

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM674132

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|---|------------------------------------|-----------------------|-------------------------|
| SUBMISSION TYPE: | NEW ASSIGNMENT | | |
| NATURE OF CONVEYANCE: | MERGER | | |
| EFFECTIVE DATE: | 01/01/2019 | | |
| CONVEYING PARTY DATA | | | |
| Name | Formerly | Execution Date | Entity Type |
| JFK HEALTH SYSTEM, INC. | | 12/11/2018 | Corporation: NEW JERSEY |
| RECEIVING PARTY DATA | | | |
| Name: | Hackensack Meridian Health, Inc. | | |
| Street Address: | 343 Thornall Street | | |
| City: | Edison | | |
| State/Country: | NEW JERSEY | | |
| Postal Code: | 08837 | | |
| Entity Type: | Non-Profit Corporation: NEW JERSEY | | |
| PROPERTY NUMBERS Total: 1 | | | |
| Property Type | Number | Word Mark | |
| Registration Number: | 2493383 | WHISPERING KNOLL | |
| CORRESPONDENCE DATA | | | |
| Fax Number: | 9736247070 | | |
| <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: | 973-639-6977 | | |
| Email: | kgarrone@mccarter.com | | |
| Correspondent Name: | Kelly J. Garrone | | |
| Address Line 1: | McCarter & English, LLP | | |
| Address Line 2: | 100 Mulberry Street | | |
| Address Line 4: | Newark, NEW JERSEY 07102 | | |
| ATTORNEY DOCKET NUMBER: | 129642-00021 | | |
| NAME OF SUBMITTER: | Kelly J. Garrone | | |
| SIGNATURE: | /Kelly J. Garrone/ | | |
| DATE SIGNED: | 09/13/2021 | | |
| Total Attachments: 7 | | | |
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MRS

**CERTIFICATE OF MERGER
OF
JFK HEALTH SYSTEM, INC.
WITH AND INTO
HACKENSACK MERIDIAN HEALTH, INC.**

**FILED
DEC 13 2018
STATE TREASURER**

To: Division of Revenue
State of New Jersey, Department of Treasury

0100694554

JFK HEALTH SYSTEM, INC., a New Jersey nonprofit corporation (the "Merging Entity"), and HACKENSACK MERIDIAN HEALTH, INC., a New Jersey nonprofit corporation (the "Surviving Corporation" and together with the Merging Entity, the "Constituent Entities"), desiring to merge (the "Merger") pursuant to the provisions of Section 15A:10-1 *et seq.* of the New Jersey Nonprofit Corporation Act (the "Act"), do hereby certify that:

FIRST: The names and jurisdictions of the Constituent Entities are JFK Health System, Inc. (Corporation #0100175771), a New Jersey nonprofit corporation, and Hackensack Meridian Health, Inc. (Corporation #0100694554), a New Jersey nonprofit corporation. The sole member of the Merging Entity is the Surviving Corporation (the "Sole Member") and the Sole Member is entitled to vote. The Surviving Corporation does not have members entitled to vote.

SECOND: The Plan of Merger attached hereto as Exhibit A (the "Plan"), entered into by and between the Constituent Entities, has been: (a) approved by the board of trustees of the Merging Entity on July 17, 2018, and approved by the Sole Member on July 18, 2018, in accordance with the requirements of Section 15A:10-4 of the Act; and (b) approved by the board of trustees of the Surviving Corporation on July 18, 2018, in accordance with the requirements of Section 15A:10-3 of the Act.

THIRD: The name of the Surviving Corporation shall be "Hackensack Meridian

Health, Inc.”

FOURTH: The Merging Entity has fifteen (15) trustees entitled to vote and with twelve (12) trustees present at its meeting on July 17, 2018, twelve (12) trustees approved the Plan and 0 trustees voted against the Plan, and the Sole Member approved the Plan on July 18, 2018, by action of its board of trustees, pursuant to Section 15A:10-4 of the Act. The Surviving Corporation has twenty three (23) trustees entitled to vote and with seventeen (17) trustees present at its meeting on July 18, 2018, seventeen (17) trustees approved the Plan and 0 trustees voted against the Plan pursuant to Section 15A:10-3 of the Act.

FIFTH: The effective date of the Merger shall be January 1, 2019.

SIXTH: The Surviving Corporation hereby agrees that it may be served with process in the State of New Jersey in any action, suit or proceeding for the enforcement of any obligation of the Merging Entity or any obligation of the Surviving Corporation for which it was previously amenable to suit in State of New Jersey.

[SIGNATURE PAGE FOLLOWS]

IN WITNESS WHEREOF, the undersigned have signed this Certificate of Merger on this 11th day of December 2018.

JFK HEALTH SYSTEM, INC.

By: Raymond Fredericks
Raymond Fredericks
President

HACKENSACK MERIDIAN HEALTH, INC.

By: Robert C. Garrett
Robert C. Garrett
Co-President and Co-CEO

By: John K. Lloyd
John K. Lloyd
Co-President and Co-CEO

EXHIBIT A**PLAN OF MERGER**

This Plan of Merger ("Plan") is made by and between **Hackensack Meridian Health, Inc.**, a New Jersey nonprofit corporation having offices at 343 Thornall Street, Edison, New Jersey 08837 (hereinafter "HMH") and **JFK Health System, Inc.**, a New Jersey nonprofit corporation having offices at 80 James Street, Edison, New Jersey 08820 (hereinafter "JFK" or the "Merging Entity") as of the Effective Date (defined below).

WITNESSETH:

IN CONSIDERATION of the mutual covenants and promises contained herein, and intending to be legally bound hereby, the parties agree as follows:

1. **Plan of Merger.**

1.1 **Merger.** Subject to the terms and conditions of this Plan and the Definitive Agreement by and between JFK and HMH, dated May 2, 2017, as amended (the "Definitive Agreement"), JFK shall merge with and into HMH (the "Merger") in accordance with the provisions of the New Jersey Nonprofit Corporation Act, as amended, as of the Effective Date (defined below). HMH shall be the surviving corporation ("Surviving Corporation") and shall continue to be incorporated as a nonprofit corporation under and be governed by the laws of the State of New Jersey.

1.2 **Effective Date.** The Merger shall become effective upon filing of the Certificate of Merger with the New Jersey Division of Revenue or such other subsequent date and time as shall be specified in the Certificate of Merger ("Effective Date").

2. **Governance Matters.**

2.1 **Surviving Corporation's Certificate of Incorporation.** HMH's Certificate of

Incorporation in effect immediately prior to the Effective Date shall be the Certificate of Incorporation of the Surviving Corporation until amended in accordance with applicable law.

- 2.2 Surviving Corporation's Bylaws. HMH's Bylaws in effect immediately prior to the Effective Date shall be the Bylaws of the Surviving Corporation until amended in accordance with its terms.
- 2.3 Surviving Corporation Officers and Trustees. The officers and trustees of HMH serving immediately prior to the Effective Date shall be the officers and trustees of the Surviving Corporation, each of whom shall serve in accordance with the Bylaws of the Surviving Corporation.

3. Effect of Merger.

- 3.1 Effect of Merger. As a result of the Merger, on and after the Effective Date: (i) the separate existence of JFK shall cease and HMH shall be the Surviving Corporation; and, in addition to its other subsidiaries, the Surviving Corporation shall become and be the sole member of The Community Hospital Group, Inc. t/a JFK Medical Center, John F. Kennedy Medical Center Foundation, Inc., Robert Wood Johnson Jr. Lifestyle Institute, Inc., Hartwyck at Oak Tree, Inc., Hartwyck at JFK, Inc., Muhlenberg Regional Medical Center, Inc., and JFK Population Health Company, LLC.
- 3.2 Execution and Delivery. The Merging Entity shall at any time, or from time to time, as and when requested by HMH, execute and deliver, or cause to be executed and delivered in its name by its last acting officers, or by the corresponding officers of HMH, all such conveyances, assignments, transfers, deeds or other instruments, and shall take or cause to be taken such further action as HMH may

deem necessary or desirable in order to evidence the transfer, vesting, perfection in or confirmation of title and possession of all of JFK's rights, property and assets in HMH and otherwise to carry out the intent and purpose of this Plan.

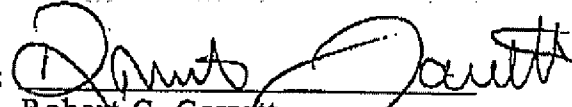
4. Miscellaneous.

- 4.1 Binding Effect. This Plan and all of its terms and conditions shall extend to and be binding upon the parties hereto and their respective successors and assigns.
- 4.2 Governing Law. This Plan shall be governed and controlled by the laws of the State of New Jersey.
- 4.3 Amendment. No term or provision of this Plan may be modified or amended, except by a written instrument executed by the parties hereto.
- 4.4 Headings. Section headings in this Plan are included for the convenience or reference only and shall not constitute part of this Plan for any other purpose.
- 4.5 Severability. If any provision, clause or part of this Plan, or the application thereof under certain circumstances is held invalid, then the remainder of this Plan or the application of such provision, clause or part under other circumstances shall not be affected thereby.
- 4.6 Survival. The representations, warranties, covenants and promises of each party hereto shall be deemed to be material and to have been relied upon by the other party notwithstanding any investigation made or notice received by the other party.


[SIGNATURE PAGE FOLLOWS]

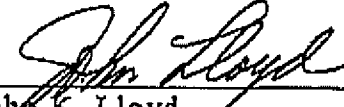
IN WITNESS WHEREOF, the parties have duly executed this Plan of Merger on the
17th day of December 2018.

HACKENSACK MERIDIAN HEALTH, INC.

By: 
Robert C. Garrett
Co-President and Co-CEO

JFK HEALTH SYSTEM, INC.

By: 
Raymond Fredericks
President

By: 
John K. Lloyd
Co-President and Co-CEO