

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM843044

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ENTITY CONVERSION		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
REVENTICS, INC.		03/16/2022	Corporation: DELAWARE
RECEIVING PARTY DATA			
Name:	REVENTICS, LLC		
Street Address:	2424 N. Federal Highway		
Internal Address:	Suite 205		
City:	Boca Raton		
State/Country:	FLORIDA		
Postal Code:	33431		
Entity Type:	Limited Liability Company: DELAWARE		
PROPERTY NUMBERS Total: 3			
Property Type	Number	Word Mark	
Registration Number:	5446595	REVENTICS	
Registration Number:	5446596	R	
Registration Number:	5446597	REVENTICS A PROVIDER ENGAGEMENT COMPANY	
CORRESPONDENCE DATA			
Fax Number:	2123108007		
<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:	2123108000		
Email:	juan.arias@weil.com		
Correspondent Name:	Kate Waterman		
Address Line 1:	Weil, Gotshal & Manges LLP		
Address Line 2:	767 Fifth Avenue		
Address Line 4:	New York, NEW YORK 10153		
ATTORNEY DOCKET NUMBER:	Kate Waterman -66186.0003		
NAME OF SUBMITTER:	Kate Waterman		
SIGNATURE:	/Kate Waterman/		
DATE SIGNED:	09/29/2023		
Total Attachments: 13			

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I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED ARE TRUE AND CORRECT COPIES OF ALL DOCUMENTS ON FILE OF "REVENTICS, LLC" AS RECEIVED AND FILED IN THIS OFFICE.

THE FOLLOWING DOCUMENTS HAVE BEEN CERTIFIED:

CERTIFICATE OF INCORPORATION, FILED THE TWENTY-FIFTH DAY OF AUGUST, A.D. 2015, AT 7:52 O`CLOCK P.M.

CERTIFICATE OF MERGER, FILED THE EIGHTH DAY OF MARCH, A.D. 2022, AT 8:56 O`CLOCK A.M.

CERTIFICATE OF CONVERSION, CHANGING ITS NAME FROM "REVENTICS, INC." TO "REVENTICS, LLC", FILED THE SIXTEENTH DAY OF MARCH, A.D. 2022, AT 5:30 O`CLOCK P.M.

CERTIFICATE OF FORMATION, FILED THE SIXTEENTH DAY OF MARCH, A.D. 2022, AT 5:30 O`CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID CERTIFICATES ARE THE ONLY CERTIFICATES ON RECORD OF THE AFORESAID LIMITED LIABILITY COMPANY, "REVENTICS, LLC".




Jeffrey W. Bullock, Secretary of State

5810338 8100H
SR# 20233418568

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

Authentication: 204095336
Date: 09-05-23

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Jeffrey W. Bullock, Secretary of State

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SR# 20233418568

Authentication: 204095336
Date: 09-05-23

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

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CERTIFICATE OF INCORPORATION

OF REVENTICS, INC.

FIRST: The name of this Corporation shall be Reventics, Inc.

SECOND: The registered office of the Corporation in the State of Delaware is to be located at 2711 Centerville Road, Suite 400, in the City of Wilmington, County of New Castle 19808, and its registered agent at such address is CORPORATION SERVICE COMPANY.

THIRD: The purpose or purposes of the Corporation shall be:

To engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of Delaware.

FOURTH: The total number of shares of stock, which this Corporation is authorized to issue is 1,000,000 shares of common stock with a par value of \$.01.

FIFTH: The name and address of the incorporator is as follows:

Sonjui L. Kumar
KPPB Law
1117 Perimeter Center West, Ste. W311
Atlanta, GA 30338

SIXTH: The Board of Directors shall have the power to adopt, amend or repeal the by-laws.

SEVENTH:

Section 1: No director shall be personally liable to the Corporation or its stockholders for monetary damages for any breach of fiduciary duty by such director as a director. Notwithstanding the foregoing sentence, a director shall be liable to the extent provided by applicable law, (i) for breach of the director's duty of loyalty to the Corporation or its stockholders, (ii) for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, (iii) pursuant to Section 174 of the Delaware General Corporation Law or (iv) for any transaction from which the director derived an improper personal benefit.

Section 2: No amendment to or repeal of this Article Seventh shall apply to or have any effect on the liability or alleged liability of any director of the Corporation for or with respect to any acts or omissions of such director occurring prior to such amendment.

EIGHTH:

Section 1: The Corporation shall indemnify its directors and officers (including its former directors and officers) against any and all liabilities and expenses incurred in connection with their services in such capacities to the maximum extent permitted by the Delaware Corporation Code, as from time to time amended.

Section 2: The Corporation shall indemnify its directors and officers (including its former directors and officers) against any and all liabilities and expenses incurred in connection with their services as an officer, director or employee of any other enterprise, corporation, company or partnership, at the request of the Corporation.

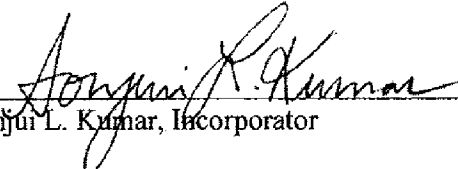
Section 3: The Corporation may maintain insurance at its expense, to protect itself or any director, officer, employee or agent or any other enterprise, corporation, company or partnership, from any such expense, liability or loss.

NINTH: The Corporation reserves the right to amend the items set forth in this Certificate of Incorporation, or any certificate amendatory hereof, in the manner now or hereafter prescribed by law, and any rights conferred to stockholders are granted subject to such reservation.

IN WITNESS WHEREOF, the undersigned, being the incorporator herein before named, has executed signed and acknowledged this certificate of incorporation this 24th day of August, 2015.

Reventics, Inc.

By:


Sonju L. Kumar, Incorporator

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**STATE OF DELAWARE
CERTIFICATE OF MERGER OF
DOMESTIC CORPORATIONS**

Pursuant to Title 8, Section 251(c) of the General Corporation Law of the State of Delaware (the “DGCL”), the undersigned corporation executed the following Certificate of Merger:

- FIRST:** The name of the surviving corporation is Reventics, Inc. (“Reventics”), and the name of the corporation being merged into this surviving corporation is Alpha1 Acquisition Corporation (“Alpha1”). The state of incorporation of each constituent corporation is Delaware.
- SECOND:** The Agreement and Plan of Merger, dated as of March 8, 2022 (the “Agreement and Plan of Merger”), by and among Reventics, Alpha1, and the other parties thereto providing for the merger of Alpha1 with and into Reventics (the “Merger”) has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations in accordance with Sections 251 and 228 of the DGCL.
- THIRD:** The name of the surviving corporation is Reventics, Inc., a Delaware corporation.
- FOURTH:** The Certificate of Incorporation of the surviving corporation shall be amended and restated as specified on Exhibit A upon the effective time of the Merger, and as such, shall constitute the Certificate of Incorporation of the surviving corporation.
- FIFTH:** The Merger described herein shall become effective in accordance with the laws of the State of Delaware upon the filing of this Certificate of Merger with the Secretary of State of the State of Delaware.
- SIXTH:** The executed Agreement and Plan of Merger is on file at 2424 North Federal Highway, Suite #205, Boca Raton, FL 33431, the place of business of the surviving corporation.
- SEVENTH:** A copy of the Agreement and Plan of Merger will be furnished by the surviving corporation on request, without cost, to any stockholder of the constituent corporations.

[Signature page follows]

IN WITNESS WHEREOF, said surviving corporation has caused this certificate to be signed by an authorized officer, on March 8, 2022.

By: Anurag Mehta
Name: Anurag Mehta
Title: Chief Executive Officer

Exhibit A
Amended and Restated Certificate of Incorporation

[See attached]

AMENDED AND RESTATED
CERTIFICATE OF INCORPORATION
OF
REVENTICS, INC.

FIRST: The name of the corporation (the "Corporation") is: Reventics, Inc.

SECOND: The address of the Corporation's registered office in the State of Delaware is Corporation Trust Center, 1209 Orange Street, City of Wilmington, County of New Castle, Delaware 19801. The name of the registered agent at such address is The Corporation Trust Company.

THIRD: 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 the State of Delaware (the "DGCL").

FOURTH: The total number of shares which the Corporation shall have authority to issue is One Million (1,000,000) shares. All such shares are to be Common Stock, \$0.01 par value per share, and are to be of one class. The aggregate par value of all shares of capital stock of the Corporation is Ten Thousand Dollars (\$10,000.00).

FIFTH: The business and affairs of the Corporation shall be managed by or under the direction of the Board of Directors. The number of directors which constitutes the whole Board of Directors shall be as specified in the bylaws of the Corporation (the "Bylaws"). Election of directors need not be by written ballot unless the Bylaws so provide. In furtherance and not in limitation of the powers conferred by the laws of the State of Delaware, the Board of Directors is expressly authorized to make, amend, alter or repeal the Bylaws of the Corporation.

SIXTH: No director shall be personally liable to the Corporation or any of its stockholders for any monetary damages for any breach of fiduciary duty by such director as a director. Notwithstanding the foregoing sentence, a director shall be liable to the extent provided by applicable law (i) for breach of the director's duty of loyalty to the Corporation or its stockholders, (ii) for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, (iii) pursuant to Section 174 of the DGCL, or (iv) for any transaction from which the director derived an improper personal benefit. All references in this paragraph to a director shall also be deemed to refer to any other person who, pursuant to a provision of the Certificate of Incorporation and in accordance with Section 141(a) of the DGCL, exercises or performs any of the powers or duties otherwise conferred or imposed upon the Board of Directors by the DGCL. No amendment to or repeal of this Article SIXTH shall apply to or have any effect on the liability or alleged liability of any director of the Corporation for or with respect to any acts or omissions of such director occurring prior to such amendment.

SEVENTH: The Corporation shall indemnify its directors and officers (including its former directors and officers) against any and all liabilities and expenses incurred in connection with their services in such capacities to the maximum extent permitted by the DGCL.

The Corporation shall indemnify its directors and officers (including its former directors and officers) against any and all liabilities and expenses incurred in connection with their services as an officer, director, or employee of any other enterprise, corporation, company or partnership, at the request of the Corporation.

The Corporation may maintain insurance at its expense, to protect itself or any director, officer, employee or agent or any other enterprise, corporation, company or partnership, from any such expense, liability or loss.

Any repeal or modification of this Article SEVENTH shall not adversely affect any rights to indemnification of a director or officer of the Corporation existing at the time of such repeal or modification with respect to any acts or omission occurring prior to such repeal or modification.

EIGHTH: The books of the Corporation may be kept (subject to any provision contained in the DGCL) outside the State of Delaware at such place or places as may be designated from time to time by the Board of Directors or in the Bylaws of the Corporation.

NINTH: The Corporation reserves the right at any time, and from time to time, to amend, alter, change or repeal any provision contained in this Certificate of Incorporation in the manner and to the extent prescribed by the DGCL. All rights conferred herein or as hereafter amended are granted subject to the rights reserved in this article.

CERTIFICATE OF CONVERSION

converting

REVENTICS, INC.
(a Delaware corporation)

to

REVENTICS, LLC
(a Delaware limited liability company)

(Pursuant to Section 266 of the General Corporation Law of the State of Delaware and Section 18-214 of the Delaware Limited Liability Company Act)

The undersigned, acknowledging himself to be the Chief Executive Officer of Reventics, Inc., a Delaware corporation, and being authorized to execute and file this Certificate of Conversion on behalf of Reventics, Inc., hereby certifies that:

1. The name of the corporation immediately prior to the filing of this Certificate is Reventics, Inc. (the "Corporation").
2. The Corporation was incorporated in the State of Delaware pursuant to an original Certificate of Incorporation filed with the Secretary of State of the State of Delaware on August 25, 2015.
3. The original name of the Corporation as set forth in the Certificate of Incorporation is Reventics, Inc.
4. The Corporation is hereby converted to a limited liability company under the laws of the State of Delaware. The name of the limited liability company as set forth in its Certificate of Formation is Reventics, LLC.
5. The conversion has been approved by the Board of Directors and shareholders of the Corporation in accordance with Section 266 of the General Corporation Law of the State of Delaware.
6. The conversion shall become effective in accordance with the laws of the State of Delaware as of the filing of this Certificate of Conversion and the Certificate of Formation with the Secretary of State of the State of Delaware.

- Signature Page Follows -

IN WITNESS WHEREOF, I hereunto set my hand this 16th day of March, 2022.

REVENTICS, INC.

By: Anurag Mehta

Name: Anurag S. Mehta

Title: Chief Executive Officer

**CERTIFICATE OF FORMATION
OF
REVENTICS, LLC**

This Certificate of Formation of Reventics, LLC has been duly executed and is being filed by the undersigned authorized person for the purpose of forming a limited liability company pursuant to the Delaware Limited Liability Company Act (6 Del. C. §§18-101, et seq.).

1. Name. The name of the limited liability company formed hereby (the “Company”) is:

Reventics, LLC

2. Registered Office. The address of the registered office of the Company in the State of Delaware is c/o The Corporation Trust Company, Corporation Trust Center, 1209 Orange Street, Wilmington, County of New Castle, Delaware 19801. The name of the registered agent of the Company at such address is The Corporation Trust Company.

3. Indemnification. The Company shall indemnify its directors and officers (including its former directors and officers) against any and all liabilities and expenses incurred in connection with their services occurring at or prior to the time that the Company’s certificate of merger with respect to the merger of Alpha Acquisition Corporation with and into the Company (with the Company as the survivor of such merger) was filed with the Secretary of State of the State of Delaware (the “Effective Time”) in such capacities to the maximum extent that would otherwise be permitted by the Delaware General Corporation Law if the Company was a Delaware corporation.

The Company shall indemnify its directors and officers (including its former directors and officers) against any and all liabilities and expenses incurred in connection with their services occurring at or prior to the Effective Time as an officer, director, or employee of any other enterprise, corporation, company or partnership, at the request of the Company.

The Company may maintain insurance at its expense, to protect itself or any director, officer, manager, employee or agent or any other enterprise, corporation, company or partnership, from any such expense, liability or loss.

Any repeal or modification of this Section 3 shall not adversely affect any rights to indemnification of a manager, director or officer of the Company existing at the time of such repeal or modification with respect to any acts or omission occurring prior to such repeal or modification.

- Signature Page Follows -

IN WITNESS WHEREOF, the undersigned authorized person has executed this Certificate of Formation as of March 16 , 2022.

Anurag Mehta

Anurag S. Mehta, Authorized Person

[Signature Page to Reventics, LLC Certificate of Formation]