

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM763908

SUBMISSION TYPE:	RESUBMISSION
NATURE OF CONVEYANCE:	MERGER AND CHANGE OF NAME
EFFECTIVE DATE:	01/01/2018
RESUBMIT DOCUMENT ID:	900714691

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Advice Company		12/27/2017	Corporation: CALIFORNIA

NEWLY MERGED ENTITY DATA

Name	Execution Date	Entity Type
AdviceCo Ventures Company	12/27/2017	Corporation: DELAWARE

MERGED ENTITY'S NEW NAME (RECEIVING PARTY)

Name:	ADVICE COMPANY
Street Address:	5215 N. SABINO CANYON ROAD
City:	TUCSON
State/Country:	ARIZONA
Postal Code:	85750
Entity Type:	Corporation: DELAWARE

PROPERTY NUMBERS Total: 1

Property Type	Number	Word Mark
Registration Number:	4215790	ATTORNEYPAGES

CORRESPONDENCE DATA

Fax Number: 2157359305
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: 2157359302
Email: trademarks@thebellesgroup.com
Correspondent Name: BELLES KATZ LLC
Address Line 1: 1800 John F. Kennedy Blvd.
Address Line 2: Suite 1010
Address Line 4: Philadelphia, PENNSYLVANIA 19103

ATTORNEY DOCKET NUMBER:	ADV-TM5
NAME OF SUBMITTER:	Lisa Peller London
SIGNATURE:	/lisapellerlondon/

DATE SIGNED:	10/27/2022
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Total Attachments: 6

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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 MERGER, WHICH MERGES:

"ADVICE COMPANY", A CALIFORNIA CORPORATION,

WITH AND INTO "ADVICECO VENTURES COMPANY" UNDER THE NAME OF "ADVICE COMPANY", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE ON THE TWENTY-EIGHTH DAY OF DECEMBER, A.D. 2017, AT 2:26 O`CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE FIRST DAY OF JANUARY, A.D. 2018 AT 12 O`CLOCK A.M.




Jeffrey W. Bullock, Secretary of State

5703849 8100M
SR# 20180182066

Authentication: 201952341
Date: 01-10-18

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

TRADEMARK
REEL: 007834 FRAME: 0190

STATE OF DELAWARE
CERTIFICATE OF MERGER OF FOREIGN CORPORATION INTO A DOMESTIC
CORPORATION

Pursuant to Title 8, Section 252 of the Delaware General Corporation Law, the undersigned corporation executed the following Certificate of Merger:

FIRST: The name of the surviving corporation, which was originally incorporated in Delaware on March 4, 2015 under the name "AdviceCo Ventures Company" shall, as provided in the accompanying Restated Certificate of Incorporation, be changed to "Advice Company" which shall be a Delaware corporation, and the name of the corporation being merged into this surviving corporation is a California corporation currently named "Advice Company".

SECOND: The Agreement of Merger has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations pursuant to Title 8 Section 252 of the General Corporation Law of the State of Delaware.

THIRD: The Certificate of Incorporation of the surviving Delaware corporation shall be amended and restated as set forth in the attached Restated Certificate of Incorporation.

FOURTH: The authorized stock of the non-Delaware corporation is 7 million shares, of which 5 million are Common shares and 2 million are preferred shares. A total of 1,829,046 common shares and zero preferred shares of the merging corporation are outstanding, and an identical number of common shares of the surviving corporation are outstanding. As each shareholder of both the merging and surviving corporations owns the exact same number of shares in each entity (the disappearing and the surviving corporation), the merger does not make any change in the ownership interests of any shareholder. At the conclusion of the merger, each issued and outstanding share of both the merging and surviving corporations shall become just one share of the surviving corporation.

FIFTH: The merger is to become effective as of 12:00:01 AM on January 1, 2018.

SIXTH: The Agreement of Merger is on file at Suite 120, 2330 Marinship Way, Sausalito, California 94965, the principal office of both the disappearing and the surviving corporation.

SEVENTH: A copy of the Agreement of Merger will be furnished by the surviving corporation, on request, without cost, to any stockholder of the constituent corporations.

IN WITNESS WHEREOF, said surviving corporation has caused this certificate to be signed by an authorized officer, the 27th day of December, 2017.

AdviceCo Ventures Company

By: 

Gerry H. Goldsholle

Executive Chairman and Authorized Officer

**RESTATED CERTIFICATE OF INCORPORATION
OF
ADVICE COMPANY**

FIRST: The name of the Corporation is ADVICE COMPANY. The Corporation was originally incorporated in Delaware as ADVICECO VENTURES COMPANY on March 4, 2015.

SECOND: 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 Delaware. Without limitation of the foregoing, a specific purpose of the Corporation shall be to serve as a leading provider of information and advice through the Internet and other means of communication.

THIRD: The total number of shares of stock which the Corporation is authorized to issue is three million (3,000,000) Common Shares having a par value of one cent (\$0.01) per share.

FOURTH: The business and affairs of the Corporation shall be managed by or under the direction of the Board of Directors. In furtherance and not in limitation of the powers conferred by the laws of Delaware, the Board of Directors is also authorized to make, amend and/or repeal the bylaws. The directors need not be elected by ballot unless required by the bylaws of the Corporation.

FIFTH: To the fullest extent permitted by the Delaware General Corporation Law, a director of this Corporation shall not be liable to the Corporation or its stockholders for monetary damages for breach of fiduciary duty as a director. The Corporation is also authorized to provide indemnification of its directors, officers and/or agents for breach of duty to the Corporation and its shareholders, subject only to such limits as may apply pursuant to applicable law.

SIXTH: This Corporation shall be perpetual unless otherwise decided by a majority of the Board of Directors. The Corporation reserves the right to amend or repeal any provision in this Restated Certificate of Incorporation in the manner prescribed by the laws of Delaware.

SEVENTH: The registered office of the Corporation in the State of Delaware is located at 16192 Costal Highway, Lewes, Delaware 19958, County of Sussex. The registered agent in charge thereof is Harvard Business Services, Inc.

Delaware

The First State

Page 1


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Jeffrey W. Bullock, Secretary of State

5703849 8100M
SR# 20180182066

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

Authentication: 201952342
Date: 01-10-18

TRADEMARK
REEL: 007834 FRAME: 0193

STATE OF DELAWARE
CERTIFICATE OF MERGER OF FOREIGN CORPORATION INTO A DOMESTIC
CORPORATION

Pursuant to Title 8, Section 252 of the Delaware General Corporation Law, the undersigned corporation executed the following Certificate of Merger:

FIRST: The name of the surviving corporation, which was originally incorporated in Delaware on March 4, 2015 under the name "AdviceCo Ventures Company" shall, as provided in the accompanying Restated Certificate of Incorporation, be changed to "Advice Company" which shall be a Delaware corporation, and the name of the corporation being merged into this surviving corporation is a California corporation currently named "Advice Company".

SECOND: The Agreement of Merger has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations pursuant to Title 8 Section 252 of the General Corporation Law of the State of Delaware.

THIRD: The Certificate of Incorporation of the surviving Delaware corporation shall be amended and restated as set forth in the attached Restated Certificate of Incorporation.

FOURTH: The authorized stock of the non-Delaware corporation is 7 million shares, of which 5 million are Common shares and 2 million are preferred shares. A total of 1,829,046 common shares and zero preferred shares of the merging corporation are outstanding, and an identical number of common shares of the surviving corporation are outstanding. As each shareholder of both the merging and surviving corporations owns the exact same number of shares in each entity (the disappearing and the surviving corporation), the merger does not make any change in the ownership interests of any shareholder. At the conclusion of the merger, each issued and outstanding share of both the merging and surviving corporations shall become just one share of the surviving corporation.

FIFTH: The merger is to become effective as of 12:00:01 AM on January 1, 2018.

SIXTH: The Agreement of Merger is on file at Suite 120, 2330 Marinship Way, Sausalito, California 94965, the principal office of both the disappearing and the surviving corporation.

SEVENTH: A copy of the Agreement of Merger will be furnished by the surviving corporation, on request, without cost, to any stockholder of the constituent corporations.

IN WITNESS WHEREOF, said surviving corporation has caused this certificate to be signed by an authorized officer, the 27th day of December, 2017.

AdviceCo Ventures Company

By: 

Gerry H. Goldsholle

Executive Chairman and Authorized Officer

**RESTATED CERTIFICATE OF INCORPORATION
OF
ADVICE COMPANY**

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SECOND: 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 Delaware. Without limitation of the foregoing, a specific purpose of the Corporation shall be to serve as a leading provider of information and advice through the Internet and other means of communication.

THIRD: The total number of shares of stock which the Corporation is authorized to issue is three million (3,000,000) Common Shares having a par value of one cent (\$0.01) per share.

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SIXTH: This Corporation shall be perpetual unless otherwise decided by a majority of the Board of Directors. The Corporation reserves the right to amend or repeal any provision in this Restated Certificate of Incorporation in the manner prescribed by the laws of Delaware.

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