

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM702019

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	MERGER		
<b>EFFECTIVE DATE:</b>	12/15/2021		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
THE ROWING TEAM, LLC		12/15/2021	Limited Liability Company: VIRGINIA
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	HSI WORKPLACE COMPLIANCE SOLUTIONS, INC.		
<b>Street Address:</b>	6136 Frisco Square Blvd.		
<b>Internal Address:</b>	Suite 285		
<b>City:</b>	Frisco		
<b>State/Country:</b>	TEXAS		
<b>Postal Code:</b>	75034		
<b>Entity Type:</b>	Corporation: WASHINGTON		
<b>PROPERTY NUMBERS Total: 4</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	4334225	BLUE OCEAN BRAIN	
<b>Serial Number:</b>	90803278	BLUE OCEAN BRAIN	
<b>Serial Number:</b>	90803314	BLUEOCEANBRAIN	
<b>Serial Number:</b>	90803347	BLUEOCEANBRAIN	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	4154391500		
<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>			
<b>Email:</b>	maria.banda@kirkland.com		
<b>Correspondent Name:</b>	Maria Banda		
<b>Address Line 1:</b>	Kirkland & Ellis, LLP		
<b>Address Line 2:</b>	555 California Street, Suite 2700		
<b>Address Line 4:</b>	San Francisco, CALIFORNIA 94104		
<b>ATTORNEY DOCKET NUMBER:</b>	47622-1		
<b>NAME OF SUBMITTER:</b>	Maria Banda		
<b>SIGNATURE:</b>	/Maria Banda/		
<b>DATE SIGNED:</b>	01/13/2022		

CH \$115.00 4334225

**Total Attachments: 12**

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UNITED STATES OF AMERICA

The State of



Washington

Secretary of State

CERTIFICATE OF MERGER

I, **STEVE R. HOBBS**, Secretary of State of the State of Washington and custodian of its seal, hereby certify that documents meeting statutory requirements have been filed and processed with the Secretary of State merging the below listed "Merging Entity/Entities" into:

**HSI WORKPLACE COMPLIANCE SOLUTIONS, INC.**

WA PROFIT CORPORATION

UBI: 601 610 450

Effective Date: 12/15/2021

Filing Date: 12/15/2021

Merging Entities:

NOT QUALIFIED IN WA THE ROWING TEAM, LLC



Given under my hand and the Seal of the State  
of Washington at Olympia, the State Capital

Steve R. Hobbs, Secretary of State

Date Issued: 12/15/2021

TRADEMARK

REEL: 007559 FRAME: 0009

ARTICLES OF MERGER  
OF  
THE ROWING TEAM, LLC  
INTO  
HSI WORKPLACE COMPLIANCE SOLUTIONS, INC.

Pursuant to Section 23B.11.090 of the Washington Business Corporation Act, the undersigned surviving corporation executes and submits for filing the following Articles of Merger:

1. On December 14, 2021, the board of directors of HSI Workplace Compliance Solutions, Inc. duly approved the attached Plan of Merger, Exhibit A.
2. Pursuant to Section 23B.11.035 of the Washington Business Corporation Act, approval of the Plan of Merger by the shareholders of HSI Workplace Compliance Solutions, Inc. was not required.
4. This merger is permitted by the laws of Virginia under whose laws The Rowing Team, LLC is organized, and The Rowing Team, LLC has complied with such laws in effecting this merger.
5. HSI Workplace Compliance Solutions, Inc. has not amended its Articles of Incorporation as part of the merger, except for amendments made pursuant to Section 23B.10.020 of the Washington Business Corporation Act.
6. This merger shall be effective upon filing.

Dated: December 15, 2021

HSI WORKPLACE COMPLIANCE SOLUTIONS, INC.

By:   
Steven Babick, Chief Financial Officer

Work Order #: 2021121500736024 - 1

Received Date: 12/15/2021

Received: \$90.00

**EXHIBIT A**

**PLAN OF MERGER OF**

**THE ROWING TEAM, LLC, a Virginia limited liability company**

**WITH AND INTO**

**HSI WORKPLACE COMPLIANCE SOLUTIONS, INC., a Washington corporation**

1. The names of the entities planning to merge are The Rowing Team, LLC, a Virginia limited liability company ("**Merging LLC**"), and HSI Workplace Compliance Solutions, Inc., a Washington corporation (the "**Surviving Corporation**").

2. The Board of Directors of corporation and the Sole Member of the limited liability company deem it advisable and in the best interests of corporation to merge the Merging LLC with and into the corporation, the Surviving Corporation (the "**Merger**"), as authorized by the laws of the States of Washington and State of Virginia and pursuant to the terms and subject to the conditions of this Plan of Merger.

3. As of the filing of the Articles of Merger with the Secretary of State of Washington and filing the Articles of Merger with the Secretary of State of Virginia (the "**Effective Time**"), by virtue of the Merger, each issued and outstanding interests of the Merging LLC shall be canceled and no cash or securities or other property shall be payable to the Surviving Corporation in respect thereof.

4. At the Effective Time, each share of the Surviving Corporation's common stock issued and outstanding immediately prior to the Effective Time shall, by virtue of the Merger and without any action by the Surviving Corporation or any other person, remain unaffected by the Merger.

5. As of the Effective Time, the separate existence of the Merging LLC shall cease and said limited liability company will be merged in accordance with the provision of this plan into the Surviving Corporation, which shall possess all the properties and assets and all the rights, privileges, powers, immunities and franchises of whatever nature and description, and shall be subject to all restrictions, disabilities, duties and liabilities of the Merging LLC; and all such things shall be taken and deemed to be transferred to and vested in the Surviving Corporation without further act or deed; and the title to any real estate or other property, or any interest therein, vested by deed or otherwise in the Merging LLC shall be vested in the Surviving Corporation without reversion or impairment.

**PLAN OF MERGER OF**  
**THE ROWING TEAM, LLC, a Virginia limited liability company**  
**WITH AND INTO**

**HSI WORKPLACE COMPLIANCE SOLUTIONS, INC., a Washington corporation**

1. The names of the entities planning to merge are The Rowing Team, LLC, a Virginia limited liability company ("**Merging LLC**"), and HSI Workplace Compliance Solutions, Inc., a Washington corporation (the "**Surviving Corporation**").

2. The Board of Directors of corporation and the Sole Member of the limited liability company deem it advisable and in the best interests of corporation to merge the Merging LLC with and into the corporation, the Surviving Corporation (the "**Merger**"), as authorized by the laws of the States of Washington and State of Virginia and pursuant to the terms and subject to the conditions of this Plan of Merger.

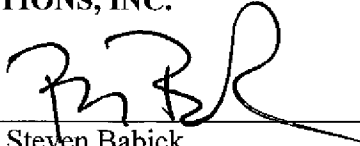
3. As of the filing of the Articles of Merger with the Secretary of State of Washington and filing the Articles of Merger with the Secretary of State of Virginia (the "**Effective Time**"), by virtue of the Merger, each issued and outstanding interests of the Merging LLC shall be canceled and no cash or securities or other property shall be payable to the Surviving Corporation in respect thereof.

4. At the Effective Time, each share of the Surviving Corporation's common stock issued and outstanding immediately prior to the Effective Time shall, by virtue of the Merger and without any action by the Surviving Corporation or any other person, remain unaffected by the Merger.

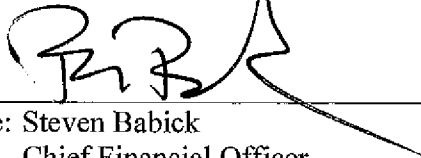
5. As of the Effective Time, the separate existence of the Merging LLC shall cease and said limited liability company will be merged in accordance with the provision of this plan into the Surviving Corporation, which shall possess all the properties and assets and all the rights, privileges, powers, immunities and franchises of whatever nature and description, and shall be subject to all restrictions, disabilities, duties and liabilities of the Merging LLC; and all such things shall be taken and deemed to be transferred to and vested in the Surviving Corporation without further act or deed; and the title to any real estate or other property, or any interest therein, vested by deed or otherwise in the Merging LLC shall be vested in the Surviving Corporation without reversion or impairment.

IN WITNESS WHEREOF, this Plan of Merger have been executed as of December 15, 2021.

**HSI WORKPLACE COMPLIANCE  
SOLUTIONS, INC.**

By:   
Name: Steven Babick  
Title: Chief Financial Officer

**THE ROWING TEAM, LLC**

By:   
Name: Steven Babick  
Title: Chief Financial Officer



**COMMONWEALTH OF VIRGINIA  
STATE CORPORATION COMMISSION**

AT RICHMOND, DECEMBER 15, 2021

The State Corporation Commission has found the accompanying articles of merger submitted on behalf of

**The Rowing Team, LLC**

to comply with the requirements of law and confirms payment of all required fees. Therefore, it is ORDERED that this

**CERTIFICATE OF MERGER**

be issued and admitted to record with the articles of merger in the Office of the Clerk of the Commission, effective December 15, 2021. When the merger becomes effective, each of the following:

**The Rowing Team, LLC**

is merged into HSI Workplace Compliance Solutions, Inc., which continues to exist under the laws of WASHINGTON with the name HSI Workplace Compliance Solutions, Inc., and the separate existence of each merged entity ceases.

STATE CORPORATION COMMISSION

By

A handwritten signature in black ink, appearing to read "Angela Navarro", with a long horizontal flourish extending to the right.

Angela L. Navarro  
Commissioner

ARTICLES OF MERGER  
OF

THE ROWING TEAM, LLC

The undersigned limited liability companies, pursuant to Section 13.1-1072 of the Code of Virginia, hereby execute the following articles of merger and set forth:

ONE

See attached Exhibit A.

TWO

The date the plan of merger was approved by each domestic limited liability company that is a party to the merger is: December 15, 2021.

THREE

The plan of merger was approved by each domestic limited liability company that is a party to the merger in accordance with the provisions of Section 13.1-1071 of the Virginia Code.

FOUR

The merger is permitted by HSI Workplace Compliance Solutions, Inc., a Washington corporation, under whose law that HSI Workplace Compliance Solutions, Inc. was incorporated and HSI Workplace Compliance Solutions, Inc. has complied with that law in effecting the merger.

FIVE

The undersigned declares that the facts herein stated are true as of December 15, 2021.

THE ROWING TEAM, LLC

By 

Steve Babick, Chief Financial Officer of HSI Workplace  
Compliance solutions, Inc., Member

HSI WORKPLACE COMPLIANCE SOLUTIONS, INC.

By 

Steven Babick, Chief Financial Officer

TRADEMARK

REEL: 007559 FRAME: 0017

EXHIBIT A

PLAN OF MERGER OF

THE ROWING TEAM, LLC, a Virginia limited liability company

WITH AND INTO

HSI WORKPLACE COMPLIANCE SOLUTIONS, INC., a Washington corporation

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2. The Board of Directors of corporation and the Sole Member of the limited liability company deem it advisable and in the best interests of corporation to merge the Merging LLC with and into the corporation, the Surviving Corporation (the "**Merger**"), as authorized by the laws of the States of Washington and State of Virginia and pursuant to the terms and subject to the conditions of this Plan of Merger.

3. As of the filing of the Articles of Merger with the Secretary of State of Washington and filing the Articles of Merger with the Secretary of State of Virginia (the "**Effective Time**"), by virtue of the Merger, (i) each issued and outstanding interests of the Merging LLC shall be canceled and no cash or securities or other property shall be payable to the Surviving Corporation in respect thereof.

4. At the Effective Time, each share of the Surviving Corporation's common stock issued and outstanding immediately prior to the Effective Time shall, by virtue of the Merger and without any action by the Surviving Corporation or any other person, remain unaffected by the Merger.

5. As of the Effective Time, the separate existence of the Merging LLC shall cease and said limited liability company will be merged in accordance with the provision of this plan into the Surviving Corporation, which shall possess all the properties and assets and all the rights, privileges, powers, immunities and franchises of whatever nature and description, and shall be subject to all restrictions, disabilities, duties and liabilities of the Merging LLC; and all such things shall be taken and deemed to be transferred to and vested in the Surviving Corporation without further act or deed; and the title to any real estate or other property, or any interest therein, vested by deed or otherwise in the Merging LLC shall be vested in the Surviving Corporation without reversion or impairment.

**COMMONWEALTH OF VIRGINIA  
STATE CORPORATION COMMISSION**

AT RICHMOND, DECEMBER 15, 2021

The State Corporation Commission has found the accompanying articles of merger submitted on behalf of

**The Rowing Team, LLC**

to comply with the requirements of law and confirms payment of all required fees. Therefore, it is ORDERED that this

**CERTIFICATE OF MERGER**

be issued and admitted to record with the articles of merger in the Office of the Clerk of the Commission, effective December 15, 2021. When the merger becomes effective, each of the following:

**The Rowing Team, LLC**

is merged into HSI Workplace Compliance Solutions, Inc., which continues to exist under the laws of WASHINGTON with the name HSI Workplace Compliance Solutions, Inc., and the separate existence of each merged entity ceases.

STATE CORPORATION COMMISSION

By

A handwritten signature in black ink that reads "Angela Navarro". The signature is written in a cursive style with a long horizontal stroke at the end.

Angela L. Navarro  
Commissioner

# Commonwealth of Virginia

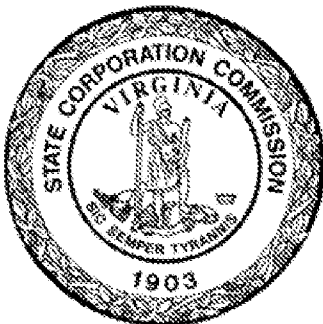


## State Corporation Commission

I Certify the Following from the Records of the Commission:

The foregoing are true and correct copies of business entity documents on file in the Office of the Clerk of the Commission related to The Paving Team, LLC, a Virginia limited liability company.

Nothing more is hereby certified.



Signed and Sealed at Richmond on this Date

December 15, 2021

A handwritten signature in cursive script, appearing to read "Bernard J. Logan".

\_\_\_\_\_  
Bernard J Logan, Clerk of the Commission