

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM730822

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ENTITY CONVERSION		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
BOSTON DYNAMICS, INC.		06/14/2021	Corporation: MASSACHUSETTS
RECEIVING PARTY DATA			
Name:	BOSTON DYNAMICS, INC.		
Street Address:	200 Smith St.		
City:	Waltham		
State/Country:	MASSACHUSETTS		
Postal Code:	02451		
Entity Type:	Corporation: DELAWARE		
PROPERTY NUMBERS Total: 10			
Property Type	Number	Word Mark	
Serial Number:	90527617	BOXEL	
Serial Number:	90527630	BOXEL	
Serial Number:	90527638	BOXEL	
Serial Number:	90019208	STRETCH	
Serial Number:	90019215	STRETCH	
Serial Number:	90019219	STRETCH	
Serial Number:	88207423		
Serial Number:	88184743	ATLAS	
Serial Number:	88184751	SPOT	
Serial Number:	88184758	BOSTON DYNAMICS	
CORRESPONDENCE DATA			
Fax Number:	2124843990		
<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>			
Phone:	2124843900		
Email:	tmdocket@afslaw.com		
Correspondent Name:	Michelle Mancino Marsh		
Address Line 1:	1301 Avenue of the Americas		
Address Line 2:	Floor 42		

OP \$265.00 90527617

Address Line 4: New York, NEW YORK 10019

NAME OF SUBMITTER: Michelle Mancino Marsh

SIGNATURE: /MICHELLE MANCINO MARSH/

DATE SIGNED: 05/27/2022

Total Attachments: 7

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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 CONVERSION OF A MASSACHUSETTS CORPORATION UNDER THE NAME OF "BOSTON DYNAMICS, INC." TO A DELAWARE CORPORATION, FILED IN THIS OFFICE ON THE FOURTEENTH DAY OF JUNE, A.D. 2021, AT 9:16 O`CLOCK A.M.




Jeffrey W. Bullock, Secretary of State

4327494 8100F
SR# 20212434604

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

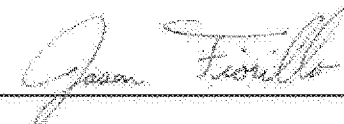
Authentication: 203462559
Date: 06-16-21

TRADEMARK
REEL: 007735 FRAME: 0758

STATE OF DELAWARE
CERTIFICATE OF CONVERSION
FROM A NON-DELAWARE CORPORATION
TO A DELAWARE CORPORATION
PURSUANT TO SECTION 265 OF THE
DELAWARE GENERAL CORPORATION LAW

- 1.) The jurisdiction where the Non-Delaware Corporation first formed is
Massachusetts
- 2.) The jurisdiction immediately prior to filing this Certificate is Massachusetts
- 3.) The date the Non-Delaware Corporation first formed is 11-06-1992
- 4.) The name of the Non-Delaware Corporation immediately prior to filing this
Certificate is Boston Dynamics, Inc.
- 5.) The name of the Corporation as set forth in the Certificate of Incorporation is
Boston Dynamics, Inc.

IN WITNESS WHEREOF, the undersigned being duly authorized to sign on behalf
of the converting Non-Delaware Corporation have executed this Certificate on the
14th day of June, A.D. 2021.

By: 

Name: Jason P. Fiorillo
Print or Type

Title: Vice President, General Counsel and Secretary
Print or Type

Delaware

The First State

Page 1

*I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF
DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND
CORRECT COPY OF THE CERTIFICATE OF INCORPORATION OF "BOSTON
DYNAMICS, INC." FILED IN THIS OFFICE ON THE FOURTEENTH DAY OF
JUNE, A.D. 2021, AT 9:16 O`CLOCK A.M.*




Jeffrey W. Bullock, Secretary of State

4327494 8100F
SR# 20212434604

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

Authentication: 203462559
Date: 06-16-21

TRADEMARK
REEL: 007735 FRAME: 0760

**CERTIFICATE OF INCORPORATION
OF
BOSTON DYNAMICS, INC.**

ARTICLE I

The name of the Corporation is Boston Dynamics, Inc.

ARTICLE II

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

ARTICLE III

The purpose of the Corporation is to engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of the State of Delaware, as the same exists or may hereafter be amended ("DGCL") or any successor statute.

ARTICLE IV

The total number of shares of capital stock which the Corporation shall have authority to issue is 12,108,038. All shares shall be common stock par value \$0.001 per share and are to be of one class (the "Common Stock").

1. Voting. Except as otherwise expressly provided herein or required by law, each holder of outstanding shares of Common Stock shall be entitled to one (1) vote in respect of each share of Common Stock held thereby of record on the books of the Corporation on all matters submitted to a vote of stockholders of the Corporation. Notwithstanding the provisions of Section 242(b)(2) of the DGCL, the number of authorized shares of Common Stock may be increased or decreased (but not below the number of shares thereof then outstanding) by the affirmative vote of a majority of the outstanding shares of Common Stock voting as a single class.

2. Dividends. The holders of Common Stock shall be entitled to receive dividends out of funds legally available therefor at such times and in such amounts as the Board of Directors may determine in its sole discretion.

3. Liquidation. Upon any Liquidation Event, after the payment or provision for payment of all debts and liabilities of the Corporation, the holders of Common Stock shall be entitled to share ratably in the remaining assets of the Corporation available for distribution.

ARTICLE V

In furtherance of and not in limitation of powers conferred by statute, it is further provided:

1. The business and affairs of the Corporation shall be managed by or under the direction of the Board of Directors.

2. Election of Directors need not be by written ballot unless the by-laws of the Corporation so provide.

3. The Board of Directors is expressly authorized to adopt, amend or repeal the by-laws of the Corporation to the extent specified therein.

ARTICLE VI

Meetings of stockholders may be held within or without the State of Delaware, as the by-laws may provide.

ARTICLE VII

To the extent permitted by law, the books of the Corporation may be kept outside the State of Delaware at such place or places as may be designated in the by-laws of the Corporation or from time to time by its Board of Directors.

ARTICLE VIII

To the fullest extent permitted by the DGCL, no director of the Corporation shall be personally liable to the Corporation or its stockholders for monetary damages for any breach of fiduciary duty as a director, notwithstanding any provision of law imposing such liability. No amendment to or repeal of this provision shall apply to or have any effect on the liability or alleged liability of any director of the Corporation for or with respect to any acts or omissions of such director occurring prior to such amendment or repeal.

ARTICLE IX

The Corporation renounces, to the fullest extent permitted by law, any interest or expectancy of the Corporation 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, (A) any director of the Corporation who is not an employee of the Corporation or any of its subsidiaries, or (B) any holder of Common Stock or any partner, member, director, stockholder, manager, employee, agent or other representative of any such holder, other than someone who is an employee of the Corporation or any of its subsidiaries (collectively, "Covered Persons"), unless 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 Corporation.

ARTICLE X

To the fullest extent permitted by applicable law, the Corporation is authorized to provide indemnification of (and advancement of expenses to) directors, officers and agents of the Corporation (and any other persons to which applicable law permits the Corporation 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 such applicable law. Any repeal or modification of this provision shall not adversely affect any right or protection hereunder of any person in respect of any act or omission occurring prior to the time of such repeal or modification.

ARTICLE XI

Except as otherwise provided herein, the Corporation reserves the right to amend, alter, change or repeal any provision contained in this Amended and Restated Certificate of Incorporation, in the manner

now or hereafter prescribed by statute, and all rights conferred upon stockholders herein are granted subject to this reservation.

ARTICLE XII

The name and mailing address of the incorporator is Jason P. Fiorillo, 200 Smith St., Waltham, MA 02451.

IN WITNESS WHEREOF, the undersigned has caused this Certificate of Incorporation to be executed on June 14, 2021.

BOSTON DYNAMICS, INC.

By: 

Name: Jason P. Fiorillo

Title: Sole Incorporator

[Signature Page to Certificate of Incorporation]