

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

Assignment ID: TMI8806

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	MERGER		
<b>EFFECTIVE DATE:</b>	12/27/2023		
<b>SEQUENCE:</b>	2		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Genesis Acquisition Holdings Corp.		12/27/2023	Corporation: DELAWARE
<b>RECEIVING PARTY DATA</b>			
<b>Company Name:</b>	NeoGenomics Laboratories, Inc.		
<b>Street Address:</b>	9490 NeoGenomics Way		
<b>City:</b>	Fort Myers		
<b>State/Country:</b>	FLORIDA		
<b>Postal Code:</b>	33912		
<b>Entity Type:</b>	Corporation: FLORIDA		
<b>PROPERTY NUMBERS Total: 3</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	3379194	CHART	
<b>Registration Number:</b>	4482928	COMPASS	
<b>Registration Number:</b>	3211899	ECOMPASS	
<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>	2485668406		
<b>Email:</b>	trademark@honigman.com, akramer@honigman.com		
<b>Correspondent Name:</b>	Ms. Anessa O. Kramer		
<b>Address Line 1:</b>	39400 Woodward Avenue, Suite 101		
<b>Address Line 4:</b>	Bloomfield Hills, MICHIGAN 48304-5151		
<b>ATTORNEY DOCKET NUMBER:</b>	271659-514634		
<b>NAME OF SUBMITTER:</b>	Todd Jones		
<b>SIGNATURE:</b>	Todd Jones		
<b>DATE SIGNED:</b>	02/08/2024		

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**Total Attachments: 4**

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# Delaware

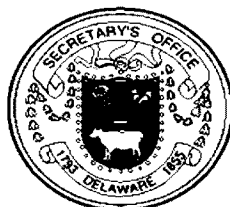
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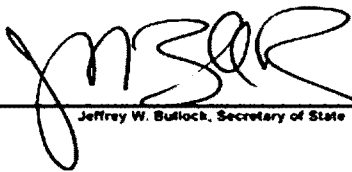
Page 1

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 OWNERSHIP, WHICH MERGES:

"GENESIS ACQUISITION HOLDINGS CORP.", A DELAWARE CORPORATION, WITH AND INTO "NEOGENOMICS LABORATORIES, INC." UNDER THE NAME OF "NEOGENOMICS LABORATORIES, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF FLORIDA, AS RECEIVED AND FILED IN THIS OFFICE ON THE TWENTY-SEVENTH DAY OF DECEMBER, A.D. 2023, AT 5:57 O`CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF OWNERSHIP IS THE THIRTY-FIRST DAY OF DECEMBER, A.D. 2023 AT 11:57 O'CLOCK P.M.



  
Jeffrey W. Bullock, Secretary of State

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SR# 20234347534

You may verify this certificate online at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)

Authentication: 202518452  
Date: 01-03-24

TRADEMARK  
REEL: 008341 FRAME: 0073

**CERTIFICATE OF OWNERSHIP AND MERGER  
MERCING GENESIS ACQUISITION HOLDINGS CORP.  
WITH AND INTO  
NEOGENOMICS LABORATORIES, INC.**

**(Pursuant to Section 253 of the General Corporation of Law of the State of Delaware)**

**December 27, 2023**

**NEOGENOMICS LABORATORIES, INC.**, a Florida corporation (the “Company”), does hereby certify to the following facts relating to the merger (the “253 Merger”) of **GENESIS ACQUISITION HOLDINGS CORP.**, a Delaware corporation (“Merger Sub”), with and into the Company, with the Company remaining as the surviving corporation under the name of: **NEOGENOMICS LABORATORIES, INC.**

**FIRST:** The Company is incorporated pursuant to the Florida Business Corporation Act. Merger Sub is incorporated pursuant to the General Corporation Law of the State of Delaware (the “DGCL”).

**SECOND:** The Company owns all of the outstanding shares of each class of capital stock of Merger Sub.

**THIRD:** The Board of Directors of the Company, by the following resolutions duly adopted on December 22, 2023, determined to merge Merger Sub with and into the Company pursuant to Section 253 of the DGCL:

WHEREAS, the Board of Directors of NeoGenomics Laboratories, Inc. (the “Company”) has deemed it advisable that Genesis Acquisition Holdings Corp., a Delaware corporation and wholly owned subsidiary of the Company (“Merger Sub”), be merged with and into the Company pursuant to Section 253 of the General Corporation Law of the State of Delaware;

NOW, THEREFORE, BE IT RESOLVED, that Merger Sub be merged with and into the Company (the “253 Merger”);

FURTHER RESOLVED, that by virtue of the 253 Merger and without any action on the part of the holder thereof, each then outstanding share of Common Stock of the Company shall remain unchanged and continue to remain outstanding as one share of Common Stock of the Company, held by the person who was the holder of such share of Common Stock of the Company immediately prior to the 253 Merger;

FURTHER RESOLVED, that by virtue of the 253 Merger and without any action on the part of the holder thereof, each then outstanding share of common stock of Merger Sub shall be canceled and no consideration shall be issued in respect thereof; and

FURTHER RESOLVED, that that any director or officer of the Company (each, an “Authorized Officer”) be and they hereby are authorized and directed to make, execute and acknowledge, in the name and under the corporate seal of the Company, a certificate of ownership and merger for the purpose of effecting the 253 Merger and to file the same in the office of the Secretary of State, and to do all other acts and things that may be necessary to carry out and effectuate the purpose and intent of the resolutions relating to the 253 Merger, the authority for the doing of any such acts and things and the signing, making, execution, delivery, issue and filing of such foregoing to be conclusively evidenced thereby.

**FOURTH:** The Company shall be the surviving corporation of the 253 Merger.

FIFTH: The certificate of incorporation of the Company shall be the certificate of incorporation of the surviving corporation.

SIXTH: This certificate of ownership and merger shall become effective at 11:57:59 p.m. Eastern Time on December 31, 2023.

SEVENTH: The surviving foreign corporation agrees that it may be served with process in the State of Delaware in any proceeding for enforcement of any obligation of the non-surviving Delaware corporation, as well as for enforcement of any obligation of the surviving foreign corporation arising from this merger, including any suit or other proceeding to enforce the right of any stockholders as determined in appraisal proceedings pursuant to the provisions of Section 262 of the Delaware General Corporation Law, and irrevocably appoints the Secretary of State of Delaware as its agent to accept service of process in any such suit or other proceeding. The Secretary of State shall mail any such process to the surviving corporation at 9490 NeoGenomics Way, Fort Myers, FL 33912.

*\*\*Signature page follows\*\**

**IN WITNESS WHEREOF**, the undersigned have executed this Certificate of Ownership and Merger as of date first written above.

NEOGENOMICS LABORATORIES, INC.

DocuSigned by:

*Alicia Olivo*

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Alicia Olivo, Secretary