.


Dexter Salna


Bonnie Wilhelm

Print clearly in CAPITAL LETTERS /
Écrivez clairement en LETTRES MAJUSCULES

Page 1 of / de 1

1. Registration Type / Type d'enregistrement
If B, C, or D enter Business Identification Number. / En cas de B, C ou D, inscrivez le n° d'identification de l'entreprise

A New / Nouvel
B Renewal / Renouvellement
C Amendment / Modification
D Cancellation / Révocation

BIN Business Identification No. / NIE le n° d'identification de l'entreprise **270111768**

2. Business or Identification Name / Nom commercial ou d'identification
M A G S T A R

3. Mailing Address of Registrant / L'Adresse postale de Registrant

Street No. / N° de rue 8133	Street Name / Nom de la rue WARDEN AVENUE	Suite No. / Bureau n° 7TH FLOOR
City / Town / Ville MARKHAM	Province / Province ONTARIO	Postal Code / Code postal L6G 1B3
Country / Pays CANADA		

4. Address of principal place of business in Ontario / Adresse de l'établissement principal en Ontario
(P.O. Box not acceptable / Case postale non acceptée)

Same as above / comme ci-dessus

Street No. / N° de rue 8133	Street Name / Nom de la rue WARDEN AVENUE	Suite No. / Bureau n° 7TH FLOOR
City / Town / Ville MARKHAM	Province / Province ONTARIO	Postal Code / Code postal L6G 1B3
Country / Pays CANADA		

5. Give a brief description of the ACTIVITY being carried out under the business/identification name. / Résumez brièvement le genre d'ACTIVITÉ exercée sous le nom commercial ou d'identification.

ENTERPRISE RESOURCE PLANNING SOFTWARE

6. Corporation Name / Personne morale
CONSTELLATION HOMEBUILDER SYSTEMS CORP

7. Ontario Corporation Number / Numéro matricule de la personne morale en Ontario
5010210

8. Jurisdiction in which the corporation was incorporated / Le territoire de compétence où la personne morale a été constituée
ONTARIO

9. Address of Head or Registered Office of the corporation. (P.O. Box not acceptable) / Adresse du siège social ou du bureau enregistré de la personne morale (Case postale non acceptée)

Street No. / N° de rue 8133	Street Name / Nom de la rue WARDEN AVENUE	Suite No. / Bureau n° 7TH FLOOR
City / Town / Ville MARKHAM	Province / Province ONTARIO	Postal Code / Code postal L6G 1B3
Country / Pays CANADA		

10. Print name of person authorizing this registration (either an officer, or a director, or a person acting under a power of attorney). / Indiquez en lettres majuscules le nom de la personne autorisant l'enregistrement (dirigeant, administrateur, ou personne habilitée en vertu d'une procuration).

Last Name / Nom de famille WILHELM	First Name / Prénom BONNIE	Middle Initial / initiale 2° prénom
--	--------------------------------------	-------------------------------------

If person authorizing the registration is not an individual (eg. corporation, trust, syndicate), print name below and do not complete last, first and middle names above. / Si la personne qui autorise l'enregistrement n'est pas un individu (c'est-à-dire une personne morale, un trust ou syndicat) ne pas remplir le nom de famille, prénom et 2° prénom.

Additional Information / Renseignements supplémentaires

MINISTRY USE ONLY / RÉSERVÉ AU MINISTÈRE

BIN/EIN: 270111768
NAME: MAGSTAR
REG/ENR: 2020-02-26

It is the responsibility of the applicant(s) to ensure the accuracy of the information submitted. It is an offence under section 10 of the *Business Names Act* to submit false or misleading information. / Il incombe aux demandeurs de veiller à l'exactitude des renseignements présentés: Le demandeur qui fait une déclaration fautive ou trompeuse commet une infraction en vertu de l'article 10 de la *Loi sur les noms commerciaux*.