

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM737874

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ENTITY CONVERSION		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
SCHOOX, INC		06/29/2022	Corporation: DELAWARE
RECEIVING PARTY DATA			
Name:	SCHOOX, LLC		
Street Address:	3112 Windsor Road		
Internal Address:	#A108		
City:	Austin		
State/Country:	TEXAS		
Postal Code:	78703		
Entity Type:	Limited Liability Company: DELAWARE		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	6078449	SCHOOX	
CORRESPONDENCE DATA			
Fax Number:			
<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:	2128487272		
Email:	Austin.Grossfeld@shearman.com		
Correspondent Name:	Jordan Altman		
Address Line 1:	599 Lexington Avenue		
Address Line 4:	New York, NEW YORK 10022		
ATTORNEY DOCKET NUMBER:	40976/5		
NAME OF SUBMITTER:	Jordan Altman		
SIGNATURE:	/Jordan Altman/		
DATE SIGNED:	06/29/2022		
Total Attachments: 4			
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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 THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF CONVERSION OF A DELAWARE CORPORATION UNDER THE NAME OF "SCHOOX, INC." TO A DELAWARE LIMITED LIABILITY COMPANY, CHANGING ITS NAME FROM "SCHOOX, INC." TO "SCHOOX, LLC", FILED IN THIS OFFICE ON THE TWENTY-NINTH DAY OF JUNE, A.D. 2022, AT 5:16 O`CLOCK P.M.




Jeffrey W. Bullock, Secretary of State

5090360 8100V
SR# 20222867960

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

Authentication: 203804780
Date: 06-29-22

TRADEMARK
REEL: 007766 FRAME: 0194

**CERTIFICATE OF CONVERSION
FROM A CORPORATION TO
A LIMITED LIABILITY COMPANY**

(Pursuant to Section 18-214 of the Delaware Limited Liability Company Act (the "*Act*"))

Schoox, Inc. (the "*Converting Entity*"), a Delaware corporation organized and existing under and by virtue of the Delaware General Corporation Law (the "*DGCL*"), to be converted hereby into Schoox, LLC, a Delaware limited liability company (the "*Converted Entity*"), does hereby certify:

1. The Converting Entity was formed on January 4, 2012 in the jurisdiction of the State of Delaware under the name "Schoox, Inc."
2. The name of the Converting Entity immediately prior to the filing of this Certificate of Conversion is "Schoox, Inc."
3. The name of the Converted Entity as set forth in the Certificate of Formation, being filed simultaneously with this Certificate of Conversion in accordance with Section 265(b) of the Delaware General Corporation Law is "Schoox, LLC."
4. The conversion of the Converting Entity has been approved in accordance with the provisions of the Act and the DGCL.
5. The conversion shall become effective upon filing this Certificate of Conversion with the Secretary of State of the State of Delaware.

IN WITNESS WHEREOF, Schoox, Inc. has caused this Certificate of Conversion to be duly authorized and delivered as of June 29, 2022.

SCHOOX, INC.

DocuSigned by:
Eleftherios Ntouanoglou
By: _____
Name: Eleftherios Ntouanoglou
Title: Chief Executive Officer

State of Delaware
Secretary of State
Division of Corporations
Delivered 05:16 PM 06/29/2022
FILED 05:16 PM 06/29/2022

SR 20222867960 - File Number 5090360

**TRADEMARK
REEL: 007766 FRAME: 0195**

Delaware

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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 FORMATION OF "SCHOOX, LLC"
FILED IN THIS OFFICE ON THE TWENTY-NINTH DAY OF JUNE, A.D.
2022, AT 5:16 O`CLOCK P.M.




Jeffrey W. Bullock, Secretary of State

5090360 8100V
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Authentication: 203804780
Date: 06-29-22

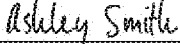
TRADEMARK
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**CERTIFICATE OF FORMATION
OF
SCHOOX, LLC**

The undersigned, being over the age of eighteen (18) years and acting as sole organizer of a limited liability company under the Delaware Limited Liability Company Act does hereby adopt the following Certificate of Formation for Schoox, LLC (the "*Company*"):

1. The name of the Company is **Schoox, LLC**.
2. The registered office of the Company in the State of Delaware is located at 1209 Orange Street, Wilmington, New Castle County, Delaware 19801. The name of its registered agent at such address is The Corporation Trust Company.

IN WITNESS WHEREOF, the undersigned, an authorized person or agent or attorney-in-fact of the Company, hereby executes this Certificate of Formation as of June 29, 2022, under penalties of perjury and certifies that, to the best of the undersigned's knowledge and belief, the facts stated herein are true.

DocuSigned by:


Ashley Smith, Authorized Person