

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM787503

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ENTITY CONVERSION		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
VERISTOR SYSTEMS, INC.		01/14/2022	Corporation: GEORGIA
RECEIVING PARTY DATA			
Name:	VERISTOR SYSTEMS, LLC		
Street Address:	4 SENTRY PARKWAY EAST, SUITE 300		
City:	BLUE BELL		
State/Country:	PENNSYLVANIA		
Postal Code:	19422		
Entity Type:	Limited Liability Company: DELAWARE		
PROPERTY NUMBERS Total: 5			
Property Type	Number	Word Mark	
Registration Number:	3226637	VERISTOR	
Registration Number:	6289646	V VERISTOR	
Registration Number:	6663246	V	
Registration Number:	6559005	FF	
Registration Number:	6559004	FORTY8FIFTY LABS	
CORRESPONDENCE DATA			
Fax Number:	2125935955		
<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:	212-756-2132		
Email:	scott.kareff@srz.com		
Correspondent Name:	S. Kareff c/o Schulte Roth & Zabel LLP		
Address Line 1:	919 Third Avenue		
Address Line 2:	25th Floor		
Address Line 4:	New York, NEW YORK 10022		
ATTORNEY DOCKET NUMBER:	051664-0022		
NAME OF SUBMITTER:	Scott Kareff (051664-0022)		
SIGNATURE:	/EC FOR SK/		
DATE SIGNED:	02/16/2023		

CH \$140.00 3226637

Total Attachments: 6

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**STATE OF DELAWARE
CERTIFICATE OF CONVERSION**

VERISTOR SYSTEMS, Inc.

Pursuant to the Delaware Limited Liability Company Act, 6 Del Code Ann. § 18-101 *et. seq.* (the “*Act*”), the undersigned desires to convert (the “*Conversion*”) Veristor Systems, Inc., a Georgia corporation (the “*Company*”) to a Delaware series limited liability company under the Act by delivering to the Secretary of State of the State of Delaware this Certificate of Conversion (the “*Certificate*”) in accordance with the provisions of § 18-214 of the Act.

I. Initial Organization Date and Jurisdiction

The Company is a corporation first formed under the laws of the State of Georgia on March 9, 2021. The jurisdiction of the Company has not changed.

II. Name of the Converting Entity

The name of the Company immediately prior to the filing of this Certificate is Veristor Systems, Inc.

III. Name of the Converted Entity

The name of the Delaware series limited liability company resulting from the Conversion, as set forth in the Certificate of Formation filed simultaneously herewith is: Veristor Systems, LLC.

IV. Effective Date of Conversion

The effective date of the Conversion of the Company shall be the date of filing.


V. Consent by Members

Each Member of the Company has consented to the Conversion by authorizing and approving that certain Plan of Conversion of Veristor Systems, LLC dated January 10, 2022.

Certification:

Pursuant to the requirements of § 18-204 of the Act, this instrument is executed by the Manager of the Company, who hereby declares that to the best of her knowledge and belief, the facts stated herein are true.

IN WITNESS WHEREOF the undersigned executes this Certificate of Conversion on this day, January 10, 2022.

DocuSigned by:


OF8FF06CB821482
Ashby Lincoln, Manager

**CERTIFICATE OF CONVERSION
VERISTOR SYSTEMS, INC.**

CONVERSION OF A GEORGIA CORPORATION TO A DELAWARE SERIES LIMITED LIABILITY COMPANY

**TRADEMARK
REEL: 007974 FRAME: 0281**

**STATE OF DELAWARE
CERTIFICATE OF FORMATION**

**VERISTOR SYSTEMS, LLC
A DELAWARE SERIES LIMITED LIABILITY COMPANY**

Pursuant to the Delaware Limited Liability Company Act, 6 Del Code Ann. § 18-101 *et seq.* (the “Act”), the undersigned desires to form a Delaware series limited liability company under the Act by delivering to the Secretary of State of the State of Delaware this Certificate of Formation in accordance with the provisions of §§ 18-201, 18-214(b)(2), and 18-215 of the Act.

I. Name of the Limited Liability Company

The name of the Delaware Series Limited Liability Company, herein referred to as the “Company”, is:

Veristor Systems, LLC

II. Operating Agreement and Authority

The manner in which the Company conducts its business and affairs, the duties and authority of its Members and Managers and the rights and obligations of its Members and Managers to the extent not expressly required by and provided for in the Act, shall be set forth in the Operating Agreement of the Company (the “*Operating Agreement*”) adopted by the initial Members and Managers of the Company. Said Operating Agreement may from time to time be amended in accordance with the provisions contained therein.

III. Management of the Limited Liability Company

Management of the Company is vested in one or more managers who shall have exclusive authority to act for and bind the Company in all matters. The authorities and duties of the Managers shall be set forth in the Operating Agreement.

IV. Registered Agent and Registered Office

The name of the initial registered agent for the Company is Paracorp Incorporated, whose address is as follows:

Physical Address:

2140 South Dupont Highway
Camden, Delaware 19934

Mailing Address:

2140 South Dupont Highway
Camden, Delaware 19934

V. Transferability of Interest

The Operating Agreement includes limitations and restrictions on the right of a Member to transfer an ownership interest in the Company. These restrictions apply to the transfer of voting rights and distribution rights.

VI. Objects and Purposes

The nature of the business and the objects and purposes that the Company is authorized to transact, promote, carry on, engage in or conduct shall be any lawful business, purpose or activity and exercise all of the powers, rights and privileges, which a limited liability company organized under the Act may have and exercise.

VII. Duration

The Company shall exist for a perpetual duration from the effective date of this Certificate, continuing from year to year until the Company is liquidated and dissolved in accordance with the provisions then prescribed in the Operating Agreement. To the extent that the Company inadvertently forfeits its status as a limited liability company under Delaware law, the Company will nonetheless continue as a general partnership and shall be subject to the applicable requirements of the Operating Agreement, and the Act, until such time as it is reconstituted as a limited liability company under the laws of the State of Delaware.

VIII. Notice of Limitation of Liabilities of a Series

Pursuant to §18-215 of the Act, notice is hereby given that:

- (a) The debts, liabilities, obligations and expenses incurred, contracted for or otherwise existing with respect to a particular series of the Company shall be enforceable against the assets of such series only, and not against the assets of the Company generally or against the assets of any other series of the Company; and
- (b) Unless otherwise provided in the operating agreement of the Company, none of the debts, liabilities, obligations and expenses incurred by, contracted for or otherwise existing with respect to the Company generally or any other series of the Company shall be enforceable against the assets of such series.

IX. Effective Date

The effective date of the formation of the Company is the date of filing.

Certification:

Pursuant to the requirements of § 18-204 of the Act, this instrument is executed by the Manager of the Company who hereby declares that to the best of her knowledge and belief, the facts stated herein are true.

IN WITNESS WHEREOF the undersigned executes this Certificate of Formation on this day, January 10, 2022.

DocuSigned by:

0659F09C3821457
Ashby Lincoln, Manager

STATE OF GEORGIA

Secretary of State
Corporations Division
313 West Tower
2 Martin Luther King, Jr. Dr.
Atlanta, Georgia 30334-1530

CERTIFICATE OF CONVERSION

I, **Brad Raffensperger**, the Secretary of State and the Corporation Commissioner of the State of Georgia, hereby certify under the seal of my office that articles of conversion have been filed on **1/14/2022** converting

VERISTOR SYSTEMS, INCORPORATED

a Domestic Profit Corporation

to

Veristor Systems, LLC

a Foreign Non-Qualifying Entity

The required fees as provided by Title 14 of the Official Code of Georgia Annotated have been paid.

WITNESS my hand and official seal in the City of Atlanta
and the State of Georgia on **02/01/2022**.



Brad Raffensperger

Brad Raffensperger
Secretary of State

STATE OF GEORGIA
CERTIFICATE OF CONVERSION
VERISTOR SYSTEMS, INCORPORATED

Pursuant to the provisions of §14-2-1109.3 of the Georgia Business Corporation Code §14-2-101 *et seq.* (the “*Code*”), the undersigned desires to convert (the “*Conversion*”) Veristor Systems, Incorporated, a Georgia corporation (the “*Company*”) to a Delaware limited liability company by delivering this Certificate of Conversion (the “*Certificate*”) to the Secretary of State of Georgia in accordance with the Code.

I. Name of the Company

The name of the Company prior to the effective date of the Conversion is: Veristor Systems, Incorporated.

II. Jurisdiction and Name of the Converted LLC

The Company shall convert into a Delaware series limited liability company, and shall be named: Veristor Systems, LLC.

III. Effective Date

The effective date of the Conversion shall be the date of filing.

IV. Authorization, Adoption and Approval by Members

Each Shareholder and all members of the Board of Directors of the Company have authorized adopted and approved of that certain Plan of Conversion of Veristor Systems, Incorporated dated January 10, 2022.

V. Service of Process

The authority of the registered agent of the Company to accept service on its behalf is revoked as of the effective date of the Conversion and the Secretary of State of Georgia is irrevocably appointed as the agent for service of process on the Company in any proceeding to enforce an obligation of the Company arising prior to the effective time of such conversion, including the rights, if any, of dissenting members.

VI. Mailing Address of the Company

The Secretary of State of Georgia shall be notified of any change in the mailing address of the Company, which mailing address is currently located at: 4850 River Green Parkway, Duluth, Georgia 30096 to which a copy of any process served on the Secretary of State can be mailed.

Certification:

Pursuant to the requirements of the Georgia Code, this instrument is executed by the President of the Company, who hereby declares that to the best of her knowledge and belief, the facts stated herein are true.

[SIGNATURES BEGIN ON FOLLOWING PAGE]

IN WITNESS WHEREOF the undersigned executes this Certificate of Conversion on this day, January 10, 2022.

DocuSigned by:



0E5FF06CBB21452...
Ashby Lincoln, President

CERTIFICATE OF CONVERSION
VERISTOR SYSTEMS, INC.

RECORDED: 02/16/2023

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