

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM804338

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ENTITY CONVERSION		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Zyme Solutions, Inc.		03/01/2023	Corporation: DELAWARE
RECEIVING PARTY DATA			
Name:	Zyme Solutions, LLC		
Street Address:	9600 Great Hills Trail		
Internal Address:	300E		
City:	Austin		
State/Country:	TEXAS		
Postal Code:	78759		
Entity Type:	Limited Liability Company: DELAWARE		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	4533138	SMARTER CHANNEL MANAGEMENT	
CORRESPONDENCE DATA			
Fax Number:	2154253595		
<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:	5392021612		
Email:	greg.pittman@e2open.com		
Correspondent Name:	Greg Pittman		
Address Line 1:	9600 Great Hills Trail		
Address Line 2:	300E		
Address Line 4:	Austin, TEXAS 78759		
NAME OF SUBMITTER:	Greg Pittman		
SIGNATURE:	/Greg Pittman/		
DATE SIGNED:	04/19/2023		
Total Attachments: 11			
source=Zyme Solutions, LLC - DE - Certificate of Conversion FILED#page1.tif			
source=Zyme Solutions, LLC - DE - Certificate of Conversion FILED#page2.tif			
source=Zyme Solutions, LLC - DE - Certificate of Conversion FILED#page3.tif			
source=Zyme Solutions, LLC - DE - Certificate of Conversion FILED#page4.tif			

OP \$40.00 4533138

source=Zyme Solutions, LLC - DE - Certificate of Conversion FILED#page5.tif
source=Zyme Solutions, LLC - DE - Certificate of Conversion FILED#page6.tif
source=Zyme Solutions, LLC - DE - Certificate of Conversion FILED#page7.tif
source=Zyme Solutions, LLC - DE - Certificate of Conversion FILED#page8.tif
source=Zyme Solutions, LLC - DE - Certificate of Conversion FILED#page9.tif
source=Zyme Solutions, LLC - DE - Certificate of Conversion FILED#page10.tif
source=Zyme Solutions, LLC - DE - Certificate of Conversion FILED#page11.tif

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 INCORPORATION OF "ZYME SOLUTIONS, LLC", FILED IN THIS OFFICE ON THE NINETEENTH DAY OF JULY, A.D. 2004, AT 6:06 O`CLOCK P.M.




Jeffrey W. Bullock, Secretary of State

3830528 8100
SR# 20230935241

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

Authentication: 202881268
Date: 03-09-23

TRADEMARK
REEL: 008046 FRAME: 0730

CERTIFICATE OF INCORPORATION
OF
ZYME SOLUTIONS, INC.

The undersigned, a natural person (the "Sole Incorporator"), for the purpose of organizing a corporation to conduct the business and promote the purposes hereinafter stated, under the provisions and subject to the requirements of the laws of the State of Delaware hereby certifies that:

I.

The name of this corporation is Zyme Solutions, Inc.

II.

The address of the registered office of the corporation in the State of Delaware is 1209 Orange Street, City of Wilmington, County of New Castle, and the name of the registered agent of the corporation in the State of Delaware at such address is The Corporation Trust Company.

III.

The purpose of this corporation is to engage in any lawful act or activity for which a corporation may be organized under the Delaware General Corporation Law ("DGCL").

IV.

This corporation is authorized to issue only one class of stock, to be designated Common Stock. The total number of shares of Common Stock presently authorized is ten million (10,000,000), each having a par value of one-hundredth of one cent (\$0.0001).

V.

A. The management of the business and the conduct of the affairs of the corporation shall be vested in its Board of Directors. The number of directors which shall constitute the whole Board of Directors shall be fixed by the Board of Directors in the manner provided in the Bylaws.

B. Election of Directors

1. Subject to the rights of the holders of Preferred Stock to elect additional directors under specified circumstances, directors shall be elected at each annual meeting of stockholders to hold office until the next annual meeting. Each director shall hold office either

until the expiration of the term for which elected or appointed and until a successor has been elected and qualified, or until such director's death, resignation or removal. No decrease in the number of directors constituting the Board of Directors shall shorten the term of any incumbent director.

2. No person entitled to vote at an election for directors may cumulate votes to which such person is entitled, unless, at the time of such election, the corporation is subject to Section 2115(b) of the California General Corporation Law ("CGCL"). During such time or times that the corporation is subject to Section 2115(b) of the CGCL, every stockholder entitled to vote at an election for directors may cumulate such stockholder's votes and give one candidate a number of votes equal to the number of directors to be elected multiplied by the number of votes to which such stockholder's shares are otherwise entitled, or distribute the stockholder's votes on the same principle among as many candidates as such stockholder thinks fit. No stockholder, however, shall be entitled to so cumulate such stockholder's votes unless (a) the names of such candidate or candidates have been placed in nomination prior to the voting and (b) the stockholder has given notice at the meeting, prior to the voting, of such stockholder's intention to cumulate such stockholder's votes. If any stockholder has given proper notice to cumulate votes, all stockholders may cumulate their votes for any candidates who have been properly placed in nomination. Under cumulative voting, the candidates receiving the highest number of votes, up to the number of directors to be elected, are elected.

C. Removal

1. During such time or times that the corporation is subject to Section 2115(b) of the CGCL, the Board of Directors or any individual director may be removed from office at any time without cause by the affirmative vote of the holders of at least a majority of the outstanding shares entitled to vote on such removal; *provided, however*, that unless the entire Board of Directors is removed, no individual director may be removed when the votes cast against such director's removal, or not consenting in writing to such removal, would be sufficient to elect that director if voted cumulatively at an election which the same total number of votes were cast (or, if such action is taken by written consent, all shares entitled to vote were voted) and the entire number of directors authorized at the time of such director's most recent election were then being elected.

2. At any time or times that the corporation is not subject to Section 2115(b) of the CGCL and subject to any limitations imposed by law, Section C.1 above shall not apply and the Board of Directors or any director may be removed from office at any time (a) with cause by the affirmative vote of the holders of a majority of the voting power of all then-outstanding shares of capital stock of the corporation entitled to vote generally at an election of directors or (b) without cause by the affirmative vote of the holders of a majority of the voting power of all then-outstanding shares of capital stock of the corporation, entitled to vote generally at an election of directors.

D. The Board of Directors is expressly empowered to adopt, amend or repeal the Bylaws of the corporation. The stockholders shall also have power to adopt, amend or repeal the Bylaws of the corporation; *provided, however*, that, in addition to any vote of the holders of any class or series of stock of the corporation required by law or by this Certificate of Incorporation,

the affirmative vote of the holders of at least a majority of the voting power of all of the then-outstanding shares of the capital stock of the corporation entitled to vote generally in the election of directors, voting together as a single class, shall be required to adopt, amend or repeal any provision of the Bylaws of the corporation.

VI.

A. The liability of the directors for monetary damages shall be eliminated to the fullest extent under applicable law. If the DGCL is amended to authorize corporate action further eliminating or limiting the personal liability of directors, then the liability of a director of the corporation shall be eliminated or limited to the fullest extent permitted by the DGCL, as so amended.

B. This corporation is authorized to provide indemnification of agents (as defined in Section 317 of the CGCL) for breach of duty to the corporation and its stockholders through bylaw provisions or through agreements with the agents, or through stockholder resolutions, or otherwise, in excess of the indemnification otherwise permitted by Section 317 of the CGCL, subject, at any time or times that the corporation is subject to Section 2115(b) of the CGCL, to the limits on such excess indemnification set forth in Section 204 of the CGCL.

C. Any repeal or modification of this Article VI shall be prospective and shall not affect the rights under this Article VI in effect at the time of the alleged occurrence of any act or omission to act giving rise to liability or indemnification.

VII.

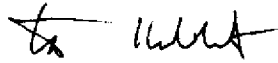
The corporation reserves the right to amend, alter, change or repeal any provision contained in this Certificate of Incorporation, in the manner now or hereafter prescribed by statute, and all rights conferred upon the stockholders herein are granted subject to this reservation.

VIII.

The name and the mailing address of the Sole Incorporator is as follows:

Todd A. Hamblet
Cooley Godward, LLP
One Maritime Plaza, 20th Floor
San Francisco, California 94111

IN WITNESS WHEREOF, this Certificate has been subscribed this 19th day of July, 2004
by the undersigned who affirms that the statements made herein are true and correct.



TODD A. HAMBLET
Sole Incorporator

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 "ZYME SOLUTIONS, INC." TO A DELAWARE LIMITED LIABILITY COMPANY, CHANGING ITS NAME FROM "ZYME SOLUTIONS, INC." TO "ZYME SOLUTIONS, LLC", FILED IN THIS OFFICE ON THE TWENTY-EIGHTH DAY OF FEBRUARY, A.D. 2023, AT 3:03 O`CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF CONVERSION IS THE FIRST DAY OF MARCH, A.D. 2023.



A handwritten signature in black ink, appearing to read "JBULLOCK", written over a horizontal line. Below the line, the text "Jeffrey W. Bullock, Secretary of State" is printed in a small font.

3830528 8100V
SR# 20230935241

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

Authentication: 202881266
Date: 03-09-23

TRADEMARK
REEL: 008046 FRAME: 0735

CERTIFICATE OF CONVERSION

OF

ZYME SOLUTIONS, INC.
(a Delaware corporation)

TO

ZYME SOLUTIONS, LLC
(a Delaware limited liability company)


This Certificate of Conversion has been duly executed as of February 28, 2023 and is being filed by Zyme Solutions, Inc., a Delaware corporation (the "Corporation"), to convert the Corporation to Zyme Solutions, LLC, a Delaware limited liability company (the "LLC"), under the Delaware Limited Liability Company Act (6 Del. C. § 18-101, et seq.) and the General Corporation Law of the State of Delaware (8 Del. C. § 101, et seq.), and the undersigned hereby certifies as follows:

1. The jurisdiction where the Corporation was first formed is Delaware.
2. The jurisdiction of the Corporation immediately prior to filing this Certificate of Conversion is Delaware.
3. The date the Corporation was first formed is July 19, 2004.
4. The name of the Corporation immediately prior to filing this Certificate of Conversion is Zyme Solutions, Inc.
5. The name of the LLC into which the Corporation shall be converted as set forth in its certificate of formation is Zyme Solutions, LLC, a Delaware limited liability company.
6. The conversion of the Corporation to the LLC shall be effective as of **March 1, 2023**.

[Signature page follows]

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Conversion as of the date first written above.

ZYME SOLUTIONS, INC.

By: 
Name: Laura Fese
Title: President and Secretary

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 FORMATION OF "ZYME SOLUTIONS, LLC", FILED IN THIS OFFICE ON THE TWENTY-EIGHTH DAY OF FEBRUARY, A.D. 2023, AT 3:03 O`CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF FORMATION IS THE FIRST DAY OF MARCH, A.D. 2023.




Jeffrey W. Bullock, Secretary of State

3830528 8100
SR# 20230935241

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

Authentication: 202881267
Date: 03-09-23

TRADEMARK
REEL: 008046 FRAME: 0738

CERTIFICATE OF FORMATION
OF
ZYME SOLUTIONS, LLC

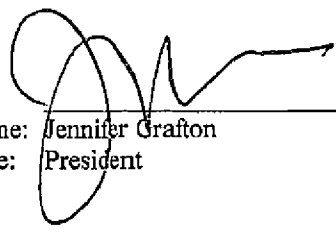
This Certificate of Formation of Zyme Solutions, LLC (the "LLC"), dated as of February 28, 2023, is being duly executed and filed by the undersigned, an authorized person, to form a limited liability company under the Delaware Limited Liability Company Act (6 Del. C. § 18-101, et seq.), as follows:

1. The name of the limited liability company formed hereby is Zyme Solutions, LLC.
2. The address of the registered office of the LLC in the State of Delaware is c/o United Agent Group Inc., 3411 Silverside Road Tatnall Building #104, Wilmington, DE 19810.
3. The name and address of the registered agent for service of process on the LLC in the State of Delaware is United Agent Group Inc., 3411 Silverside Road Tatnall Building #104, Wilmington, DE 19810.
4. This Certificate of Formation shall be effective March 1, 2023.

[Signature page follows]

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Formation as of the date first written above.

E2open Intermediate Holdings, LLC, Member

By: 
Name: Jennifer Grafton
Title: President

Signature Page to Certificate of Formation of Zyme Solutions, LLC