

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM638826

SUBMISSION TYPE:	RESUBMISSION
NATURE OF CONVEYANCE:	ENTITY CONVERSION
RESUBMIT DOCUMENT ID:	900602682

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Caris Science, Inc.		05/31/2017	Corporation: DELAWARE

RECEIVING PARTY DATA

Name:	Caris Science, Inc.
Street Address:	750 West John Carpenter Freeway, Ste. 800
City:	Irving
State/Country:	TEXAS
Postal Code:	75039
Entity Type:	Corporation: TEXAS

PROPERTY NUMBERS Total: 10

Property Type	Number	Word Mark
Registration Number:	5893325	ADAPTAMERS
Registration Number:	3967291	CARIS LIFE SCIENCES
Registration Number:	3951903	CARIS LIFE SCIENCES
Registration Number:	3948808	CARIS LIFE SCIENCES
Registration Number:	3945790	
Registration Number:	5133060	CARIS
Registration Number:	5940472	ADAPTAMERS
Registration Number:	5561456	ADAPT BIOTARGETING
Registration Number:	5551166	ADAPT
Serial Number:	88763981	CARIS THERAPEUTICS

CORRESPONDENCE DATA

Fax Number: 3365744522

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: 3469987815

Email: danny.vara@wbd-us.com

Correspondent Name: Jack B. Hicks

Address Line 1: 300 N. GREENE STREET, SUITE 1900

Address Line 4: GREENSBORO, NORTH CAROLINA 27401

TRADEMARK

ATTORNEY DOCKET NUMBER:	68641.0003.0
NAME OF SUBMITTER:	Anne C. Fleeson
SIGNATURE:	/Anne C. Fleeson/
DATE SIGNED:	04/13/2021

Total Attachments: 9

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FILED
In the Office of the
Secretary of State of Texas

JUL 21 2017

Corporations Section

**THE STATE OF TEXAS
CERTIFICATE OF CONVERSION
OF A DELAWARE CORPORATION
TO A TEXAS CORPORATION**

Converting Entity Information

The name of the converting entity is Caris Science, Inc., a Delaware corporation (the "Converting Entity").

The jurisdiction of formation of the corporation is Delaware.

The date of formation of the corporation is October 19, 2011.

Plan of Conversion

The Converting Entity is converting to a Texas for-profit corporation. The name of the Texas for-profit corporation is Caris Science, Inc. (the "Converted Entity").

The Converted Entity will be formed under the laws of Texas.

The plan of conversion is attached as Exhibit A.

Certificate of Formation for the Converted Entity

The Converted Entity is a Texas for-profit corporation. The certificate of formation of the Converted Entity is attached to this certificate as Exhibit A to the plan of conversion attached hereto as Exhibit A.

Approval of the Plan of Conversion

The plan of conversion has been approved as required by the laws of the jurisdiction of formation and the governing documents of the converting entity.

This document becomes effective upon filing.

Effectiveness of Filing

This document becomes effective upon filing.

Withdrawal of Converting Entity's Foreign Registration

The Texas Secretary of State file number for the foreign registration of the Converting Entity is 0801513880. The foreign registration of the Converting Entity is automatically withdrawn upon filing of this certificate of conversion. The Converted Entity will be liable for payment of the Converting Entity's Franchise Taxes.

RECEIVED

JUL 21 2017

Secretary of State

Execution

The undersigned signs this document subject to the penalties imposed by law for the submission of a materially false or fraudulent instrument.

Date: May 31, 2017

CARIS SCIENCE, INC.

By: David D. Halbert
Name: David D. Halbert
Title: Chief Executive Officer

SIGNATURE PAGE TO
TEXAS CERTIFICATE OF CONVERSION OF
CARIS SCIENCE, INC.

TRADEMARK
REEL: 007297 FRAME: 0932

Exhibit A to Certificate of Conversion

Plan of Conversion

PLAN OF CONVERSION

of

CARIS SCIENCE, INC.
(a Delaware corporation)

into

CARIS SCIENCE, INC.
(a Texas corporation)

THIS PLAN OF CONVERSION is entered into May 31, 2017, by Caris Science, Inc., a Delaware corporation, which under the laws of the State of Texas hereby adopts the following Plan of Conversion:

1. The name of the converting corporation is Caris Science, Inc., a Delaware corporation, (the "Converting Entity").
2. The name of the converted entity is Caris Science, Inc., a Texas corporation (the "Converted Entity").
3. The Converting Entity is continuing its existence in the organizational form of a corporation.
4. The Converted Entity is to be a corporation formed under the laws of the State of Texas.
5. Shares in the Converting Entity will be converted to shares in the Converted Entity on a straight one-for-one exchange.
6. The Certificate of Formation of the Converted Entity is attached hereto as Exhibit A.
7. The conversion will become effective after the issuance of a Certificate of Conversion by the Texas Secretary of State.
8. This Plan of Conversion has been duly approved by the Board of Directors of the Converting Entity.

IN WITNESS WHEREOF, this Plan of Conversion has been signed as of the date first written above.



David D. Halbert
David D. Halbert
Chief Executive Officer

**STATE OF DELAWARE
CERTIFICATE OF CONVERSION
FROM A DELAWARE CORPORATION
TO A NON-DELAWARE ENTITY
PURSUANT SECTION 266 OF THE
GENERAL CORPORATION LAW**

1. The name of the Corporation is Caris Science, Inc.
2. The date of filing of its original certificate of incorporation with the Secretary of State is October 19, 2011.
3. The jurisdiction to which the corporation shall convert to is Texas and the name under which the entity shall be known as is Caris Science, Inc.
4. The conversion has been approved in accordance with Section 266 of the General Corporation Law of Delaware.
5. The corporation may be served with process in the State of Delaware in any action, suit or proceeding for enforcement of any obligation of the corporation arising while it was a corporation of the State of Delaware, and that it irrevocably appoints the Secretary of State as its agent to accept service of process in any such action, suit or proceeding.
6. The address to which a copy of the process shall be mailed to by the Secretary of State is:

6655 N. MacArthur Blvd.
Irving, Texas 75039
7. This document becomes effective upon filing.

IN WITNESS WHEREOF, the undersigned have executed this Certificate of Conversion on this 31~~st~~ day of May, 2017.

By: David D. Halbert
Name: David D. Halbert
Title: Chief Executive Officer

Exhibit A to Plan of Conversion

Certificate of Formation

JUL 21 2017

Corporations Section

**CERTIFICATE OF FORMATION
OF
CARIS SCIENCE, INC.**

This Certificate of Formation is adopted under the Texas Business Organizations Code, for a for-profit Texas corporation.

ARTICLE ONE

The name of the corporation is Caris Science, Inc.

ARTICLE TWO

The period of its duration is perpetual.

ARTICLE THREE

The Corporation is formed under a plan of conversion. The Corporation was formed previously in the State of Delaware on October 19, 2011, as Caris Science, Inc., a for-profit corporation. The address of its former registered office in the State of Delaware was Corporation Trust Center, 1209 Orange Street, Wilmington, New Castle County, Delaware 19801.

ARTICLE FOUR

The purpose or purposes for which the corporation is organized are:

To transact any and all lawful business for which corporations may be incorporated under the Texas Business Organizations Code; and

In general, to have and exercise all of the powers conferred by the laws of Texas upon corporations formed under the Texas Business Organizations Code, and to do any and all things hereinafter set forth to the same extent as natural persons might or could do.

ARTICLE FIVE

The aggregate number of shares which the corporation shall have authority to issue is One Thousand (1,000) shares, and the par value of each of such shares shall be One Cent (\$.01). All such shares shall be of one class and shall be designated as Common Stock.

ARTICLE SIX

The address of its initial registered office is 1999 Bryan Street, Suite 900, Dallas, Texas 75201 and the name of its initial registered agent at such address is C T Corporation System.

ARTICLE SEVEN

The number of directors constituting the Board of Directors is two (2) and the name and address of the persons who are to serve as the directors of the corporation until the first annual meeting of the shareholders or until their successors are elected and qualified are:

<u>Name</u>	<u>Address</u>
David D. Halbert	6655 North MacArthur Blvd. Irving, TX 75039
Stephanie S. Thomas	6655 North MacArthur Blvd. Irving, TX 75039

ARTICLE EIGHT

Unless a Bylaw adopted by the shareholders provides otherwise as to all or some portion of the corporation's Bylaws, the corporation's shareholders may amend, repeal or adopt the corporation's Bylaws even though the Bylaws may also be amended, repealed or adopted by its Board of Directors.

ARTICLE NINE

Any action required by the Texas Business Organizations Code to be taken at any annual or special meeting of shareholders, or any action which may be taken at any annual or special meeting of shareholders, may be taken without a meeting, without prior notice, and without a vote, if a consent or consents in writing, setting forth the action so taken, shall have been signed by the holder or holders of shares having not less than the minimum number of votes that would be necessary to take such action at a meeting at which the holders of all shares entitled to vote on the action were present and voted.

ARTICLE TEN

No director of the corporation shall be liable to the corporation or its shareholders for monetary damages for an act or omission in the director's capacity as a director, except for liability (i) for any breach of the director's duty of loyalty to the corporation or its shareholders, (ii) for acts or omissions not in good faith that constitute a breach of duty of the director to the corporation or an act or omission that involves intentional misconduct or a knowing violation of law, (iii) for any transaction from which the director received an improper benefit, regardless of whether the benefit resulted from an action taken within the scope of the director's office, and (iv) for acts or omissions for which the liability of a director is expressly provided by statute. Any repeal or amendment of this Article by the shareholders of the corporation shall be prospective only, and shall not adversely affect any limitation on the personal liability of a director of the corporation existing at the time of such repeal or amendment. In addition to the circumstances in which a director of the corporation is not personally liable as set forth in the preceding sentences, a director shall not be liable to the fullest extent permitted by any amendment to the Texas statutes hereafter enacted that further limits the liability of a director.

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