

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM679496

SUBMISSION TYPE:	RESUBMISSION
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	09/01/2021
RESUBMIT DOCUMENT ID:	900643798
SEQUENCE:	1

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Cognigen Corporation		09/01/2021	Corporation: DELAWARE

RECEIVING PARTY DATA

Name:	Simulations Plus, Inc.
Street Address:	42505 10th Street West
City:	Lancaster
State/Country:	CALIFORNIA
Postal Code:	93534
Entity Type:	Corporation: CALIFORNIA

PROPERTY NUMBERS Total: 2

Property Type	Number	Word Mark
Registration Number:	2514960	
Registration Number:	2550495	COGNIGEN

CORRESPONDENCE DATA

Fax Number:

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.

Email: bnelson@dilisym.com
Correspondent Name: Bud Nelson
Address Line 1: 6 Davis Drive
Address Line 2: PO Box 12317
Address Line 4: Durham, NORTH CAROLINA 27709

NAME OF SUBMITTER:	Bud Nelson
SIGNATURE:	/bnelson/
DATE SIGNED:	10/07/2021

Total Attachments: 4

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Delaware

The First State

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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 OWNERSHIP, WHICH MERGES:

"COGNIGEN CORPORATION", A DELAWARE CORPORATION, WITH AND INTO "SIMULATIONS PLUS, INC." UNDER THE NAME OF "SIMULATIONS PLUS, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF CALIFORNIA, AS RECEIVED AND FILED IN THIS OFFICE ON THE TWENTY-FIFTH DAY OF AUGUST, A.D. 2021, AT 2:32 O`CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF OWNERSHIP IS THE FIRST DAY OF SEPTEMBER, A.D. 2021.




Jeffrey W. Bullock, Secretary of State

6194116 8100M
SR# 20213078010

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

Authentication: 204032082
Date: 08-28-21

TRADEMARK
REEL: 007444 FRAME: 0191

STATE OF DELAWARE
CERTIFICATE OF OWNERSHIP AND MERGER

SUBSIDIARY INTO PARENT
Section 253

CERTIFICATE OF OWNERSHIP AND MERGER
MERGING
COGNIGEN CORPORATION
INTO
SIMULATIONS PLUS, INC.

(Pursuant to Section 253 of the General Corporation Law of Delaware)

Simulations Plus, Inc. (the "Corporation"), a corporation incorporated on the 17th day of July, 1996, pursuant to the provisions of the California Corporations Code of the State of California;

DOES HEREBY CERTIFY that the Corporation owns 100% of the capital stock of Cognigen Corporation., a corporation incorporated on the 26th day of June, 2014 A.D., pursuant to the provisions of the General Corporation Law of the State of Delaware, and that the Corporation, by resolution of its Board of Directors duly adopted via unanimous written consent on 24th day of August, 2021 A.D., determined to merge Cognigen Corporation with and into itself through a short form merger (**effective as of September 1, 2021**), with the Corporation remaining as the surviving corporation, which resolution is in the following words to wit:

WHEREAS, the Corporation lawfully owns 100% of the outstanding capital stock of DILIsym Services, Inc., a corporation organized and existing under the laws of the state of Delaware.

WHEREAS, the Corporation lawfully owns 100% of the outstanding capital stock of Cognigen Corporation, a corporation organized and existing under the laws of the state of Delaware.

WHEREAS, on November 20, 2020, the Board previously approved the merger of both DILIsym Services, Inc. and Cognigen Corporation with and into Simulations Plus, Inc. (together, the "Mergers").

WHEREAS, the Corporation now desires to effect the Mergers as of September 1, 2021, and desires to adopt the following resolutions in order to ensure that all statutory approvals required by the states of California and Delaware are memorialized in writing.

NOW, THEREFORE, BE IT RESOLVED, that the Board deems it advisable and in the best interests of the Corporation to approve the merger of its wholly-owned subsidiary Cognigen

Corporation, a Delaware corporation qualified to do business in the State of California, up and into the Corporation through a short form merger, with the Corporation being the surviving entity after the merger, pursuant to California Corporations Code section 1110 and the Delaware General Corporation Code section 253.

RESOLVED FURTHER, that the Board deems it advisable and in the best interests of the Company to approve the merger of its wholly-owned subsidiary DILIsym Services, Inc., a Delaware corporation, up and into the Corporation through a short form merger, with the Corporation being the surviving entity after the merger, pursuant to California Corporations Code section 1110 and the Delaware General Corporations Code section 253.

RESOLVED FURTHER, that effective as of September 1, 2021, the Corporation shall merge Cognigen Corporation and DILIsym Services, Inc., both of which are wholly-owned subsidiary corporations of the Corporation, into itself and assume all the liabilities and obligations of both Cognigen Corporation and DILIsym Services, Inc. pursuant to California Corporations Code section 1110 and the Delaware General Corporation Code section 253.

RESOLVED FURTHER, that pursuant to Section 252(d) of the Delaware General Corporation Code, the Board hereby agrees, on behalf of the Corporation, that the Corporation may be served with process in the State of Delaware in any proceeding for enforcement of any obligation of any constituent corporation of the State of Delaware, as well as for enforcement of any obligation of the surviving or resulting corporation arising from the merger or consolidation, including any suit or other proceeding to enforce the right of any stockholders as determined in appraisal proceedings pursuant to Section 262 of the Delaware General Corporation Code, and the Board hereby irrevocably appoints the Secretary of State of the State of Delaware as its agent to accept service of process in any such suit or other proceedings.

RESOLVED FURTHER, that the officers of the Corporation be, and each of them hereby is, authorized, directed and empowered to prepare, execute, deliver, acknowledge, attest, file and record (or cause to be prepared, executed, delivered, acknowledged, attested, filed and recorded) on behalf of the Corporation such agreements, instruments, applications, statements, certificates and other documents, to seek such authorizations and approvals, and to take (or cause to be taken) such other action as such officers, or any of them, shall deem necessary, appropriate or advisable in order to carry out the purposes and intent of the foregoing resolutions, including without limitation filing Certificates of Ownership with the Secretary of State of the State of California and the State of Delaware, as applicable, to effect the short form mergers.

RESOLVED FURTHER, that any and all actions heretofore taken by any officer of the Corporation (and any person acting on behalf of or under the direction of such officer) in connection with any transaction or objectives approved in any or all of the foregoing resolutions, and all transactions related thereto, are hereby approved, ratified, and confirmed in all respects; and any and all actions hereafter taken or to be taken by any such officer in furtherance of the objectives of any or all of the foregoing resolutions are hereby authorized, approved, and ratified in all respects.

Effective date of the merger: This Certificate of Ownership and the Merger shall become effective on September 1, 2021.

IN WITNESS WHEREOF, said Corporation has caused its corporate seal to be affixed and this certificate to be signed by an authorized officer this 24th day of August, 2021 A.D.


By: _____
Name: Shawn O'Connor
Title: Chief Executive Officer