

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM859656

SUBMISSION TYPE:	RESUBMISSION
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	12/16/2022
RESUBMIT DOCUMENT ID:	900813831

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
AGRIVIDA MERGER SUB, INC.		12/16/2022	Corporation:

RECEIVING PARTY DATA

Name:	AGRIVIDA INC.
Street Address:	78E OLYMPIA AVENUE
City:	WOBURN
State/Country:	MASSACHUSETTS
Postal Code:	01801
Entity Type:	Corporation: DELAWARE

PROPERTY NUMBERS Total: 3

Property Type	Number	Word Mark
Serial Number:	98208229	INZYME
Serial Number:	85815980	GRAINZYME
Serial Number:	77602155	AGRIVIDA

CORRESPONDENCE DATA

Fax Number: 2155686499

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.

Phone: 2155686400

Email: ajones@vklaw.com

Correspondent Name: C. FREDERICK KOENIG III

Address Line 1: VOLPE KOENIG

Address Line 2: 30 SOUTH 17TH STREET, 18TH FLOOR

Address Line 4: PHILADELPHIA, PENNSYLVANIA 19103

ATTORNEY DOCKET NUMBER:	AGR-1A
NAME OF SUBMITTER:	C. Frederick Koenig III
SIGNATURE:	/C. Frederick Koenig III/
DATE SIGNED:	12/08/2023

Total Attachments: 6

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Delaware

The First State

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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 MERGER, WHICH MERGES:

"AGRIVIDA MERGER SUB, INC.", A DELAWARE CORPORATION, WITH AND INTO "AGRIVIDA INC." UNDER THE NAME OF "AGRIVIDA INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE ON THE SIXTEENTH DAY OF DECEMBER, A.D. 2022, AT 4:44 O`CLOCK P.M.




Jeffrey W. Bullock, Secretary of State

3681990 8100M
SR# 20224298509

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

Authentication: 205123553
Date: 12-16-22

TRADEMARK
REEL: 008281 FRAME: 0879

CERTIFICATE OF MERGER
of
AGRIVIDA MERGER SUB, INC.
a Delaware corporation
with and into
AGRIVIDA INC.
a Delaware corporation

Pursuant to Section 251 of the General Corporation Law of
the State of Delaware

Agrivida Inc. does hereby certify as follows:

FIRST: That the constituent corporation Agrivida Merger Sub, Inc. ("**Merger Sub**") was incorporated pursuant to the Delaware General Corporation Law (the "**DGCL**") and the constituent corporation Agrivida Inc. (the "**Company**") was incorporated pursuant to the DGCL.

SECOND: That an Agreement and Plan of Merger (as amended, the "**Merger Agreement**"), made and entered into as of December 16, 2022, by and among Merger Sub, the Company, and the other parties thereto, setting forth the terms and conditions of the merger of Merger Sub with and into the Company (the "**Merger**"), has been approved, adopted, certified, executed, and acknowledged by each of the constituent corporations in accordance with the requirements of Section 251(c) of the DGCL.

THIRD: That the Company shall be the surviving corporation after the Merger (the "**Surviving Corporation**") and the name of the Surviving Corporation shall be "Agrivida Inc.", a Delaware corporation.

FOURTH: That as of the effective time of the Merger, the Certificate of Incorporation of the Surviving Corporation shall be amended and restated to read in its entirety as set forth in Exhibit A hereto, and as so amended and restated, shall be the Certificate of Incorporation of the Surviving Corporation until further amended in accordance with the provisions of the DGCL.

FIFTH: That an executed copy of the Merger Agreement is on file at the principal place of business of the Surviving Corporation at the following address:

Agrivida Inc.
78E Olympia Avenue
Woburn, Massachusetts 01801

SIXTH: That a copy of the Merger Agreement will be furnished by the Surviving Corporation, on request and without cost, to any stockholder of any constituent corporation.

SEVENTH: That the Merger shall become effective upon the filing of this Certificate of Merger with the Secretary of State of the State of Delaware.

IN WITNESS WHEREOF, the Company has caused this Certificate of Merger to be executed in its corporate name as of this 16th day of December, 2022.

AGRIVIDA INC.

DocuSigned by:
Ronald Meeusen
By: _____
Name: Ronald Meeusen
Title: Chairman of the Board

EXHIBIT A
**TENTH AMENDED AND
RESTATED
CERTIFICATE OF INCORPORATION**

OF

AGRIVIDA INC.

FIRST. The name of the corporation shall be Agrivida Inc.

SECOND. The address of the registered office of the Corporation in the State of Delaware is 1209 Orange Street, Wilmington, DE 19801, New Castle County. The name of its registered agent at such address is National Registered Agents, Inc.

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.

FOURTH. The amount of the total authorized capital stock of this corporation is 1,000 shares of Common Stock, par value \$0.0001 per share.

FIFTH. In furtherance of and not in limitation of the powers conferred by the State of Delaware, it is further provided:

(a) The Board of Directors of the corporation is expressly authorized to make, alter or repeal the By-Laws of the corporation, subject only to such limitation, if any, as may be from time to time imposed by law or by the By-Laws.

(b) Election of directors need not be by written ballot unless the By-Laws of the corporation shall so provide.

(c) The books of the corporation may be kept at such place within or without the State of Delaware as the By-Laws of the corporation may provide or as may be designated from time to time by the Board of Directors of the corporation.

SIXTH. No director of the corporation shall be personally liable to the corporation or to any of its stockholders for monetary damages for breach of fiduciary duty as a director, notwithstanding any provision of law imposing such liability; provided, however, that to the extent required from time to time by applicable law, this provision shall not eliminate or limit the liability of a director, to the extent such liability is provided by applicable law, (i) for any 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) under Section 174 of Title 8 of the General Corporation Law of the State of Delaware, or (iv) for any transaction from which the director derived an improper personal benefit. No amendment to or repeal of this

provision shall apply to or have any effect on the liability or alleged liability of any director for or with respect to any acts or omissions of such director occurring prior to the effective date of such amendment or repeal.

SEVENTH. The number of authorized shares of any class or classes of stock of the corporation may be increased or decreased (but not below the number of shares thereof then outstanding) by the affirmative vote of the holders of a majority of the stock of the corporation entitled to vote in accordance with the terms of the last sentence of Section 242(b)(2) of the General Corporation Law of the State of Delaware and irrespective of the terms contained in the remainder of said Section 242(b)(2).

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

NINTH. The corporation shall indemnify each person who at any time is, or shall have been, a director or officer of the corporation and was or is a party, or is threatened to be made a party, to any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative, by reason of the fact that he or she is or was a director or officer of the corporation, or is or was serving at the request of the corporation as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise, against expenses (including attorneys' fees), judgments, fines and amounts paid in settlement incurred in connection with any such action, suit or proceeding, to the maximum extent permitted by the General Corporation Law of the State of Delaware, as the same exists or may hereafter be amended; provided, however, that the foregoing shall not require the corporation to indemnify or advance expenses to any person in connection with any action, suit, proceeding, claim or counterclaim initiated by or on behalf of such person. The foregoing right of indemnification shall in no way be exclusive of any other rights of indemnification to which any such director or officer may be entitled, whether under any by-law, agreement, vote of directors or stockholders or otherwise. No amendment to or repeal of this provision shall deprive a director or officer of the benefit hereof with respect to any act or failure to act occurring prior to such amendment or repeal. In furtherance of and not in limitation of the foregoing, the corporation shall advance expenses, including attorneys' fees, incurred by a director or officer of the corporation in defending any civil, criminal, administrative or investigative action, suit or proceeding in advance of the final disposition of such action, suit or proceeding upon receipt of an undertaking by or on behalf of such director or officer to repay such advances if it shall be ultimately determined that he or she is not entitled to be indemnified by the corporation.