

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM779302

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER		
EFFECTIVE DATE:	12/07/2022		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Alain Pinel Realtors, Inc.		12/12/2022	Corporation: CALIFORNIA
RECEIVING PARTY DATA			
Name:	Compass California II, Inc.		
Street Address:	90 Fifth Avenue		
Internal Address:	3rd Floor		
City:	New York		
State/Country:	NEW YORK		
Postal Code:	10011		
Entity Type:	Corporation: DELAWARE		
PROPERTY NUMBERS Total: 6			
Property Type	Number	Word Mark	
Registration Number:	2124737	ALAIN PINEL	
Registration Number:	5855382	APR ALAIN PINEL REALTORS APL	
Registration Number:	5630424	THE EXPERIENCE IS ALAIN PINEL	
Registration Number:	2800530	QUALITY IS A UNIVERSAL LANGUAGE	
Registration Number:	2895298	PURVEYORS OF DISTINCTIVE HOMES & ESTATES	
Registration Number:	2800529	CONTEMPLATE THE ADVANTAGES	
CORRESPONDENCE DATA			
Fax Number:	3172317433		
<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:	3172361313		
Email:	dwong@btlaw.com		
Correspondent Name:	David A.W. Wong		
Address Line 1:	11 South Meridian Street		
Address Line 4:	Indianapolis, INDIANA 46204-3535		
NAME OF SUBMITTER:	David A.W. Wong		
SIGNATURE:	/dwong/		

OP \$165.00 2124737

DATE SIGNED:	01/09/2023
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Total Attachments: 4

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STATE OF CALIFORNIA
 Office of the Secretary of State
MERGER
CORPORATION(S) ONLY TO QUALIFIED
CORPORATION SURVIVOR
 California Secretary of State
 1500 11th Street
 Sacramento, California 95814
 (916) 653-3516

For Office Use Only
-FILED-
 File No.: BA20221300719
 Date Filed: 12/22/2022

11:34:3-5909 12/22/2022 3:59 PM Received by California Secretary of State

Qualified Corporation Survivor

Name of Surviving Entity **COMPASS CALIFORNIA II, INC.**

Entity No. **3844951**

Surviving Entity Type **Stock Corporation - Out of State - Stock**

Formed In **DELAWARE**

Entities Merging Out

Merging Out Entity Name	Nonqualified Entity Type	Formed In
ALAIN PINEL REALTORS, INC. Stock Corporation - CA - General Entity No.: 1665822 Formed In: CALIFORNIA		

Merger Documents

Merger documents have been approved and signed by each entity participating in the merger.

Additional information and signatures set forth on attached pages, if any, are incorporated herein by reference and made part of this filing.

Electronic Signature

By signing, I affirm that I have the authority to submit this merger.

Bradley Serwin Chairperson of the Board 12/22/2022

Signature _____ Date _____

CERTIFICATE OF OWNERSHIP

MERGING

ALAIN PINEL REALTORS, INC.

(California Corporation with CA Entity Number 1665822)

WITH AND INTO

COMPASS CALIFORNIA II, INC.

(Delaware Corporation with DE File Number 5866762 and CA Entity Number 3844951)

(Pursuant to Section 253 of the General Corporation Law of Delaware and Section 1110 of the California Corporations Code)

Pursuant to the provisions of the General Corporation Law of the State of Delaware and the California Corporations Code of the State of California, Bradley Serwin does hereby certify that he is both Chairperson of the Board and Secretary of Compass California II, Inc., a corporation incorporated under the laws of the State of Delaware, with California Entity Number 3844951 (the “**Parent**”), and further certifies:

1. The Parent owns one hundred percent (100%) of the outstanding shares of each class of stock of Alain Pinel Realtors, Inc. a corporation incorporated on the 1st day of June, 1990, under the laws of the State of California (the “**Subsidiary**”). The laws of the Subsidiary permit the merger of a subsidiary corporation organized and existing under the laws of said State into a parent corporation organized under the laws of another state to the extent such other state's general corporation law permits such a merger.
2. The Parent was incorporated on the 2nd day of November, 2015, pursuant to the General Corporations Law of the State of Delaware, the provisions of which permit the merger of a subsidiary corporation organized and existing under the laws of another state into a parent corporation existing under the laws of said State to the extent such other state's general corporation law permits such a merger.
3. The Board of Directors of the Parent, by the following resolutions, duly adopted by the unanimous written consent of the members thereof on December 7, 2022, determined to, and effective as prescribed by law, merge the Subsidiary into itself, with the Parent being the surviving corporation, which resolution is in the following words:

WHEREAS, Compass California II, Inc., a Delaware corporation (the “**Parent**”), is the legal and beneficial owner of one hundred percent (100%) of the outstanding shares of Alain Pinel Realtors, Inc., a California corporation (the “**Subsidiary**”); and

WHEREAS, the Parent desires to merge the Subsidiary into itself in accordance with the provisions of Section 253 of the Delaware General Corporation Law and Section 1110 of the California Corporations Code, with the Parent being the surviving corporation and the Subsidiary disappearing.

NOW, THEREFORE, BE IT RESOLVED, that (i) the Subsidiary will be merged into the Parent, (ii) the Parent will be the surviving corporation and (iii) the Parent will assume all of the liabilities and obligations of the Subsidiary;


FURTHER RESOLVED, that the Chairperson of the Board and Secretary of the Parent be, and hereby is, directed to make and execute a Certificate Ownership setting forth a copy of these resolutions providing for the merger of the Subsidiary into the Parent and the date of adoption hereof, and to cause the same to be filed in the office of the Delaware Secretary of State, and in the office of the California Secretary of State; and

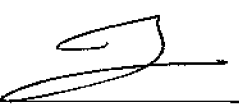
FURTHER RESOLVED, that the officer of the Parent be and he hereby is authorized, empowered, and directed to do any and all acts and things, and to make, execute, deliver, file, and/or record any and all instruments, papers, and documents, whether within or without the State of Delaware, which shall be or becomes necessary, proper or convenient to carryout or put into effect any of the provisions of the merger as herein provided, including any such filings, as deemed necessary by the officer and counsel.

4. The entire foregoing resolution of merger has been approved by the unanimous consent of the Board of Directors of the Subsidiary.

[SIGNATURE PAGE FOLLOWS]

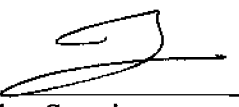
IN WITNESS HEREOF, this Certificate of Ownership has been executed as of the 12th day of December, 2022.


By: 
Name: Bradley Serwin
Title: Chairperson of the Board

By: 
Name: Bradley Serwin
Title: Secretary

The undersigned, Bradley Serwin, being both Chairperson of the Board and Secretary of Compass California II, Inc., declares under penalty of perjury under the laws of the State of Delaware that he signed the foregoing certificate in the official capacity set forth beneath his signature, and that the statements set forth in this Certificate of Ownership are true of his own knowledge.

The undersigned, Bradley Serwin, being both Chairperson of the Board and Secretary of Compass California II, Inc. declares under penalty of perjury under the laws of the State of California that the matters set forth in this certificate are true and correct of his own knowledge.

By: 
Name: Bradley Serwin
Title: Chairperson of the Board

By: 
Name: Bradley Serwin
Title: Secretary

[Signature Page to Certificate of Ownership – Alain Pinel Realtors, Inc. (CA) merging into Compass California II, Inc.]