

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM617152

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ENTITY CONVERSION		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Houwzer LLC		01/27/2020	Limited Liability Company: DELAWARE
RECEIVING PARTY DATA			
Name:	Houwzer Inc.		
Street Address:	1435 Walnut Street, 3rd Floor		
City:	Philadelphia		
State/Country:	PENNSYLVANIA		
Postal Code:	19102		
Entity Type:	Corporation: DELAWARE		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Serial Number:	88219284	HOMERISE	
Serial Number:	88219289	RISEUP FUND	
CORRESPONDENCE DATA			
Fax Number:			
<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>			
Email:	bfrankenfield60@gmail.com		
Correspondent Name:	Beth Frankenfield, Ballard Spahr LLP		
Address Line 1:	1735 Market Street		
Address Line 4:	Philadelphia, PENNSYLVANIA 19103		
NAME OF SUBMITTER:	Beth Frankenfield		
SIGNATURE:	/Beth Frankenfield/		
DATE SIGNED:	12/29/2020		
Total Attachments: 2			
source=Houwzer Inc Articles of Incorporation#page1.tif			
source=Houwzer Inc Articles of Incorporation#page2.tif			

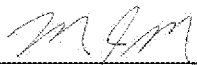
CH \$65.00 88219284

State of Delaware
Secretary of State
Division of Corporations
Delivered 05:34 PM 01/27/2020
FILED 05:34 PM 01/27/2020
SR 20200586026 - File Number 5506364

**STATE OF DELAWARE
CERTIFICATE OF CONVERSION
FROM A LIMITED LIABILITY COMPANY TO A
CORPORATION PURSUANT TO SECTION 265 OF
THE DELAWARE GENERAL CORPORATION LAW**

1. The jurisdiction where the Limited Liability Company first formed is Delaware.
2. The jurisdiction immediately prior to filing this Certificate is Delaware.
3. The date the Limited Liability Company first formed is March 27, 2014.
4. The name of the Limited Liability Company immediately prior to filing this certificate is Houwzer LLC.
5. The name of the Corporation as set forth in the Certificate of Incorporation is Houwzer, Inc.

IN WITNESS WHEREOF, the undersigned being duly authorized to sign on behalf of the converting Limited Liability Company has executed this Certificate on the 27th day of January, 2020.

By: 

Name: Michael J. Maher

Title: Chief Executive Officer

**CERTIFICATE OF INCORPORATION
OF
HOUWZER, INC.**

(Pursuant to Sections 242 and 245 of the
General Corporation Law of the State of Delaware)

Houwzer, Inc., a corporation organized and existing under and by virtue of the provisions of the General Corporation Law of the State of Delaware (the “**General Corporation Law**”),

DOES HEREBY CERTIFY THAT:

FIRST: The name of this corporation is Houwzer, Inc. (the “**Corporation**”).

SECOND: The address of the registered office of the Corporation in the State of Delaware is 614 N. DuPont Highway, Suite 210, City of Dover, County of Kent, Delaware 19901. The name of its registered agent at such address is Registered Office Service Company.

THIRD: The nature of the business or purposes to be conducted or promoted is to engage in any lawful act or activity for which corporations may be organized under the General Corporation Law.

FOURTH: The total number of shares of all classes of stock which the Corporation shall have authority to issue is (i) 70,237,020 shares of Common Stock, par value \$0.0001 per share (“**Common Stock**”), and (ii) 47,696,145 shares of Preferred Stock, par value \$0.0001 per share (“**Preferred Stock**”).

The following is a statement of the designations and the powers, privileges and rights, and the qualifications, limitations or restrictions thereof in respect of each class of capital stock of the Corporation.

A. COMMON STOCK

1. General. The voting, dividend and liquidation rights of the holders of Common Stock are subject to and qualified by the rights, powers and preferences of the holders of Preferred Stock set forth herein.

2. Voting. The holders of Common Stock are entitled to one vote for each share of Common Stock held at all meetings of stockholders (and written actions in lieu of meetings); provided, however, that, except as otherwise required by law, holders of Common Stock, as such, shall not be entitled to vote on any amendment to this Certificate of Incorporation (the “**Certificate of Incorporation**”) that relates solely to the terms of one or more outstanding series of Preferred Stock if the holders of such affected series are entitled separately or together with the holders of one or more other such series, to vote thereon pursuant to this Certificate of Incorporation or pursuant to the General Corporation Law. There shall be no cumulative voting. The number of authorized shares of Common Stock may be increased or decreased (but not below the number of shares thereof then outstanding) by (in addition to any vote of the holders of one or more series of Preferred Stock that may be required by the terms of this Certificate of