

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM725564

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT
<b>NATURE OF CONVEYANCE:</b>	MERGER
<b>EFFECTIVE DATE:</b>	11/25/2020

## CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
AcuTech Group, Inc.		11/20/2020	Corporation: CALIFORNIA

## RECEIVING PARTY DATA

<b>Name:</b>	AcuTech Group, Inc.
<b>Street Address:</b>	1919 Gallows Road
<b>Internal Address:</b>	Suite 900
<b>City:</b>	Vienna
<b>State/Country:</b>	VIRGINIA
<b>Postal Code:</b>	22182
<b>Entity Type:</b>	Corporation: DELAWARE

## PROPERTY NUMBERS Total: 6

Property Type	Number	Word Mark
Registration Number:	1947560	ACUTECH
Registration Number:	1947584	
Registration Number:	5055009	ACUITY
Registration Number:	5059896	ACUITY
Registration Number:	5059904	
Registration Number:	5059905	

## 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: 415-939-0576  
 Email: montetravis@mac.com  
 Correspondent Name: Monte S. Travis  
 Address Line 1: 1388 Sutter St  
 Address Line 2: Ste 903  
 Address Line 4: San Francisco, CALIFORNIA 94109

<b>NAME OF SUBMITTER:</b>	David A. Moore
<b>SIGNATURE:</b>	/David A. Moore/

OP \$165.00 1947560

<b>DATE SIGNED:</b>	05/03/2022
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**Total Attachments: 4**  
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**CERTIFICATE OF OWNERSHIP AND MERGER**

**OF**

**ACUTECH GROUP, INC.,  
A California corporation**

**WITH AND INTO**

**ACUTECH GROUP, INC.,  
A Delaware corporation**

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Pursuant to Section 253 of the General  
Corporation Law of the State of Delaware

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AcuTech Group, Inc., a California corporation (“AcuTech CA”), **does hereby certify that:**

**FIRST:** AcuTech CA was organized pursuant to the provisions of the General Corporation Law of the State of California on March 13, 2001.

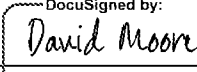
**SECOND:** AcuTech CA owns 100% of the outstanding shares of the capital stock of AcuTech Group, Inc., a corporation organized pursuant to the provisions of the General Corporation Law of the State of Delaware corporation on November 9, 2020 (“AcuTech DE”).

**THIRD:** The sole Director of AcuTech CA, as set forth in an Action by Written Consent dated November 25, 2020, attached hereto as **Exhibit A**, adopted resolutions (“Resolutions”) to merge AcuTech CA into AcuTech DE and that AcuTech DE would assume all of AcuTech CA’s obligations. The Resolutions provide that, upon completion of the merger, the sole holder of the common stock of AcuTech CA will receive an equivalent number of shares of the common stock of AcuTech DE and will have no further claims of any kind or nature; and all of the shares of common stock of AcuTech DE held by AcuTech CA will be surrendered and canceled. The Resolutions also provide that the Resolutions be submitted to the shareholder of AcuTech CA and, upon his vote in favor of the Resolutions, the merger will be deemed approved.

**FOURTH:** The sole shareholder of AcuTech CA has voted in favor of the Resolutions, and the merger has been adopted, approved, certified, executed, and acknowledged by AcuTech CA in accordance with the laws under which it is organized.

**IN WITNESS WHEREOF,** AcuTech CA has caused this Certificate to be signed by an authorized officer on the date set forth below.

Dated: 25-Nov-2020

By:   
David A. Moore, President

## **EXHIBIT A**

**ACTION BY WRITTEN CONSENT OF THE SOLE DIRECTOR OF  
ACUTECH GROUP, INC., A CALIFORNIA CORPORATION,  
REGARDING REINCORPORATION IN DELAWARE BY MERGER**

**ACTION BY WRITTEN CONSENT OF THE SOLE DIRECTOR OF  
ACUTECH GROUP, INC., A CALIFORNIA CORPORATION,  
REGARDING REINCORPORATION IN DELAWARE BY MERGER**

The undersigned, being the sole Director of AcuTech Group, Inc., a California corporation (“AcuTech CA”), acting under section 307 of the California Corporations Code, hereby consents to the following resolutions:

**WHEREAS**, the Director has found that reincorporation in the State of Delaware, as a result of which AcuTech CA will be governed by the laws of the State of Delaware, provides a better foundation from which to move forward on significant corporate matters and goals;

**WHEREAS**, the Director has found that it is in the best interest of AcuTech CA to reincorporate in the State of Delaware by creating AcuTech Group, Inc., a Delaware corporation (“AcuTech DE”), as a wholly owned subsidiary of AcuTech CA to acquire all of the assets and assume all of the liabilities of AcuTech CA pursuant to a statutory merger; and

**WHEREAS**, AcuTech CA’s lawyer, under direction of AcuTech CA’s Officer and serving as sole Incorporator, formed AcuTech DE on November 9, 2020, by filing its Certificate of Incorporation with the Delaware Secretary of State.

**NOW, THEREFORE, BE IT RESOLVED**, that the Officer of AcuTech CA be, and hereby is, authorized and directed to cause the formation and organization of AcuTech DE.

**RESOLVED FURTHER**, that all actions taken by AcuTech CA’s Officer in the formation and organization of AcuTech DE, including without limitation the adoption of the initial Certificate of Incorporation and the initial Bylaws of AcuTech DE, are hereby ratified, confirmed, and approved.

**RESOLVED FURTHER**, that AcuTech CA purchase 100 fully paid and nonassessable shares of AcuTech DE common stock at a purchase price of \$1.00 per share in cash thereby becoming the sole shareholder of AcuTech DE.

**RESOLVED FURTHER**, that AcuTech CA merge itself into AcuTech DE, and that AcuTech DE assume all of AcuTech CA’s obligations (the “Merger”).

**RESOLVED FURTHER**, that, upon completion of the Merger, the sole holder of the common stock of AcuTech CA will receive an equivalent number of shares of the common stock of AcuTech DE and will have no further claims of any kind or nature; and all of the shares of common stock of AcuTech DE held by AcuTech CA will be surrendered and canceled.

**RESOLVED FURTHER**, that, to the extent consistent with applicable law, after the Merger AcuTech DE will use AcuTech CA’s existing employer identification number (EIN).

**RESOLVED FURTHER**, that these resolutions be submitted to the sole Shareholder of AcuTech CA and, upon his vote in favor of the Merger and these resolutions, the Merger will be deemed approved.

**RESOLVED FURTHER**, that the Officer of AcuTech CA is hereby authorized and directed, with the assistance of counsel, to prepare, execute, and deliver, or cause to be prepared, executed, and delivered, a Certificate of Ownership and Merger as required by the General Corporation Law of the State of Delaware and a certified copy of the Certificate of Ownership and Merger as required by the General Corporation Law of California, and, at the appropriate time following approval of the Merger by the sole Shareholder of AcuTech CA and adoption by AcuTech CA as the sole Shareholder of AcuTech DE, to effect the merger by filing or causing to be filed a Certificate of Ownership and Merger with the Delaware Secretary of State and filing or causing to be filed a certified copy of the Certificate of Ownership and Merger with the California Secretary of State.

**RESOLVED FURTHER**, that all actions taken by AcuTech CA's Officer and its lawyer in connection with the Merger or the transactions contemplated as part of the Merger, including the formation and organization of AcuTech DE, are hereby ratified, confirmed, and approved.

**RESOLVED FURTHER**, that AcuTech CA is hereby authorized to pay all fees and expenses incurred in connection with the Merger and the transactions contemplated as a part of the Merger, including, without limitation, all fees and expenses of AcuTech CA's financial and legal advisors, and the Officer of AcuTech CA is authorized to make all payments as he determines to be appropriate, with his determination to be conclusively evidenced by payment of the expenses.

**RESOLVED FURTHER**, that the Officer of the Corporation is hereby authorized and directed to make all such arrangements and to do and perform all such acts and things as he may deem necessary or appropriate to effectuate the Merger and to carry out the purposes of these resolutions, and the Director hereby ratifies and confirms any and all such actions taken before now and hereafter by the Officer to accomplish those purposes.

**RESOLVED FURTHER**, that the Secretary of the Corporation be and hereby is directed to file a copy of this Action by Written Consent in the Corporation's minute book.

**IN WITNESS WHEREOF**, the undersigned sole Director has executed this Action by Written Consent on the date set forth below.

Dated: 25-Nov-2020

DocuSigned by:  
*David Moore*  
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David A. Moore, Sole Director