

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM748606

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	08/12/2022

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
KM BUSINESS INFORMATION CANADA LTD.		08/12/2022	Corporation: CANADA
KEY MEDIA CANADA (LAW) LTD.		08/12/2022	Corporation: CANADA

RECEIVING PARTY DATA

Name:	KM BUSINESS INFORMATION CANADA LTD.
Street Address:	317 Adelaide Street West
Internal Address:	Suite 910
City:	Toronto
State/Country:	CANADA
Postal Code:	M5V 1P9
Entity Type:	Corporation: CANADA

PROPERTY NUMBERS Total: 1

Property Type	Number	Word Mark
Registration Number:	2066409	LEXPERT

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: 312-554-8000
 Email: jsj@pattishall.com
 Correspondent Name: Jonathan S. Jennings
 Address Line 1: 200 S. Wacker Drive
 Address Line 2: Suite 2900
 Address Line 4: Chicago, ILLINOIS 60606

DOMESTIC REPRESENTATIVE

Name: Jonathan S. Jennings
 Address Line 1: 200 S. Wacker Drive

CH \$40.00 2066409

Address Line 2:	Suite 2900
Address Line 4:	Chicago, ILLINOIS 60606
NAME OF SUBMITTER:	Jonathan S. Jennings
SIGNATURE:	/Jonathan S. Jennings/
DATE SIGNED:	08/15/2022
Total Attachments: 12	
source=Key Media - KM Business Information Canada Ltd.- Certificate and Articles of Amalgamation#page1.tif	
source=Key Media - KM Business Information Canada Ltd.- Certificate and Articles of Amalgamation#page2.tif	
source=Key Media - KM Business Information Canada Ltd.- Certificate and Articles of Amalgamation#page3.tif	
source=Key Media - KM Business Information Canada Ltd.- Certificate and Articles of Amalgamation#page4.tif	
source=Key Media - KM Business Information Canada Ltd.- Certificate and Articles of Amalgamation#page5.tif	
source=Key Media - KM Business Information Canada Ltd.- Certificate and Articles of Amalgamation#page6.tif	
source=Key Media - KM Business Information Canada Ltd.- Certificate and Articles of Amalgamation#page7.tif	
source=Key Media - KM Business Information Canada Ltd.- Certificate and Articles of Amalgamation#page8.tif	
source=Key Media - KM Business Information Canada Ltd.- Certificate and Articles of Amalgamation#page9.tif	
source=Key Media - KM Business Information Canada Ltd.- Certificate and Articles of Amalgamation#page10.tif	
source=Key Media - KM Business Information Canada Ltd.- Certificate and Articles of Amalgamation#page11.tif	
source=Key Media - KM Business Information Canada Ltd.- Certificate and Articles of Amalgamation#page12.tif	

Certificate of Amalgamation

Certificat de fusion

Business Corporations Act

Loi sur les sociétés par actions

KM BUSINESS INFORMATION CANADA LTD.

Corporation Name / Dénomination sociale

1000284493

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

August 12, 2022 / 12 août 2022

V. Quintanilla W.

Director / Directeur

Business Corporations Act / Loi sur les sociétés par actions

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

Certified a true copy of the record of the
Ministry of Government and Consumer Services.

V. Quintanilla W.

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.

V. Quintanilla W.

Directeur ou registrateur

TRADEMARK
REEL: 007822 FRAME: 0870



Articles of Amalgamation

Business Corporations Act

1. Amalgamated Corporation Name
KM BUSINESS INFORMATION CANADA LTD.

2. Registered Office Address
317 Adelaide Street West, Suite 910, Toronto, Ontario, Canada, M5V 1P9

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

4. The director(s) is/are:

Full Name	Michael Stephen Owen SHIPLEY
Resident Canadian	No
Address for Service	317 Adelaide Street West, Suite 910, Toronto, Ontario, Canada, M5V 1P9

5. Method of Amalgamation

B. 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:

The endorsed Articles of Amalgamation are not complete without the Certificate of Amalgamation.
Certified a true copy of the record of the Ministry of Government and Consumer Services.

V. Quintanilla W.
Director/Registrar, Ministry of Government and Consumer Services

Corporation Name	OCN	Date of Adoption/Approval
KM BUSINESS INFORMATION CANADA LTD.	1000242197	August 12, 2022
KEY MEDIA CANADA (LAW) LTD.	1000220320	August 12, 2022

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 common 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":
The rights, privileges, restrictions and conditions attaching to the common shares are as follows: (a) Dividends. The holders of the common shares shall be entitled to receive dividends if, as and when declared by the board of directors of the Corporation in such amount and in such form and payable at such time(s) as the board of directors may from time to time determine, in their sole and unfettered discretion. (b) Participation upon Dissolution, Liquidation or Winding-Up. In the event of the dissolution, liquidation or winding-up of the Corporation, whether voluntary or involuntary, or any other distribution of assets of the Corporation among its shareholders for the purpose of winding up its affairs, the holders of the common shares shall be entitled to share rateably share for share and without preference or distinction in any distribution of the remaining assets of the Corporation. (c) Voting Rights. The holders of the common shares shall be entitled to receive notice of and to attend all meetings of the shareholders of the Corporation and shall have one vote for each common share held at all meetings of the shareholders of the Corporation.

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

No shares may be transferred without either: (a) the approval of the directors of the Corporation expressed by a resolution passed by the board of directors of the Corporation at a meeting of the directors or by an instrument or instruments in writing signed by at least a majority of the directors, or (b) the approval of the holders of at least a majority of the voting shares of the Corporation for the time being outstanding expressed by a resolution passed by the shareholders or by an instrument or instruments in writing signed by the holders of at least a majority of such shares.

10. Other provisions:

No securities, other than non-convertible debt securities, may be transferred without either: (a) the approval of the directors of the Corporation expressed by a resolution passed by the board of directors of the Corporation at a meeting of the directors or by an instrument or instruments in writing signed by at least a majority of the directors, or (b) the approval of the holders of at least a majority of the voting shares of the Corporation for the time being outstanding expressed by a resolution passed by the shareholders or by an instrument or instruments in writing signed by the holders of at least a majority of such shares.

The endorsed Articles of Amalgamation are not complete without the Certificate of Amalgamation.
Certified a true copy of the record of the Ministry of Government and Consumer Services.

V. Dumitrescu
Director/Registrar, Ministry of Government and Consumer Services

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

The endorsed Articles of Amalgamation are not complete without the Certificate of Amalgamation.
Certified a true copy of the record of the Ministry of Government and Consumer Services.

V. Quintanilla W.

Director/Registrar, Ministry of Government and Consumer Services

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.

The endorsed Articles of Amalgamation are not complete without the Certificate of Amalgamation.
Certified a true copy of the record of the Ministry of Government and Consumer Services.

V. Quintanilla W.

Director/Registrar, Ministry of Government and Consumer Services

Supporting Document - Schedule "B"

The directors' resolutions of each amalgamating corporation as required under section 177 of the Business Corporations Act

The endorsed Articles of Amalgamation are not complete without the Certificate of Amalgamation.
Certified a true copy of the record of the Ministry of Government and Consumer Services.

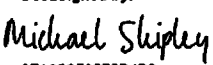
V. Quintanilla W.

Director/Registrar, Ministry of Government and Consumer Services

SCHEDULE "A-1"
STATEMENT OF DIRECTOR OR OFFICER
OF
KM BUSINESS INFORMATION CANADA LTD.
(the "Corporation")

1. I, Michael Shipley, am a director of the Corporation, one of the amalgamating corporations listed in the Articles of Amalgamation to which this statement is attached.
2. The Corporation desires to amalgamate with Key Media Canada (Law) Ltd. and continue as one corporation under the name KM Business Information Canada Ltd. (the "Amalgamated Corporation");
3. I hereby state that there are reasonable grounds for believing that:
 - (a) each amalgamating corporation is and the Amalgamated Corporation will be able to pay its liabilities as they become due;
 - (b) the realizable value of the Amalgamated Corporation's assets will not be less than the aggregate of its liabilities and stated capital of all classes; and
 - (c) no creditor will be prejudiced by the amalgamation.

DATED the 12th day of August, 2022

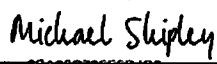
DocuSigned by:

9EA866786F69480...

Michael Shipley

SCHEDULE "A-2"
STATEMENT OF DIRECTOR OR OFFICER
OF
KEY MEDIA CANADA (LAW) LTD.
(the "Corporation")

1. I, Michael Shipley, am a director of the Corporation, one of the amalgamating corporations listed in the Articles of Amalgamation to which this statement is attached.
2. The Corporation desires to amalgamate with KM Business Information Canada Ltd. and continue as one corporation under the name KM Business Information Canada Ltd. (the "Amalgamated Corporation");
3. I hereby state that there are reasonable grounds for believing that:
 - (a) each amalgamating corporation is and the Amalgamated Corporation will be able to pay its liabilities as they become due;
 - (b) the realizable value of the Amalgamated Corporation's assets will not be less than the aggregate of its liabilities and stated capital of all classes; and
 - (c) no creditor will be prejudiced by the amalgamation.

DATED the 12th day of August, 2022

DocuSigned by:

Michael Shipley

Schedule "B-1"
RESOLUTION OF THE SOLE DIRECTOR
OF
KM BUSINESS INFORMATION CANADA LTD.
(the "Corporation")

Amalgamation with Key Media Canada (Law) Ltd.

WHEREAS the Corporation owns all of the issued and outstanding shares of Key Media Canada (Law) Ltd.;

AND WHEREAS the Corporation desires to amalgamate with Key Media Canada (Law) Ltd. and to continue as one corporation pursuant to subsection 177(1) of the *Business Corporations Act* (Ontario) (the "Act").

RESOLVED THAT:

1. the Corporation shall amalgamate with Key Media Canada (Law) Ltd. and continue as one corporation under the name KM Business Information Canada Ltd. (the "**Amalgamated Corporation**");

2. upon the Articles of Amalgamation becoming effective, all shares in the capital of Key Media Canada (Law) Ltd., including all shares which have been issued and are outstanding at the date hereof, shall be cancelled without any repayment of capital in respect thereof;

3. the by-laws of the Amalgamated Corporation shall be the same as the by-laws of the Corporation;

4. the Articles of Amalgamation of the Amalgamated Corporation shall be the same as the Articles of the Corporation;

5. no securities shall be issued and no assets shall be distributed by the Amalgamated Corporation in connection with the amalgamation;

6. any one officer or director of the Corporation is authorized to sign the statement, in the form required by subsection 178(2) of the Act, which statement is to be attached to the Articles of Amalgamation;


7. any one officer or director of the Corporation is authorized to do all things and sign all documents necessary or desirable to implement the foregoing; and

8. these resolutions, to the extent delivered by means of an attachment to an electronic mail in portable document format (pdf), or executed and/or delivered by electronic means, shall be treated in all manner and respects as original valid resolutions with the same effect as if they were the original signed version thereof delivered in person.

- 2 -

* * * * *

Each of the foregoing resolutions is hereby consented to by the sole director of the Corporation pursuant to the *Business Corporations Act* (Ontario) as of the 12th day of August, 2022.

DocuSigned by:

0E405C785F5D488...
Michael Shipley

Schedule "B-2"

RESOLUTION OF THE DIRECTORS

OF

KEY MEDIA CANADA (LAW) LTD.

(the "Corporation")

Amalgamation with KM Business Information Canada Ltd.

WHEREAS the Corporation is a wholly-owned subsidiary of KM Business Information Canada Ltd.;

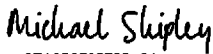
AND WHEREAS the Corporation desires to amalgamate with KM Business Information Canada Ltd. and to continue as one corporation pursuant to subsection 177(1) of the *Business Corporations Act* (Ontario) (the "Act").


RESOLVED THAT:

1. the Corporation shall amalgamate with KM Business Information Canada Ltd. and continue as one corporation under the name KM Business Information Canada Ltd. (the "Amalgamated Corporation");
2. upon the Articles of Amalgamation becoming effective, all of the shares in the capital of the Corporation, including all shares which have been issued and are outstanding at the date hereof, shall be cancelled without any repayment of capital in respect thereof;
3. the by-laws of the Amalgamated Corporation shall be the same as the by-laws of KM Business Information Canada Ltd.;
4. the Articles of Amalgamation of the Amalgamated Corporation shall be the same as the Articles of KM Business Information Canada Ltd.;
5. no securities shall be issued and no assets shall be distributed by the Amalgamated Corporation in connection with the amalgamation;
6. any one officer or director of the Corporation is authorized to sign the statement, in the form required by subsection 178(2) of the Act, which statement is to be attached to the Articles of Amalgamation;
7. any one officer or director of the Corporation is authorized to do all things and sign all documents necessary or desirable to implement the foregoing; and
8. these resolutions may be executed in counterparts and, to the extent delivered by means of an attachment to an electronic mail in portable document format (pdf), or executed and/or delivered by electronic means, shall be treated in all manner and respects as original valid resolutions with the same effect as if they were the original signed version thereof delivered in person.

* * * * *

Each of the foregoing resolutions is hereby consented to by all of the directors of the Corporation pursuant to the *Business Corporations Act* (Ontario) as of the 12th day of August, 2022.

DocuSigned by:

BEA050705F50480
Michael Shipley

DocuSigned by:

E478537208B24D0...
Timothy Duce