

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM828946

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	MERGER		
<b>EFFECTIVE DATE:</b>	12/31/2022		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
SHURPA, INC.		12/15/2022	Corporation: DELAWARE
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	UNITED HEALTHCARE SERVICES, INC.		
<b>Street Address:</b>	9900 BREN ROAD EAST		
<b>City:</b>	MINNETONKA		
<b>State/Country:</b>	MINNESOTA		
<b>Postal Code:</b>	55343		
<b>Entity Type:</b>	Corporation: MINNESOTA		
<b>PROPERTY NUMBERS Total: 1</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	5952761	SHURPA	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>			
<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>			
<b>Phone:</b>	4048851500		
<b>Email:</b>	tmatlanta@seyfarth.com		
<b>Correspondent Name:</b>	Joseph V. Myers III		
<b>Address Line 1:</b>	1075 Peachtree St. NE, #2500		
<b>Address Line 4:</b>	Atlanta, GEORGIA 30309		
<b>ATTORNEY DOCKET NUMBER:</b>	023845-009021		
<b>NAME OF SUBMITTER:</b>	Stephen D. Lott		
<b>SIGNATURE:</b>	/Stephen D. Lott/		
<b>DATE SIGNED:</b>	08/02/2023		
<b>Total Attachments: 7</b>			
source=2022-12-31 Certificate of Merger - SHRP into UHS (MN)#page1.tif			
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Office of the Minnesota Secretary of State  
Certificate of Merger

I, Steve Simon, Secretary of State of Minnesota, certify that: the documents required to effectuate a merger between the entities listed below and designating the surviving entity have been filed in this office on the date noted on this certificate.

Merger Filed Pursuant to Minnesota Statutes, Chapter: 302A

Home Jurisdiction and Names of Merging Entities:

MINNESOTA: UNITED HEALTHCARE SERVICES, INC.  
DELAWARE: SHURPA, INC.

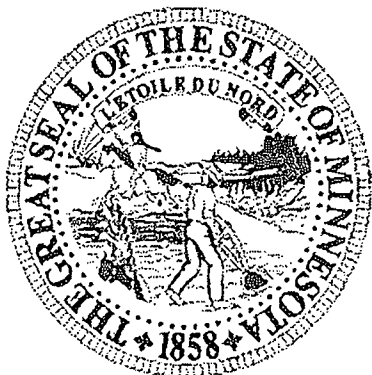
Home Jurisdiction and Name of Surviving Entity:

MINNESOTA: UNITED HEALTHCARE SERVICES, INC.

Name of Surviving Entity after Effective Date of Merger:

UNITED HEALTHCARE SERVICES, INC.

This certificate has been issued on: 12/19/2022



*Steve Simon*

Steve Simon  
Secretary of State  
State of Minnesota

TRADEMARK

REEL: 008153 FRAME: 0713



**ARTICLES OF MERGER  
OF  
SHURPA, INC.  
INTO  
UNITED HEALTHCARE SERVICES, INC.**

Pursuant to the provisions of Section 302A.621 of Chapter 302A of the Minnesota Business Corporation Act, the undersigned corporations adopt the following articles of merger:

The plan of merger is as follows:

**FIRST:** The names of the corporations participating in this parent-subsidary merger and the State under the laws of which they are respectively organized are as follows:

<u>NAME OF CORPORATION</u>	<u>STATE OF DOMICILE</u>
United HealthCare Services, Inc.	Minnesota
Shurpa, Inc.	Delaware

**SECOND:** The laws of the State of Delaware, under which the foreign subsidiary corporation is incorporated, permits such merger.

**THIRD:** The name of the surviving corporation is United HealthCare Services, Inc., and such corporation is to be governed by the laws of the State of Minnesota.

**FOURTH:** The Agreement and Plan of Merger, a copy of which is attached hereto as Exhibit A, was approved by the parent corporation and the subsidiary corporation in this parent-subsidary merger pursuant to Section 302A.621 of the Minnesota statutes.

**FIFTH:** The mailing of a copy of the Agreement and Plan of Merger was not necessary in this parent-subsidary merger.

**SIXTH:** the manner and basis of converting the outstanding shares of the capital stock of each of the constituent corporations into the shares or other securities of the surviving corporation shall be as follows:

- (a) At the Effective Time, each share of common and preferred stock of Shurpa, Inc., which are issued and outstanding immediately prior to the Merger, shall be cancelled without consideration (along with any certificates representing the same, if any) and all rights in respect thereof shall cease to exist.
- (b) At the Effective Time of the Merger, each share of United HealthCare Services, Inc. which is outstanding immediately prior to the merger shall continue to be outstanding after the Merger.

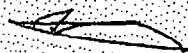
**SEVENTH:** The articles of incorporation and the bylaws of United HealthCare Services, Inc., the surviving corporation, shall continue to be the articles of incorporation and bylaws of the surviving corporation until the same shall be altered, amended, or repeal as therein provided.

**EIGHTH:** The merger shall become effective on December 31, 2022 (the "Effective Time").

**IN WITNESS WHEREOF,** United HealthCare Services, Inc. and Shurpa, Inc. have caused these Articles of Merger to be executed this 15<sup>th</sup> day of December 2022.

UNITED HEALTHCARE SERVICES, INC

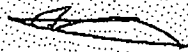
By



Heather A. Lang  
Assistant Secretary

SHURPA, INC

By



Heather A. Lang  
Assistant Secretary

Exhibit A

Agreement and Plan of Merger

TRADEMARK

REEL: 008153 FRAME: 0716

## AGREEMENT AND PLAN OF MERGER

This Agreement and Plan of Merger (this "Agreement") is entered into as of December 31, 2022 (the "Effective Time"), by and between Shurpa, Inc., a Delaware corporation ("SHRP"), and United Healthcare Services, Inc., a Minnesota corporation ("UHS").

**WHEREAS**, SHRP is a wholly owned subsidiary of UHS; and

**WHEREAS**, SHRP and UHS now desire to merge into a single company that shall maintain the same legal entity type as UHS; and

**NOW THEREFORE**, the parties to the Agreement, in consideration of the mutual covenants, agreements, and provisions hereinafter contained do hereby set forth the terms and conditions of said merger and the mode of carrying the same into effect as follows:

**FIRST**, at the Effective Time, SHRP will be merged with and into UHS, and UHS shall continue as the surviving company, pursuant to the terms and conditions of this Agreement and in accordance with applicable provisions of law (the "Merger").

**SECOND**, the UHS Formation Document, including but not limited to a Certificate of Formation or Articles of Incorporation, as heretofore amended and as in effect at the Effective Time, shall continue in full force and effect as the Formation Document of the company surviving the Merger.

**THIRD**, the manner and basis of converting the Ownership Interests, defined as including but not limited to the shares, capital, obligations or other securities established in the Formation Document of SHRP and UHS into Ownership Interests of the surviving company or any other legal entity or, in whole or in part, into cash or other property, and the manner and basis of converting rights to acquire shares of each legal entity into rights to acquire Ownership Interests of the surviving or any other legal entity or, in whole or in part, into cash or other property are as follows:

- (a) At the Effective Time, the Ownership Interests of SHRP shall be cancelled without consideration (along with any certificates representing same) and all rights in respect thereof shall cease to exist.
- (b) At the Effective Time, each Ownership Interest of UHS which is outstanding immediately prior to the Merger shall continue to be outstanding.

**FOURTH**, the terms and conditions of the Merger are as follows:

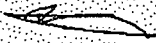
- (a) The Formation Document of UHS as exists at the Effective Time and established with its domestic jurisdiction outlining the operations, structure and terms of the

company shall be and remain the Formation Document of the surviving company until the same shall be altered, amended or repealed as therein provided.

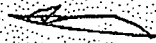
- (b) The Management Structure, including but not limited to directors, officers, managers, or governors, for the company defined in the Formation Document and existing at the Effective Time of UHS shall continue in office as the Management Structure of the surviving company until the next meeting required by the Formation Document of the Management Structure and until their successors shall have been elected and qualified.
- (c) The merger shall become effective at the Effective Time or such later date as the articles of merger are filed with and approved by the Secretaries of State of Delaware and Minnesota.

IN WITNESS WHEREOF, the parties to this Agreement have caused this Agreement to be duly executed as of the Effective Time.

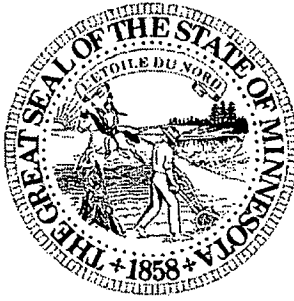
**SHURPA, INC.**

By:   
Heather A. Lang, Assistant Secretary

**UNITED HEALTHCARE SERVICES, INC.**

By:   
Heather A. Lang, Assistant Secretary





**File Numbers**

135785050003

2M-698

STATE OF MINNESOTA  
OFFICE OF THE SECRETARY OF STATE  
FILED

12/19/2022 11:59:00 PM

*Steve Simon*

Steve Simon  
Secretary of State