

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM720378

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	CHANGE OF NAME		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
CRICKET MEDIA, INC.		03/29/2018	Corporation: DELAWARE
RECEIVING PARTY DATA			
Name:	CRICKET MEDIA SERVICES, INC.		
Street Address:	1751 Pinnacle Dr., Suite 600		
City:	McLean		
State/Country:	VIRGINIA		
Postal Code:	22102		
Entity Type:	Corporation: DELAWARE		
PROPERTY NUMBERS Total: 54			
Property Type	Number	Word Mark	
Serial Number:	97060284	CRICKET	
Serial Number:	97060276	CRICKET	
Serial Number:	90869843	PINYIN NEULINGO	
Serial Number:	90865016	SCHOLAR NEULINGO	
Serial Number:	90865012	HAPPY NEULINGO	
Serial Number:	90865003	FLY NEULINGO	
Serial Number:	90864996	NEULINGO	
Registration Number:	6297916	WHERE LEARNERS CONNECT	
Registration Number:	5492327	NEUPALS	
Registration Number:	5502351	KEEPING TECH IN CHECK	
Registration Number:	5491764		
Registration Number:	5491762	NEUABC LEARNING ENGLISH TOGETHER	
Registration Number:	5491759	NEUABC	
Registration Number:	5562800	CRICKETTOGETHER	
Registration Number:	5562801		
Registration Number:	5562802	CONNECTING CURIOUS MINDS	
Registration Number:	4982004	EPALS BY CRICKET MEDIA	
Registration Number:	5089194	EPALS	
Registration Number:	4936318	IN2BOOKS	

OP \$1365.00 97060284

Property Type	Number	Word Mark
Registration Number:	5057428	IN2BOOKS
Registration Number:	5014808	READ TOGETHER EVEN WHEN YOU'RE APART
Registration Number:	4925527	
Registration Number:	5066775	CALLIOPE
Registration Number:	4826856	DIG INTO HISTORY
Registration Number:	4837592	CRICKET
Registration Number:	4387113	DIG
Registration Number:	4424134	EPALS GLOBAL COMMUNITY
Registration Number:	3575335	FACES PEOPLE, PLACES, AND CULTURES
Registration Number:	3546775	CALLIOPE EXPLORING WORLD HISTORY
Registration Number:	3452443	STUDENT PLACE
Registration Number:	3472955	EPALS
Registration Number:	2947438	
Registration Number:	3091657	POPULAR CULTURE AND PHILOSOPHY
Registration Number:	2961690	IN2BOOKS A LEARNING COMMUNITY
Registration Number:	2854732	TEACHER PLACE
Registration Number:	2814649	PEN PAL PLACE
Registration Number:	2792592	NOODLEBUG
Registration Number:	2828488	IN2BOOKS
Registration Number:	2809309	IN2BOOKS
Registration Number:	2738168	ASK ARTS AND SCIENCES FOR KIDS
Registration Number:	2647001	ASK
Registration Number:	2527251	LADYBUG
Registration Number:	3018867	EPALS CLASSROOM EXCHANGE
Registration Number:	2366336	IN2BOOKS
Registration Number:	2216767	CICADA
Registration Number:	2155401	MUSE
Registration Number:	2155400	CLICK
Registration Number:	2100815	CATFEET PRESS
Registration Number:	2083140	CATFEET P PRESS
Registration Number:	1982952	BABYBUG
Registration Number:	1875206	SPIDER
Registration Number:	1456496	ODYSSEY
Registration Number:	1163722	COBBLESTONE
Registration Number:	1107204	CRICKET

CORRESPONDENCE DATA

Fax Number: 8032559831

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: 8643732260
Email: IPdocket@nelsonmullins.com, elaine.stephenson@nelsonmullins.com
Correspondent Name: Neil C. Jones
Address Line 1: Nelson Mullins Riley & Scarborough LLP
Address Line 2: 301 SOUTH COLLEGE STREET, SUITE 2300
Address Line 4: Charlotte, NORTH CAROLINA 28202

NAME OF SUBMITTER:	Neil C. Jones
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SIGNATURE:	/Neil C. Jones/
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DATE SIGNED:	04/07/2022
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Total Attachments: 5

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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 RESTATED CERTIFICATE OF "CRICKET MEDIA, INC.", CHANGING ITS NAME FROM "CRICKET MEDIA, INC." TO "CRICKET MEDIA SERVICES, INC.", FILED IN THIS OFFICE ON THE TWENTY-NINTH DAY OF MARCH, A.D. 2018, AT 4:27 O`CLOCK P.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.




Jeffrey W. Bullock, Secretary of State

4078059 8100
SR# 20182306249

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

Authentication: 202445627
Date: 04-03-18

TRADEMARK
REEL: 007687 FRAME: 0855

**AMENDED AND RESTATED
CERTIFICATE OF INCORPORATION
OF
CRICKET MEDIA, INC.**

State of Delaware
Secretary of State
Division of Corporations
Delivered 04:27 PM 03/29/2018
FILED 04:27 PM 03/29/2018
SR 20182306249 - File Number 4078059

Alex Wang hereby certifies that:

ONE: The date of filing of the original Certificate of Incorporation of this corporation with the Secretary of State of the State of Delaware was December 15, 2005 under the name "I2B, Inc."

TWO: He is the duly elected and acting President of Cricket Media, Inc., a Delaware corporation.

THREE: The Amended and Restated Certificate of Incorporation of this corporation, as previously amended, is hereby amended and restated to read as follows:

I.

The name of this corporation is **CRICKET MEDIA SERVICES, INC.** (the "*Company*").

II.

The address of the registered office of the Company in the State of Delaware is 251 Little Falls Drive, Wilmington, Delaware 19808-1674, County of New Castle, and the name of the registered agent of the Company in the State of Delaware at such address is the Corporation Service Company.

III.

The purpose of the Company is to engage in any lawful act or activity for which a corporation may be organized under the Delaware General Corporation Law ("*DGCL*").

IV.

A. The Company is authorized to issue one class of stock to be designated "Common Stock" (the "*Common Stock*"). The total number of shares that the Company is authorized to issue is One Hundred Thousand (100,000) shares. The Common Stock shall have a par value of \$0.0001 per share. Effective as of the date and time this Amended and Restated Certificate of Incorporation is filed with the Secretary of State of the State of Delaware, each 11.74184 shares of outstanding Common Stock shall be combined into one (1) share of Common Stock as described herein (the "*Reverse Split*"). No fractional shares of Common Stock shall be issued in connection with the Reverse Split. All shares of Common Stock that are held by a stockholder shall be aggregated subsequent to the Reverse Split. In lieu of any interest in a fractional share of Common Stock that may remain following such aggregation, the Company shall pay a cash amount to such stockholder equal to the fair value of such fractional share, rounded up to the nearest whole \$0.01. All share and per share numbers in this Amended and Restated Certificate

of Incorporation are stated after giving effect to the Reverse Split. Notwithstanding the foregoing, the par value of each share of the outstanding Common Stock shall not be adjusted in connection with the Reverse Split.

V.

A. The liability of the directors of the Company for monetary damages shall be eliminated to the fullest extent under applicable law.

B. To the fullest extent permitted by applicable law, the Company is authorized to provide indemnification of (and advancement of expenses to) directors, officers and agents of the Company (and any other persons to which applicable law permits the Company to provide indemnification) through Bylaw provisions, agreements with such agents or other persons, vote of stockholders or disinterested directors or otherwise in excess of the indemnification and advancement otherwise permitted by Section 145 of the DGCL and, if applicable, Section 317 of the California General Corporation Law. If the DGCL or any other law of the State of Delaware is amended after approval by the sole stockholder of this Article V to authorize corporate action further eliminating or limiting the personal liability of directors, then the liability of a director to the Company shall be eliminated or limited to the fullest extent permitted by the DGCL as so amended.

C. Any repeal or modification of this Article V shall only be prospective and shall not affect the rights or protections or increase the liability of any director under this Article V in effect at the time of the alleged occurrence of any action or omission to act giving rise to liability.

D. The Company renounces any interest or expectancy of the Company in, or in being offered an opportunity to participate in, any Excluded Opportunity. An “**Excluded Opportunity**” is any matter, transaction or interest that is presented to, or acquired, created or developed by, or which otherwise comes into the possession of, any director of the Company who is not an employee of the Company or any of its subsidiaries, (collectively, “**Covered Persons**”), unless in either case such matter, transaction or interest is presented to, or acquired, created or developed by, or otherwise comes into the possession of, a Covered Person expressly and solely in such Covered Person’s capacity as a director of the Company.

VI.

For the management of the business and for the conduct of the affairs of the Company, and in further definition, limitation and regulation of the powers of the Company, of its directors and of its stockholders or any class thereof, as the case may be, it is further *provided* that:

A. The management of the business and the conduct of the affairs of the Company shall be vested in its Board of Directors. The number of directors that shall constitute the whole Board of Directors shall be fixed by the Board of Directors in the manner provided in the Bylaws.

B. The Board of Directors is expressly empowered to adopt, amend or repeal the Bylaws of the Company. The stockholders shall also have the power to adopt, amend or repeal the Bylaws of the Company; *provided however*, that, in addition to any vote of the holders of any class or series of stock of the Company required by law or by this Amended and Restated Certificate of Incorporation, the affirmative vote of the holders of a majority of the voting power of all of the then-outstanding shares of the capital stock of the Company entitled to vote generally in the election of directors, voting together as a single class, shall be required to adopt, amend or repeal any provision of the Bylaws of the Company.

C. The directors of the Company need not be elected by written ballot unless the Bylaws so provide.

VII.

The Corporation reserves the right at any time, and from time to time, but only as is or shall be consistent with the laws of the State of Delaware and the provisions of this Certificate, to amend, alter, change, or repeal any provision contained in this Certificate, and other provisions authorized by the laws of the State of Delaware at the time in force may be added or inserted, in the manner now or hereafter prescribed by law; and all rights, preferences, and privileges of any nature conferred upon stockholders, directors, or any other persons by and pursuant to this Certificate in its present form or as hereafter amended are granted subject to the rights reserved in this Article VII.

* * * *

FOUR: This Amended and Restated Certificate of Incorporation has been duly approved by the Board of Directors of the Company.

FIVE: This Amended and Restated Certificate of Incorporation was approved by the holders of the requisite number of shares of said corporation in accordance with Section 228 of the DGCL. This Amended and Restated Certificate of Incorporation has been duly adopted in accordance with the provisions of Sections 242 and 245 of the DGCL by the sole stockholder of the Company.

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IN WITNESS WHEREOF, this Amended and Restated Certificate of Incorporation has been executed by a duly authorized officer of this corporation on this 29th day of March, 2018.

Signature: /s/Alex Wang
Print Name: Alex Wang
Title: President