

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM728400

SUBMISSION TYPE:	RESUBMISSION
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	12/30/2020
RESUBMIT DOCUMENT ID:	900685089

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Trinity Computer Services, Inc.		12/30/2020	Corporation: CALIFORNIA

RECEIVING PARTY DATA

Name:	Trinity Computer Services, Inc.
Street Address:	401 Chestnut Street
Internal Address:	Suite B
City:	Wilmington
State/Country:	NORTH CAROLINA
Postal Code:	28401
Entity Type:	Corporation: DELAWARE

PROPERTY NUMBERS Total: 4

Property Type	Number	Word Mark
Registration Number:	6105593	ACUITYNXT
Registration Number:	5771314	ACUITYNXT
Registration Number:	5852517	Y
Registration Number:	3522452	A ACUITY ADVANCED CARE

CORRESPONDENCE DATA

Fax Number: 7134257700

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: 713-425-7450

Email: bmorris@krcl.com

Correspondent Name: Bruce C. Morris

Address Line 1: 5151 San Felipe Street

Address Line 2: Suite 800

Address Line 4: Houston, TEXAS 77056

NAME OF SUBMITTER:	Bruce C. Morris
SIGNATURE:	/s/Bruce C. Morris
DATE SIGNED:	05/17/2022

Total Attachments: 12

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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 OWNERSHIP, WHICH MERGES:

"TRINITY COMPUTER SERVICES, INC.", A CALIFORNIA CORPORATION, WITH AND INTO "TRINITY COMPUTER SERVICES, INC." UNDER THE NAME OF "TRINITY COMPUTER SERVICES, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE ON THE THIRTY-FIRST DAY OF DECEMBER, A.D. 2020, AT 12:39 O`CLOCK P.M.




Jeffrey W. Bullock, Secretary of State

7871951 8100M
SR# 20208809066

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

Authentication: 202201267
Date: 01-02-21

TRADEMARK
REEL: 007714 FRAME: 0493

CERTIFICATE OF OWNERSHIP AND MERGER

MERGING

**TRINITY COMPUTER SERVICES, INC.,
A CALIFORNIA CORPORATION**

WITH AND INTO

**TRINITY COMPUTER SERVICES, INC.,
A DELAWARE CORPORATION**

December 30, 2020

Pursuant to Section 253 of the Delaware Corporation Law (the "DGCL"), Trinity Computer Services, Inc., a California corporation (the "Corporation"), does hereby certify to the following information relating to the merger (the "Merger") of the Corporation with and into Trinity Computer Services, Inc., a Delaware corporation (the "Subsidiary"), with the Subsidiary remaining as the surviving corporation:

1. The Corporation owns all of the outstanding shares of each class of capital stock of the Subsidiary.
2. The Board of Directors of the Corporation, by resolutions duly adopted by unanimous written consent on December 30, 2020 and attached hereto as **Exhibit A**, determined to merge the Corporation with and into the Subsidiary pursuant to Section 253 of the DGCL. Holders of a majority of all of the outstanding shares of each class of capital stock of the Corporation approved the Merger by written consent on December 30, 2020.
3. The Subsidiary shall be the surviving corporation of the Merger.
4. The Certificate of Incorporation of the Subsidiary, as in effect immediately prior to the Merger, shall be the Certificate of Incorporation of the surviving corporation.
5. The Certificate of Ownership and Merger and the Merger shall become effective upon the filing of such Certificate of Ownership and Merger with the Delaware Secretary of State.
6. The Subsidiary agrees that it may be served with process in the State of Delaware in any proceeding for enforcement of any obligation of any constituent corporation of Delaware, as well as the enforcement of any obligation of the Subsidiary arising from the Merger, including any suit or other proceeding to enforce the rights of any stockholders as determined in appraisal proceedings pursuant to the provisions of Section 262 of the DGCL, and irrevocably appoints the Secretary of State of Delaware as its agent to accept services of process in any such suit or proceeding. The Secretary of State shall mail copy

of any such process to the Subsidiary at 11641 Blocker Drive, Suite 200, Auburn, CA 95603.

Signature Page Follows

IN WITNESS WHEREOF, the Corporation has caused this Certificate of Ownership and Merger to be signed by an authorized officer, effective as of the date first set forth above.

TRINITY COMPUTER SERVICES, INC.,
a California corporation

By: Deborah Keller
Deborah Keller, President

EXHIBIT A

UNANIMOUS WRITTEN CONSENT OF THE MEMBERS OF THE BOARD OF
DIRECTORS OF TRINITY COMPUTER SERVICES, INC.

[Follows on next page]

**UNANIMOUS WRITTEN CONSENT
OF THE MEMBERS OF THE
BOARD OF DIRECTORS
OF
TRINITY COMPUTER SERVICES, INC.**

As of December 30, 2020

Pursuant to the provisions of Chapter 3 of the California Corporations Code (the "**Code**"), the undersigned, being all of the members of the Board of Directors (the "**Directors**") of Trinity Computer Services, Inc., a California corporation (the "**Corporation**"), hereby waive notice of the time, place and purpose of a meeting of the Directors and hereby execute this unanimous written consent for the purposes of adopting the following resolutions of the Directors, to the same extent and to have the same force and effect as the unanimous vote of the Directors at a formal annual meeting of the Directors at which all Directors were present, duly called and held for the purpose of acting upon proposals to adopt such resolutions. The Secretary of the Corporation is directed to file this consent in the minute book of the Corporation.

WHEREAS, the Corporation owns all of the issued and outstanding shares of each class of capital stock of Trinity Computer Services, Inc., a Delaware corporation (the "**Subsidiary**"); and

WHEREAS, it is deemed advisable and in the best interest of the Corporation that the Corporation merge with and into the Subsidiary, with the Subsidiary as the surviving corporation.

NOW, THEREFORE, BE IT:

RESOLVED, that the Corporation be merged with and into the Subsidiary pursuant to Chapter 1110 of the Code (the "**Merger**"), so that the separate existence of the Corporation shall cease as soon as the Merger shall become effective, and the Subsidiary shall continue as the surviving corporation (the "**Surviving Corporation**"); and

FURTHER RESOLVED, that holders of the common stock of the Corporation (the "**Corporation Common Stock**"), upon surrender of any certificates therefor, shall receive the equivalent of ten (10) shares of common stock of the Subsidiary (the "**Subsidiary Common Stock**") for every one (1) share of Corporation Common Stock; and each share of Subsidiary Common Stock that is owned by the Corporation (as treasury stock or otherwise) shall automatically be cancelled and retired and cease to exist; and

FURTHER RESOLVED, that holders of warrants to purchase Corporation Common Stock (the "**Corporation Warrants**"), upon surrender of such Corporation Warrants, shall each receive a new warrant entitling its holder to purchase the equivalent of ten (10) shares of Subsidiary Common Stock for every one (1) share of Corporation Common Stock such holder was entitled to purchase pursuant to the terms of the applicable Corporation Warrant; and

FURTHER RESOLVED, that the Certificate of Incorporation of the Subsidiary, as in effect immediately prior to the Merger, shall be the Certificate of Incorporation of the Surviving Corporation; and

FURTHER RESOLVED, that the purpose of the Merger is to consummate an F Reorganization pursuant to Internal Revenue Code Section of 1986, as amended, 368(a)(1)(F) and constitutes a mere change in the place of organization of the Corporation.; and

FURTHER RESOLVED, that the President or any other officer of the Corporation (each such person, an "**Authorized Officer**") be, and each of them hereby is, authorized to prepare and execute a Certificate of Ownership and Merger setting forth a copy of these resolutions, and to file the Certificate of Ownership and Merger with the Secretary of State of Delaware and pay any fees related to such filing; and

FURTHER RESOLVED, any Authorized be, and each of them hereby is, authorized to prepare and execute a Certificate of Ownership setting forth a copy of these resolutions, and to file the Certificate of Ownership with the Secretary of State of California and pay any fees related to such filing; and

FURTHER RESOLVED, that each of the Authorized Officers be, and each of them hereby is, authorized and empowered to take all such further action and to executed, deliver, and file all such further agreements, certificates, instruments, and documents, in the name of and on behalf of the Corporation, and if requested or required, under its corporate seal duly attested by the Secretary or Assistant Secretary, to pay or cause to be paid all expenses; to take all such other actions as they or any one of them shall deem necessary, desirable, advisable, or appropriate to consummate, effectuate, carry out, or further the transactions contemplated by and the intent and purposes of the foregoing resolutions; and

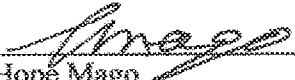
FURTHER RESOLVED, that this consent may be executed in multiple counterparts, each of which shall be deemed an original for all purposes, and all of which together shall constitute one and the same instrument; and

FURTHER RESOLVED, that each such multiple counterpart of this consent may be transmitted via facsimile or other similar electronic means and executed by one or more of the undersigned, and a facsimile of the signature of one or more of the undersigned shall be deemed an original signature for all purposes and have the same force and effect as a manually-signed original.

[Signatures on following page.]

IN WITNESS WHEREOF, the undersigned, being all of the Directors, have executed this consent to be effective as of the date first above written.

BOARD OF DIRECTORS:


Hope Mago

Scott Paddock

Robert Pock

Alex Klingelberger

Deborah Keller

IN WITNESS WHEREOF, the undersigned, being all of the Directors, have executed this consent to be effective as of the date first above written.

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Deborah Keller