

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
 Stylesheet Version v1.2

ETAS ID: TM583536

SUBMISSION TYPE:	RESUBMISSION
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	04/01/2019
RESUBMIT DOCUMENT ID:	900545112

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Tech Canary, LLC		04/01/2019	Limited Liability Company: WISCONSIN

RECEIVING PARTY DATA

Name:	Applied Systems, Inc.
Street Address:	200 Applied Parkway
Internal Address:	Legal Department
City:	University Park
State/Country:	ILLINOIS
Postal Code:	60484
Entity Type:	Corporation: DELAWARE

PROPERTY NUMBERS Total: 2

Property Type	Number	Word Mark
Serial Number:	87060942	
Serial Number:	87060940	TECH CANARY

CORRESPONDENCE DATA

Fax Number:

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: 7085345575
Email: lkingston@appliedsystems.com
Correspondent Name: Lauren Kingston
Address Line 1: 200 Applied Parkway
Address Line 4: University Park, ILLINOIS 60484

NAME OF SUBMITTER:	Lauren Kingston
SIGNATURE:	/s Lauren Kingston/
DATE SIGNED:	06/29/2020

Total Attachments: 10

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State of Wisconsin
DEPARTMENT OF FINANCIAL INSTITUTIONS
Division of Corporate & Consumer Services

FILING FEE \$150.00

Please check box for (Optional)
Expedited service ☐ + \$25.00

DO NOT STAPLE

FORM 2000

ARTICLES OF MERGER

Sec. 178.1124, 179.77, 180.1105, 181.1105, and 183.1204
Wis. Stats

1. Non-Surviving Parties to the Merger:

Company Name: Tech Canary, LLC		
Indicate (X) Entity Type	<input type="checkbox"/> General Partnership (Ch. 178, Wis. Stats.) <input type="checkbox"/> Limited Liability Partnership (Ch. 178, Wis. Stats.) <input type="checkbox"/> Limited Partnership (Ch. 179, Wis. Stats.) <input type="checkbox"/> Business Corporation (Ch. 180, Wis. Stats.) See Exception below <input type="checkbox"/> Nonstock Corporation (Ch. 181, Wis. Stats.) <input checked="" type="checkbox"/> Limited Liability Company (Ch. 183, Wis. Stats.)	Organized under the laws of <u>WI</u> (state or country)

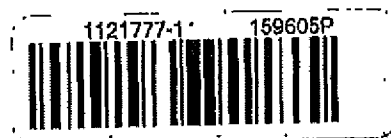
Company Name: Tech Canary International, Inc.		
Indicate (X) Entity Type	<input type="checkbox"/> General Partnership (Ch. 178, Wis. Stats.) <input type="checkbox"/> Limited Liability Partnership (Ch. 178, Wis. Stats.) <input type="checkbox"/> Limited Partnership (Ch. 179, Wis. Stats.) <input checked="" type="checkbox"/> Business Corporation (Ch. 180, Wis. Stats.) See Exception below <input type="checkbox"/> Nonstock Corporation (Ch. 181, Wis. Stats.) <input type="checkbox"/> Limited Liability Company (Ch. 183, Wis. Stats.)	Organized under the laws of <u>WI</u> (state or country)

EXCEPTION: If the merger involves only Chapter 180 business corporations, use form 2001.
Schedule more non-surviving parties as an additional page

2. Surviving Entity:

Company Name: Applied Systems, Inc.		
Indicate (X) Entity Type	<input type="checkbox"/> General Partnership (Ch. 178, Wis. Stats.) <input type="checkbox"/> Limited Liability Partnership (Ch. 178, Wis. Stats.) <input type="checkbox"/> Limited Partnership (Ch. 179, Wis. Stats.) <input checked="" type="checkbox"/> Business Corporation (Ch. 180, Wis. Stats.) See Exception below <input type="checkbox"/> Nonstock Corporation (Ch. 181, Wis. Stats.) <input type="checkbox"/> Limited Liability Company (Ch. 183, Wis. Stats.)	Organized under the laws of <u>DE</u> (state or country)

DFI/CORP/2000(0703/17)



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REEL: 006981 FRAME: 0268

3. Indicate below if the surviving entity is an indirect wholly owned subsidiary or parent:

☐ The surviving entity is a Domestic or Foreign Business Corporation that is an indirect wholly owned subsidiary or parent and the merger was approved in accordance with sec. 180.11045 and the requirements of sec. 180.11045(2) have been satisfied.

☒ The surviving entity is not a Domestic or Foreign Business Corporation that is an indirect wholly owned subsidiary or parent.

4. The Plan of Merger included in this document was approved by each entity that is a party to the merger in the manner required by the laws applicable to each entity, and in accordance with ss. 180.1103, 180.1104, 181.1103, 181.1104 and 183.1202, if applicable.

CONTINGENCY STATEMENT -- The surviving entity of this merger is a domestic or foreign nonstock corporation. The Plan of Merger included in this document was approved by each entity that is a party to the merger in the manner required by the laws applicable to each entity, and in accordance with ss. 180.1103, 180.1104 and 183.1202, if applicable, and by a person other than the members or the board, if the approval of such person is required under s. 181.1103(2)(c).

☐ The approval of members is not required, and the Plan of Merger was approved by a sufficient vote of the board.

☐ The number of votes cast by each class of members to approve the Plan of Merger were sufficient for approval by that class.

Membership Class	Number of Memberships Outstanding	Number of Votes Entitled to be Cast	For	Against

(Append or attach the **PLAN OF MERGER**, (Optional Plan of Merger template on Pages 3 & 4)

5. (OPTIONAL) Effective Date and Time of Merger

These articles of merger, when filed, shall be effective on April 1, 2019 (date) at 11:59 PM (EDT) (time).

(An effective date declared under this article may not be earlier than the date the document is delivered to the department for filing, nor more than 90 days after its delivery. If no effective date and time is declared, the effective date and time will be determined by ss. 178.0114, 179.11(2), 180.0123, 181.0123 or 183.0111, whichever section governs the surviving domestic entity.)

6. Executed on April 1, 2019 (date) by the surviving entity on behalf of all parties to the merger.


(Signature)

Mark (X) below the title of the person executing the document.

For a corporation

Title: ☐ President OR ☐ Secretary
or other officer title Chief Financial Officer

For a limited liability company

Title: ☐ Member OR ☐ Manager.

Ryan Hobbs
(Printed Name)

For a limited partnership/general partnership/

limited liability partnership

Title: ☐ General Partner ☐ Partner

This document was drafted by: Julia Walker. Not executed in Wisconsin.
(Name the individual who drafted the document)

DFI/CORP/2000(07/17)

Exhibit A

Plan of Merger

See attached

AGREEMENT AND PLAN OF MERGER

This Agreement and Plan of Merger (this "Plan"), dated as of April 1, 2019, is made and entered into by and among Applied Systems, Inc., a Delaware corporation ("Applied"), Tech Canary, LLC, a Wisconsin limited liability company ("Tech Canary") and Tech Canary International, Inc., a Wisconsin corporation ("TCI").

WHEREAS, Applied is the sole member of Tech Canary and Tech Canary is the sole shareholder of TCI;

WHEREAS, pursuant to the terms hereof, the parties hereto wish to provide for the mergers of Tech Canary and TCI with and into Applied (the "Mergers") pursuant to which Applied will be the surviving corporation (the "Surviving Corporation") on the terms and conditions set forth herein; and

WHEREAS, this Plan has been duly authorized, adopted and approved in accordance with the laws of the states of incorporation of Applied, Tech Canary and TCI, as applicable, including in accordance with the provisions of the General Corporation Law of the State of Delaware, the Wisconsin Statutes and their respective organizational documents.

NOW, THEREFORE, in consideration of the premises and the mutual agreements hereinafter expressed and subject to the satisfaction or waiver of the conditions hereof, the parties hereto agree as follows:

1. Mergers and Effect of Mergers.

(a) The names of the entities to be merged are Tech Canary, LLC, a Wisconsin limited liability company and Tech Canary International, Inc., a Wisconsin corporation.

(b) The name of the Surviving Corporation is Applied Systems, Inc., a Delaware corporation.

(c) At the Effective Time, (i) Tech Canary shall be merged with and into Applied, and the separate existence of Tech Canary shall thereupon cease and (ii) TCI shall be merged with and into Applied, and the separate existence of TCI shall thereupon cease. Applied will be the Surviving Corporation in the Mergers, and Applied, with all its purposes, objects, rights, privileges, powers and franchises, shall continue unaffected and unimpaired by the Mergers. The Surviving Corporation shall file certificates of merger with the Secretary of State of the State of Delaware, articles of merger with the Secretary of State of the State of Wisconsin and make all other filings or recordings required by the laws of Delaware and Wisconsin in connection with the Mergers.

(d) The certificate of incorporation of Applied, as amended from time to time and as existing and in effect immediately prior to the Effective Time shall be and constitute the certificate of incorporation of the Surviving Corporation.

(e) The bylaws of Applied, as amended from time to time and as existing and in effect immediately prior to the Effective Time shall be and constitute the bylaws of the Surviving Corporation.

(f) The Board of Directors and officers of Applied immediately prior to the Effective Time shall be the Board of Directors and officers of the Surviving Corporation. Each such director and officer shall hold such office until his or her successor has been elected or appointed and qualified to serve, or as otherwise provided by Bylaws of the Surviving Corporation.

2. **Cancellation of Membership Interests of Tech Canary and Shares of TCI.** At the Effective Time, by virtue of the Mergers and without any action on the part of any holder of any membership interests of Tech Canary or any shareholder of TCI, each issued and outstanding membership interest of Tech Canary immediately prior to the Effective Time shall be cancelled and each issued and outstanding share of capital stock of TCI immediately prior to the Effective Time shall be cancelled.

3. **Shares of Applied.** At the Effective Time and without any further action on the part of Applied, Tech Canary or TCI, all of the shares of Applied that are issued and outstanding immediately prior to the Effective Time shall remain the issued and outstanding shares of the Surviving Corporation and will be unaffected by the Merger.

4. **Effective Time.** The Effective Time of the Merger shall be as of 11:59 p.m. EDT on April 1, 2019 (the "Effective Time").

5. **Transfer, Conveyance and Assumption.** At the Effective Time, Applied shall continue in existence as the Surviving Corporation, and without further transfer, succeed to and possess all of the rights, privileges and powers of Tech Canary and TCI, and all of the assets and property of whatever kind and character of Tech Canary and TCI shall vest in Applied without further act or deed; thereafter, Applied, as the Surviving Corporation, shall be liable for all of the liabilities and obligations of Tech Canary and TCI, and any claim or judgment against Tech Canary or TCI may be enforced against Applied, as the Surviving Corporation, in accordance with applicable law.

6. **Termination.** This Plan may be terminated and the Merger may be abandoned at any time prior to the Effective Time by mutual written consent of Applied, Tech Canary and TCI.

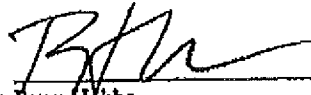
7. **Effect of Termination.** If this Plan is terminated pursuant to Section 6, this Plan shall become void and of no effect with no liability on the part of any party hereto.

8. **Governing Law.** This Plan shall be construed in accordance with and governed by the laws of the State of Delaware, without giving effect to any principles of conflicts of law.

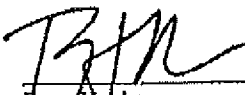
[SIGNATURE PAGE FOLLOWS]

IN WITNESS WHEREOF, the parties hereto have duly executed this Plan as of the date first above written.

TECH CANARY, LLC

By: 
Name: Ryan Hobbs
Title: President and Secretary

TECH CANARY INTERNATIONAL, INC.

By: 
Name: Ryan Hobbs
Title: President and Secretary

APPLIED SYSTEMS, INC.

By: 
Name: Ryan Hobbs
Title: Chief Financial Officer

[Signature Page to Agreement and Plan of Merger with Applied Systems Inc. and Tech Canary, LLC]



For Office



**State of Wisconsin
Department of Financial Institutions**

Endorsement

ARTICLES OF MERGER - Ch. 183

TECH CANARY, LLC

Received Date: 4/1/2019

Filed Date: 4/1/2019

Filing Fee: \$150.00

Expedited Fee: \$250.00

Total Fee: \$400.00

Entity ID#: T085028

Articles of Merger, merging TECH CANARY, LLC (a WI Domestic LLC) and TECH CANARY INTERNATIONAL, INC. (ID# C100255)(WI domestic Corp)(Chap 180)(Non-Survivors) into APPLIED SYSTEMS, INC. (a licensed foreign Corp)(Chap 180)(ID# A059671)(Survivor)

Effective Date: April 1, 2019

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 MERGER, WHICH MERGES:

"TECH CANARY, LLC", A WISCONSIN LIMITED LIABILITY COMPANY, WITH AND INTO "APPLIED SYSTEMS, INC." UNDER THE NAME OF "APPLIED SYSTEMS, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE ON THE FIRST DAY OF APRIL, A.D. 2019, AT 1:29 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE FIRST DAY OF APRIL, A.D. 2019 AT 11:59 O'CLOCK P.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.




Jeffrey W. Bullock, Secretary of State

4201382 8100M
SR# 20192443556

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

Authentication: 202554560
Date: 04-01-19

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**STATE OF DELAWARE
CERTIFICATE OF MERGER OF
DOMESTIC CORPORATION AND
FOREIGN LIMITED LIABILITY COMPANY**

Pursuant to Title 8, Section 264(c) of the Delaware General Corporation Law, the undersigned corporation executed the following Certificate of Merger:

FIRST: The name of the surviving corporation is Applied Systems, Inc., a Delaware Corporation, and the name of the limited liability company being merged into this surviving corporation is Tech Canary, LLC a (list jurisdiction) Wisconsin limited liability company.

SECOND: The Agreement of Merger has been approved, adopted, certified, executed and acknowledged by the surviving corporation and the merging limited liability company.

THIRD: The name of the surviving corporation is Applied Systems, Inc.

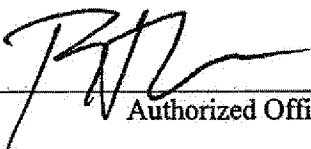
FOURTH: The merger is to become effective on April 1, 2019 at 11:59pm (EDT).

FIFTH: The Agreement of Merger is on file at 200 Applied Pkwy., University Park, IL 60484, the place of business of the surviving corporation.

SIXTH: A copy of the Agreement of Merger will be furnished by the corporation on request, without cost, to any stockholder of any constituent corporation or member of any constituent limited liability company.

SEVENTH: The Certificate of Incorporation of the surviving corporation shall be its Certificate of Incorporation.

IN WITNESS WHEREOF, said Corporation has caused this certificate to be signed by an authorized officer, the 1st day of April, A.D., 2019.

By:  Authorized Officer

Name: Ryan Hobbs
Print or Type

Title: Chief Financial officer