

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM721513

<b>SUBMISSION TYPE:</b>	RESUBMISSION
<b>NATURE OF CONVEYANCE:</b>	MERGER
<b>EFFECTIVE DATE:</b>	01/01/2022
<b>RESUBMIT DOCUMENT ID:</b>	900675295

## CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
GFL Environmental Services Inc.		01/01/2022	CORPORATION OF ONTARIO: CANADA
ENVIROSYSTEMS INCORPORATED		01/01/2022	CORPORATION OF ONTARIO: CANADA
MARINE CLEAN LTD.		01/01/2022	CORPORATION OF ONTARIO: CANADA
R.S.R. ENVIRONNEMENT INC.		01/01/2022	CORPORATION OF ONTARIO: CANADA
WATER BLASTING & VACUUM SERVICES INC.		01/01/2022	CORPORATION OF ONTARIO: CANADA
REVOLUTION ENVIRONMENTAL SOLUTIONS ACQUISITION GP INC.		01/01/2022	CORPORATION OF ONTARIO: CANADA
REVOLUTION ORS ACQUISITION GP INC.		01/01/2022	CORPORATION OF ONTARIO: CANADA
GFL BLUE JAY INC.		01/01/2022	CORPORATION OF ONTARIO: CANADA

## RECEIVING PARTY DATA

<b>Name:</b>	GFL ENVIRONMENTAL SERVICES INC.
<b>Street Address:</b>	100 New Park Place
<b>Internal Address:</b>	Suite 500
<b>City:</b>	Vaughan, Ontario
<b>State/Country:</b>	CANADA
<b>Postal Code:</b>	L4K 0H9
<b>Entity Type:</b>	CORPORATION OF ONTARIO: CANADA

## PROPERTY NUMBERS Total: 1

Property Type	Number	Word Mark
<b>Registration Number:</b>	4307385	ADVANTA

## CORRESPONDENCE DATA

TRADEMARK

**Fax Number:** 6124927077

*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:** 6124927000

**Email:** plarson@fredlaw.com

**Correspondent Name:** Patricia Larson, Sr. Trademark Paralegal

**Address Line 1:** Fredrikson & Byron, P.A.

**Address Line 2:** 200 S. Sixth Street, Suite 4000

**Address Line 4:** Minneapolis, MINNESOTA 55402

<b>ATTORNEY DOCKET NUMBER:</b>	90126.1
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**DOMESTIC REPRESENTATIVE**

**Name:** Tracy L. Deutmeyer

**Address Line 1:** Fredrikson & Byron, P.A.

**Address Line 2:** 111 E. Grand Avenue, Suite 301

**Address Line 4:** Des Moines, IOWA 50309-1884

<b>NAME OF SUBMITTER:</b>	Patricia A. Larson
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<b>SIGNATURE:</b>	/Patricia A. Larson/
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<b>DATE SIGNED:</b>	04/15/2022
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**Total Attachments: 11**

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# Certificate of Amalgamation

# Certificat de fusion

Business Corporations Act

Loi sur les sociétés par actions

**GFL ENVIRONMENTAL SERVICES INC.**

Corporation Name / Dénomination sociale

**1000066924**

Ontario Corporation Number / Numéro de société de l'Ontario

This is to certify that these articles are effective on

La présente vise à attester que ces statuts entreront en  
vigueur le

**January 01, 2022 / 01 janvier 2022**

*Barbara Duckitt*

Director / Directeur

Business Corporations Act / Loi sur les sociétés par actions

The Certificate of Amalgamation is not complete  
without the Articles of Amalgamation

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*Barbara Duckitt*

Director/Registrar



Le certificat de fusion n'est pas complet s'il ne  
contient pas les statuts de fusion

Copie certifiée conforme du dossier du  
ministère des Services gouvernementaux et des  
Services aux consommateurs.

*Barbara Duckitt*

Directeur ou registrateur

**TRADEMARK**  
**REEL: 007693 FRAME: 0302**



# Articles of Amalgamation

Business Corporations Act

1. Amalgamated Corporation Name  
GFL ENVIRONMENTAL SERVICES INC.

2. Registered Office Address  
100 New Park Place, 500, Vaughan, Ontario, Canada, L4K 0H9

3. Number of Directors  
Minimum/Maximum Min 1 / Max 10

4. The director(s) is/are:  
Full Name Patrick DOVIGI  
Resident Canadian Yes  
Address for Service 100 New Park Place, 500, Vaughan, Ontario, Canada, L4K 0H9

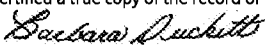
5. Method of Amalgamation

8. Amalgamation of a holding corporation and one or more of its subsidiaries or amalgamation of subsidiaries.  
The amalgamation has been approved by the directors of each amalgamating corporation by a resolution as required by section 177 of the Business Corporations Act on the date set out below.

The Name, OCN, and Date of Adoption/Approval for each amalgamating corporation are as follows:

Corporation Name	OCN	Date of Adoption/Approval
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GFL ENVIRONMENTAL SERVICES INC.	5020031	December 30, 2021
ENVIROSYSTEMS INCORPORATED	1963514	December 30, 2021
MARINE CLEAN LTD.	1784575	December 30, 2021
R.S.R. ENVIRONNEMENT INC.	1000064436	December 30, 2021
WATER BLASTING & VACUUM SERVICES INC.	1000059533	December 30, 2021
REVOLUTION ENVIRONMENTAL SOLUTIONS ACQUISITION GP INC.	2449773	December 30, 2021
REVOLUTION ORS ACQUISITION GP INC.	2449771	December 30, 2021
GFL BLUE JAY INC.	1000061043	December 30, 2021

6. Restrictions, if any, on business the corporation may carry on or on powers the corporation may exercise. If none, enter "None":

None.

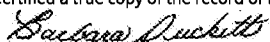
7. The classes and any maximum number of shares that the corporation is authorized to issue:

The Corporation is authorized to issue an unlimited number of Class A Common shares, an unlimited number of Class B Common shares and 100 Preferred shares.

8. Rights, privileges, restrictions and conditions (if any) attaching to each class of shares and directors' authority with respect to any class of shares which may be issued in series. If there is only one class of shares, enter "Not Applicable":

1. CLASS A COMMON SHARES AND CLASS B COMMON SHARES (TOGETHER THE "COMMON SHARES") 1.01 Voting (i) The holders of Class A Common shares shall be entitled to receive notice of and to attend all meetings of the shareholders of the Corporation, except meetings at which only holders of another class of shares or series of shares are entitled to vote separately as a class as provided in the Business Corporations Act (Ontario) (the "Act"), and at all such meetings shall be entitled to 1 vote in respect of each Class A Common share held by such holder. (ii) The holders of Class B Common shares shall be entitled to receive notice of and to attend all meetings of the shareholders of the Corporation, except meetings at which only holders of another class of shares or series of shares are entitled to vote separately as a class as provided in the Act, and at all such meetings shall be entitled to 2 votes in respect of each Class B Common share held by such holder. 1.02 Dividends (a) Subject to the rights of the holders of any class of shares ranking senior to the Common Shares including the Preferred Shares, the holders of the Common Shares are entitled to receive such dividends as the directors of the Corporation may declare from time to time on the Common Shares, in their absolute discretion, in accordance with applicable law. Any such dividends are payable by the Corporation as and when determined by the directors of the Corporation, in their absolute discretion, provided, however, that no dividend or other return of capital is to be paid on the Common Shares if the Corporation has insufficient funds to pay the Redemption Amount on the Preferred Shares. Further no dividend can be paid in an amount that would reduce the fair market value of the Preferred Shares below the Redemption Amount. The directors may also determine whether any such dividend is payable in money or property or by issuing fully paid shares of the Corporation. (b) Dividends may be declared and paid on either class of the Common Shares or on the Preferred Shares or on any combination of such classes. 1.03 Liquidation, Dissolution and Winding-up In the event of the liquidation, dissolution or winding up of the Corporation, whether voluntary or involuntary, subject to the prior rights of the holders of any class of shares ranking senior to the Common Shares including the Preferred Shares, the holders of the Common Shares shall be entitled to receive the remaining property and assets of the Corporation and to participate rateably in any distribution thereof without preference or distinction as to the class of share held. 2. PREFERRED SHARES 2.01 Non-Voting (a) The holders of Preferred Shares are not entitled to receive notice of, attend or vote at

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meetings of shareholders of the Corporation and the Preferred Shares carry no voting rights, except as otherwise provided in the Act. (b) The holders of Preferred Shares are not entitled to vote separately as a class or as a series on any proposal to amend the articles of the Corporation to: (i) increase or decrease the maximum number of authorized shares of such class or increase any maximum number of authorized shares of a class having rights or privileges equal or superior to the shares of such class; (ii) effect an exchange, reclassification or cancellation of all or part of the shares of such class; or (iii) create a new class of shares equal or superior to the shares of such class.

**2.02 Dividends – Discretionary** (a) The holders of the Preferred Shares are entitled to receive and shall receive, and the Corporation shall pay thereon, as and when declared by the directors, in preference and priority to the declaration of dividends on the Common Shares, fixed, preferential, non-cumulative dividends at a rate not to exceed 4% of the Redemption Amount per share per year. The directors may also determine whether any such dividend is payable in money or property or by issuing fully paid shares of the Corporation. (b) Dividends may be declared and paid on either class of the Common Shares or on the Preferred Shares or on any combination of such classes.

**2.03 Redemption** (a) Subject to the Act, the Corporation may redeem the whole or any part of the outstanding Preferred Shares on payment for each such share to be redeemed of an amount equal to the fair market value of the per share consideration received by the Corporation upon the issuance of such shares, subject to Section 2.05 below (the "Redemption Amount") plus any subsequent contribution to the capital thereof and less any return of capital to the date thereof, but together with all dividends declared thereon and unpaid to the date thereof (the "Redemption Price"). (b) Unless the holders of the Preferred Shares to be redeemed have waived notice of redemption, the Corporation shall give not less than 10 days' notice in writing of the redemption by sending to each person who, at the date of such notice, is a registered holder of shares to be redeemed, (or any one of the persons if there are joint holders) a notice of the intention of the Corporation of the redemption of such Preferred Shares. Such notice shall be sent by ordinary prepaid post addressed to the last address of such holder (or any one of the holders if there are joint holders) as it appears on the records of the Corporation or, in the event of the address of any such holder not appearing on the records of the Corporation, then to the last known address of such holder, or such other method as the directors may determine; provided, however, that accidental failure or omission to give any such notice to one or more of such holders shall not affect the validity of such redemption. Such notice shall set out the Redemption Price and the date on which redemption is to take place and, if part only of the shares held by the person to whom it is addressed is to be redeemed, the number thereof so to be redeemed, the time, place and manner in which the holder shall surrender to the Corporation the certificate or certificates representing the Preferred Shares to be redeemed, including the steps that a holder should take with respect to any uncertificated shares. On or after the date so specified for redemption the Corporation shall pay or cause to be paid to or to the order of the registered holders of the Preferred Shares to be redeemed, the Redemption Price thereof. The Redemption Price shall be paid to such holder (i) if the shares are certificated, on presentation and surrender of the certificates for the shares so called for redemption at such place or places as may be specified in the notice given by the Corporation, and the certificates for such shares shall thereupon be cancelled, and the shares represented thereby shall thereupon be redeemed, and (ii) if the shares are uncertificated, on completion of the steps, if any, that a holder is to take with respect to uncertificated shares as specified in the notice given by the Corporation and such uncertificated shares shall thereupon be redeemed. (c) In case a part only of the outstanding Preferred Shares is at any time to be redeemed, the shares so to be redeemed shall be redeemed pro rata, disregarding fractions, according to the number of Preferred Shares held by each holder or, in such other manner as the board of directors so determines. If a part only of the Preferred Shares represented by any certificate shall be redeemed, a new certificate for the balance shall be issued at the expense of the Corporation. (d) From and after the date specified for redemption in any such notice, the holders of the shares called for redemption shall cease to be entitled to dividends and shall not be entitled to exercise any rights in respect thereof, except to receive the Redemption Price, unless payment of the Redemption Price has not been made by the Corporation in accordance with the foregoing provisions, in which case the rights of the holders of such shares shall remain unimpaired. (e) The Corporation shall have the right at any time after giving notice of its intention to redeem any Preferred Shares, to deposit the Redemption Price for any Preferred Shares to be so redeemed in a special account with any chartered bank or trust company in Canada named in the notice of redemption. The Redemption Price so deposited shall be paid without interest to or to the order of the respective holders of the shares called for redemption upon presentation and surrender to such bank or trust company of the certificates representing shares that are certificated, or upon completion of the steps that a holder is to take with respect to uncertificated shares as specified in the notice given by the Corporation. Upon such deposit being made, the Preferred Shares in respect whereof such deposit shall have been made shall be redeemed and the rights of the holders thereof, after such deposit, shall be limited to receiving, without interest, their proportionate part of the total Redemption Price of the Preferred Shares so deposited against presentation and surrender of the certificates held by them

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respectively, in the case of shares that are certificated, or upon completion of the steps that a holder is to take with respect to uncertificated shares as specified in the notice given by the Corporation. Any interest allowed on any such deposit shall belong to the Corporation. 2.04 Retraction (a) Subject to applicable law and to paragraph 2.04(d) below, a holder of Preferred Shares shall be entitled, at such holder's option, to require the Corporation to redeem at any time all or part of the Preferred Shares registered in the name of such holder on the books of the Corporation upon payment for each share to be redeemed of an amount equal to the Redemption Price. (b) A holder of Preferred Shares exercising such holder's option to have the Corporation redeem, shall deliver to the Corporation at its registered office a notice in writing specifying (i) that the holder desires to have the whole or any part of the Preferred Shares registered in such holder's name unconditionally redeemed by the Corporation and (ii) the business day, which shall not be less than 10 days nor more than 30 days from the date of mailing of the notice in writing, on which the holder desires to have the Corporation unconditionally redeem the Preferred Shares (the "Option Redemption Date"), together with the share certificates, if any, representing the Preferred Shares which the registered holder desires to have the Corporation unconditionally redeem. The holder of any Preferred Shares may, only with the consent of the Corporation, revoke such notice prior to the Option Redemption Date. (c) Upon receipt of a notice and, in the case of shares that are certificated, share certificates, the Corporation shall, on the Option Redemption Date, redeem the Preferred Shares by paying to the registered holder an amount equal to the Redemption Price. If a part only of the Preferred Shares (i) represented by any share certificate is redeemed, a new certificate for the balance shall be issued at the expense of the Corporation or (ii) otherwise held by the registered shareholder is redeemed, the Corporation shall provide reasonably satisfactory evidence that the balance of the Preferred Shares remain registered to the holder. Upon payment of the Redemption Price of the Preferred Shares to be redeemed by the Corporation, the holders thereof shall cease to be entitled to dividends or to exercise any rights of holders in respect thereof. (d) If the redemption by the Corporation on any Option Redemption Date of all of the Preferred Shares to be redeemed on such date would be contrary to any provisions of the Act or any other applicable law or any shareholder agreement or credit agreement to which the Corporation is bound, the Corporation shall be obligated to redeem only the maximum number of Preferred Shares which the Corporation determines it is then permitted to redeem, such redemptions to be made pro rata (disregarding fractions of shares) according to the number of Preferred Shares required by each such holder to be redeemed by the Corporation, and the Corporation shall (i) issue new certificates representing the Preferred Shares not redeemed by the Corporation to such holders or (ii) provide reasonably satisfactory evidence to such holders of the Preferred Shares not redeemed by the Corporation. The Corporation shall, before redeeming any other Preferred Shares, redeem in the manner contemplated by paragraph (2.03) on the first day of each month thereafter the maximum number of such Preferred Shares as would not then be contrary to any provisions of the Act or any other applicable law, or any shareholder agreement or credit agreement to which the Corporation is bound until all of such shares have been redeemed, provided that the Corporation shall be under no obligation to give any notice to the holders of the Preferred Shares in respect of such redemption or redemptions as provided for in paragraph (2.03). 2.05 Adjustments to Redemption Amount (a) In the case of Preferred Shares issued by the Corporation for consideration other than cash, the Redemption Amount will be subject to a proportionate increase or decrease so that the aggregate Redemption Amount of the Preferred Shares issued in consideration for the purchase of property (referred to in this section as the "Property") equals the fair market value of the Property received by the Corporation, less the fair market value of any non-share consideration paid by the Corporation, in consideration for such Property. In the event that the Canada Revenue Agency, or any other competent taxing authority, should make or propose to make an assessment or re-assessment of income tax or any other tax on the basis that the fair market value of the Property (less the fair market value of any non-share consideration paid by the Corporation in consideration for such Property) differs from the said aggregate Redemption Amount, the Redemption Amount of each such Preferred Shares shall be increased or decreased nunc pro tunc, effective as at the time the Preferred Shares were issued by the Corporation, to an amount such that the aggregate Redemption Amount thereof equals the fair market value of the Property (less the fair market value of any non-share consideration paid by the Corporation in consideration for such Property), which serves as the basis for such assessment or reassessment by such taxing authority against which no appeal is taken, or which is agreed upon by the Corporation, the holder of the Preferred Shares and the said taxing authority in settlement of a dispute regarding such assessment or reassessment or proposed assessment or re-assessment or which is finally established by a court or tribunal of competent jurisdiction on appeal from such assessment or re-assessment. (b) If the Corporation has redeemed some or all of the Preferred Shares or otherwise purchased and cancelled them, and subsequent thereto the Redemption Amount is increased by operation of this Section 2.05, the Corporation will immediately pay to the former holder of the Preferred Shares, as additional Redemption Amount, the amount of such increase, without interest. If the Corporation has redeemed some or all of the Preferred Shares or otherwise

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**REEL: 007693 FRAME: 0306**

purchased and cancelled them, and subsequent thereto the Redemption Amount is decreased by operation of this Section 2.05, the former holder of the Preferred Shares will immediately repay to the Corporation the amount of the Redemption Amount received by him in excess of the adjusted Redemption Amount, without interest. 2.06 Cancellation (a) Preferred Shares redeemed, purchased, or otherwise acquired by the Corporation shall be cancelled and not restored to the status of authorized but unissued shares of the class. 2.07 Liquidation and Dissolution (a) In the event of the liquidation, dissolution or winding-up of the Corporation, or any return of capital or other distribution of assets of the Corporation among its shareholders for the purpose of winding up its affairs, the holders of the Preferred Shares shall be entitled to receive, before any distribution of any part of the assets of the Corporation among the holders of the Common Shares and of any other shares ranking junior to the Preferred Shares, for each Preferred Share, an amount equal to the Redemption Price per share and no more.

9. The issue, transfer or ownership of shares is/is not restricted and the restrictions (if any) are as follows. If none, enter "None":

Shares of the Corporation may not be transferred unless: (a) in any case where there is a unanimous shareholders' agreement that is in effect and that contains restrictions on the transfer of shares of the Corporation, such restrictions on transfer are complied with; or (b) if (a) is not applicable, the restrictions on the transfer of securities of the Corporation contained in "Other provisions, if any" are complied with.

10. Other provisions:

Securities of the Corporation, other than non-convertible debt securities, may not be transferred unless: (a) (i) the consent of the directors of the Corporation is obtained; or (ii) the consent of shareholders holding more than 50% of the shares entitled to vote at such time is obtained; (b) in the case of securities, other than shares, which are subject to restrictions on transfer contained in a security holders' agreement, such restrictions on transfer are complied with. The consent of the directors or the shareholders for the purposes of this section is evidenced by a resolution of the directors or shareholders, as the case may be, or by an instrument or instruments in writing signed by all of the directors, or shareholders holding more than 50% of the shares entitled to vote at such time, as the case may be.

The articles have been properly executed by the required person(s).



Supporting Document - Schedule "A"

Statement of a director or officer of each of the amalgamating corporations completed as required under subsection 178(2) of the Business Corporations Act.

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