

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM700704

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	12/31/2021

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Mentoring Minds, LLC		12/15/2021	Limited Liability Company: DELAWARE

RECEIVING PARTY DATA

Name:	Curriculum Associates, LLC
Street Address:	153 Rangeway Road
City:	North Billerica
State/Country:	MASSACHUSETTS
Postal Code:	01862
Entity Type:	Limited Liability Company: MASSACHUSETTS

PROPERTY NUMBERS Total: 9

Property Type	Number	Word Mark
Serial Number:	90046986	QUAERO
Serial Number:	88097505	THINKUP!
Serial Number:	88097375	THINKUP!
Serial Number:	88097371	ITEMATICA
Serial Number:	87262630	CRITICAL THINKING LIVE
Serial Number:	86885793	TOTAL MOTIVATION
Serial Number:	86885484	CRITICAL THINKING FOR LIFE!
Serial Number:	86885468	MENTORING MINDS
Serial Number:	77071878	MENTORING MINDS

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.

Phone: 202.556.1399

Email: nancy.lapidus@lapiduslawoffice.com

Correspondent Name: The Law Office of Nancy Lapidus, PLLC

Address Line 1: 5335 Wisconsin Avenue, N.W.

Address Line 2: Suite 440

OP \$240.00 90046986

Address Line 4: Washington, D.C. 20015

NAME OF SUBMITTER: Nancy Lapidus

SIGNATURE: /Nancy Lapidus/

DATE SIGNED: 01/10/2022

Total Attachments: 7

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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:

"MENTORING MINDS, LLC", A DELAWARE LIMITED LIABILITY COMPANY, WITH AND INTO "CURRICULUM ASSOCIATES, LLC" UNDER THE NAME OF "CURRICULUM ASSOCIATES, LLC", A LIMITED LIABILITY COMPANY ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF MASSACHUSETTS, AS RECEIVED AND FILED IN THIS OFFICE ON THE TWENTIETH DAY OF DECEMBER, A.D. 2021, AT 10:15 O'CLOCK A.M.



6483017 8100M
SR# 20214152794

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

A handwritten signature in black ink, appearing to read "JBULLOCK", written over a horizontal line. Below the line, the text "Jeffrey W. Bullock, Secretary of State" is printed in a small font.

Authentication: 205027291
Date: 12-20-21

TRADEMARK
REEL: 007553 FRAME: 0613

**STATE OF DELAWARE
CERTIFICATE OF MERGER OF A
DOMESTIC LIMITED LIABILITY COMPANY INTO
A FOREIGN LIMITED LIABILITY COMPANY**

Pursuant to Title 6, Section 18-209 of the Delaware Limited Liability Company Act.

First: The name of the surviving limited liability company is **Curriculum Associates, LLC**, a foreign limited liability company.

Second: The jurisdiction in which the surviving limited liability company was formed is **Massachusetts**.

Third: The name of the limited liability company being merged into the surviving limited liability company is **Mentoring Minds, LLC**, a Delaware limited liability company.

Fourth: The agreement of merger or consolidation has been approved and executed by each of the business entities which is to merge or consolidate.

Fifth: The name of the surviving foreign limited liability company is **Curriculum Associates, LLC**.

Sixth: An agreement of merger or consolidation is on file at the place of business of the surviving foreign limited liability company and the address thereof is 153 Rangeway Road, North Billerica, MA 01862.

Seventh: A copy of the agreement of merger or consolidation will be furnished by the surviving foreign limited liability company, on request and without cost, to any member of any domestic limited liability company or any person holding an interest in any other business entity which is to merge or consolidate.

Eighth: The surviving foreign limited liability company agrees that it may be served with process in the State of Delaware in any action, suit or proceeding for the enforcement of any obligation of any domestic limited liability company which is to merge or consolidate, irrevocably appointing the Secretary of State as its agent to accept service of process in any such action, suit or proceeding and the address to which a copy of such process shall be mailed to by the Secretary of State is **Corporation Service Company, 84 State Street, Boston, MA 02109**.

State of Delaware
Secretary of State
Division of Corporations
Delivered 10:15 AM 12/20/2021
FILED 10:15 AM 12/20/2021
SR 20214152794 - File Number 6028069

**TRADEMARK
REEL: 007553 FRAME: 0614**

IN WITNESS WHEREOF, said Limited Liability Company has caused this certificate to be signed by its authorized person, this 15th day of December, 2021.

By: Kelly Sia
Name: Kelly Desmarais Sia
Title: Treasurer and Chief Financial Officer

[Signature Page to Merger Certificate (DE) - Mentoring Minds]

**CERTIFICATE OF MERGER
OF
MENTORING MINDS, LLC
INTO
CURRICULUM ASSOCIATES, LLC**

Pursuant to Chapter 156C, Section 61 of the Massachusetts Limited Liability Company Act, the undersigned surviving limited liability company hereby submits the following Certificate of Merger for filing:

1. The name, federal employer identification number, and principal office address of the entities involved in the merger are:

<u>Name</u>	<u>FEIN</u>	<u>Principal Office Address</u>
Mentoring Minds, LLC	20-0022545	153 Rangeway Road North Billerica, MA 01862
Curriculum Associates, LLC	26-3954988	153 Rangeway Road North Billerica, MA 01862

2. The date and jurisdiction of formation or organization of the entities involved in the merger are:

<u>Name</u>	<u>Date of Formation</u>	<u>State of Formation</u>
Mentoring Minds, LLC	June 21, 2021	Delaware
Curriculum Associates, LLC	December 31, 2008	Massachusetts

3. The name and federal employer identification number of the surviving limited liability company is Curriculum Associates, LLC (26-3954988).

4. An agreement of merger has been approved and executed by each entity which is to merge in accordance with, as applicable, the Delaware Limited Liability Company Act, the Massachusetts Limited Liability Company Act, the limited liability company agreement of Mentoring Minds, LLC and the limited liability company agreement of Curriculum Associates, LLC.

5. The effective time of the merger is 11:59pm Eastern Time on December 31, 2021.

6. The agreement of merger is on file at the place of business of the surviving limited liability company, the address of which is 153 Rangeway Road, North Billerica, MA 01862.

7. The surviving limited liability company is a domestic limited liability company.

8. A copy of the agreement of merger will be furnished by the surviving limited liability company, on request and without cost, to any member of any domestic limited liability

company or any person holding an interest in any other business entity which is to merge.

9. The name and business address of each manager of the surviving limited liability company is:

<u>Name</u>	<u>Business Address</u>
Edward J. Whelan, Jr.	153 Rangeway Road, North Billerica, MA 01862
D. Randolph Peeler	153 Rangeway Road, North Billerica, MA 01862
Robert Waldron	153 Rangeway Road, North Billerica, MA 01862
Michail Zekkos	153 Rangeway Road, North Billerica, MA 01862
Nick Volpi	153 Rangeway Road, North Billerica, MA 01862

10. The name and business address of each person authorized to execute, on behalf of the surviving limited liability company, documents to be filed with the Secretary of the Commonwealth is:

<u>Name</u>	<u>Business Address</u>
Robert Waldron	153 Rangeway Road, North Billerica, MA 01862
Kelly Desmarais Sia	153 Rangeway Road, North Billerica, MA 01862
Jill Bradford	153 Rangeway Road, North Billerica, MA 01862

11. The name and business address of each person authorized to execute, acknowledge, deliver and record, on behalf of the surviving limited liability company, any recordable instrument purporting to affect an interest in real property is:

<u>Name</u>	<u>Business Address</u>
Robert Waldron	153 Rangeway Road, North Billerica, MA 01862
Kelly Desmarais Sia	153 Rangeway Road, North Billerica, MA 01862
Jill Bradford	153 Rangeway Road, North Billerica, MA 01862

Dated: December 15, 2021

MENTORING MINDS, LLC

By: Kelly Sia
Name: Kelly Desmarais Sia
Title: Treasurer and Chief Financial Officer

CURRICULUM ASSOCIATES, LLC

By: Kelly Sia
Name: Kelly Desmarais Sia
Title: Treasurer and Chief Financial Officer

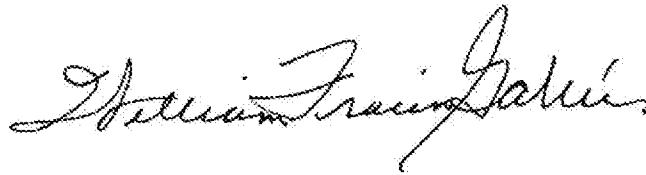
[Signature Page to Certificate of Merger]

THE COMMONWEALTH OF MASSACHUSETTS

I hereby certify that, upon examination of this document, duly submitted to me, it appears that the provisions of the General Laws relative to corporations have been complied with, and I hereby approve said articles; and the filing fee having been paid, said articles are

deemed to have been filed with me on:

December 20, 2021 10:28 AM

A handwritten signature in black ink, reading "William Francis Galvin". The signature is written in a cursive style with a large, prominent initial "W".

WILLIAM FRANCIS GALVIN

Secretary of the Commonwealth