

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM671527

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	ENTITY CONVERSION		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Humane, LLC		01/31/2019	Limited Liability Company: DELAWARE
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Humane, Inc.		
<b>Street Address:</b>	2193 Fillmore Street		
<b>City:</b>	San Francisco		
<b>State/Country:</b>	CALIFORNIA		
<b>Postal Code:</b>	94115		
<b>Entity Type:</b>	Corporation: DELAWARE		
<b>PROPERTY NUMBERS Total: 10</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Serial Number:</b>	87250700	HUMANE	
<b>Serial Number:</b>	87456030	HU.MA.NE	
<b>Serial Number:</b>	88979343	HU.MA.NE	
<b>Serial Number:</b>	88028470	BEST HUMAN EXPERIENCE EVER	
<b>Serial Number:</b>	88028479	BEST HUMAN EXPERIENCE EVER	
<b>Serial Number:</b>	88627061	HU.MA.NE	
<b>Serial Number:</b>	90891855	COSMOS	
<b>Serial Number:</b>	90891863	INTELLIGENCE AGE	
<b>Serial Number:</b>	90891870	LASER INK	
<b>Serial Number:</b>	90891897	TRUST, TRUTH, + JOY	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	4155990210		
<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>	4155990210		
<b>Email:</b>	tadmin@braunhagey.com, shadow@braunhagey.com		
<b>Correspondent Name:</b>	Allison Hagey, BraunHagey & Borden LLP		
<b>Address Line 1:</b>	351 California Street, 10th Floor		
<b>Address Line 4:</b>	San Francisco, CALIFORNIA 94104		

OP \$265.00 87250700

<b>ATTORNEY DOCKET NUMBER:</b>	Humane (Conversion)
<b>NAME OF SUBMITTER:</b>	Allison Hagey
<b>SIGNATURE:</b>	/Allison Hagey/
<b>DATE SIGNED:</b>	08/31/2021

**Total Attachments: 7**

source=Humane - DE Certificate of Conversion and Certificate of Incorporation#page1.tif  
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source=Humane - DE Certificate of Conversion and Certificate of Incorporation#page7.tif

# Delaware

The First State

Page 1

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF CONVERSION OF A DELAWARE LIMITED LIABILITY COMPANY UNDER THE NAME OF "HUMANE, LLC" TO A DELAWARE CORPORATION, CHANGING ITS NAME FROM "HUMANE, LLC" TO "HUMANE, INC.", FILED IN THIS OFFICE ON THE THIRTY-FIRST DAY OF JANUARY, A.D. 2019, AT 3:24 O`CLOCK P.M.

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



  
Jeffrey W. Bullock, Secretary of State

6219908 8100V  
SR# 20190644049

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

Authentication: 202203165  
Date: 02-05-19

**TRADEMARK**  
**REEL: 007409 FRAME: 0913**

# Delaware

The First State

Page 1

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF INCORPORATION OF "HUMANE, INC." FILED IN THIS OFFICE ON THE THIRTY-FIRST DAY OF JANUARY, A.D. 2019, AT 3:24 O`CLOCK P.M.

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



  
Jeffrey W. Bullock, Secretary of State

6219908 8100V  
SR# 20190644049

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

Authentication: 202203165  
Date: 02-05-19

**TRADEMARK**  
**REEL: 007409 FRAME: 0914**

State of Delaware  
Secretary of State  
Division of Corporations  
Delivered 03:24 PM 01/31/2019  
FILED 03:24 PM 01/31/2019  
SR 20190644049 - File Number 6219908

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 11/17/2016.
- 4.) The name of the Limited Liability Company immediately prior to filing this Certificate is Humane, LLC.
- 5.) The name of the Corporation as set forth in the Certificate of Incorporation is Humane, Inc.

IN WITNESS WHEREOF, the undersigned being duly authorized to sign on behalf of the converting Limited Liability Company have executed this Certificate on the 31st day of January, A.D. 2019.

DocuSigned by:  
Bethany  
By: C469E56856B64CF

Name: Bethany Bongiorno

Title: CEO

**CERTIFICATE OF INCORPORATION  
OF  
HUMANE, INC.**

**ARTICLE I**

The name of this corporation is Humane, Inc. (this "Corporation")

**ARTICLE II**

The address of the Corporation's registered office in the State of Delaware is 3500 South DuPont Highway in the City of Dover, County of Kent, 19901. The name of the Corporation's registered agent at such address is Incorporating Services, Ltd.

**ARTICLE III**

The name and mailing address of the incorporator of the Corporation is:

Lauren Chase  
BraunHagey & Borden LLP  
351 California Street, 10<sup>th</sup> Floor  
San Francisco, CA 94104

**ARTICLE IV**

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 of Delaware.

**ARTICLE V**

This Corporation is authorized to issue one class of stock to be designated "Common Stock," with a par value of \$.0001 per share. The total number of shares which the Corporation is authorized to issue is 20,000,000.

**ARTICLE VI**

Except as otherwise provided in this certificate of incorporation, in furtherance and not in limitation of the powers conferred by statute, the board of directors is expressly authorized to make, repeal, alter, amend and rescind any or all of the Bylaws of the Corporation.

**ARTICLE VII**

The number of directors of this Corporation shall be determined in the manner set forth in the Bylaws of this Corporation.

## ARTICLE VIII

Elections of directors need not be by written ballot unless the Bylaws of the Corporation shall so provide.

## ARTICLE IX

Meeting of stockholders may be held within or without the State of Delaware, as the Bylaws may provide. The books of the Corporation may be kept (subject to any provision contained in the statutes) 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.

## ARTICLE X

A director of this Corporation shall not be personally liable to this Corporation or its stockholders for monetary damages for breach of fiduciary duty as a director, except for liability (i) for any breach of the director's duty of loyalty to this Corporation or its stockholders, (ii) for acts or omissions not in good faith or that involve intentional misconduct or a knowing violation of law, (iii) under Section 174 of the General Corporation Law, or (iv) for any transaction from which the director derived any improper personal benefit. If the General Corporation Law is amended after approval by the stockholders of this Article X to authorize corporate action further eliminating or limiting the personal liability of directors, then the liability of a director of this Corporation shall be eliminated or limited to the fullest extent permitted by the General Corporation Law as so amended.

Any repeal or modification of the foregoing provisions of this Article X by the stockholders of this Corporation shall not adversely affect any right or protection of a director of this Corporation existing at the time of, or increase the liability of any director of this Corporation with respect to any acts or omissions of such director occurring prior to, such repeal or modification.

## ARTICLE XI

To the fullest extent permitted by applicable law, this Corporation is authorized to provide indemnification of (and advancement of expenses to) agents of this Corporation (and any other persons to which General Corporation Law permits this Corporation to provide indemnification) through bylaw provisions, agreements with such agents or other persons, vote of stockholders or disinterested directors or otherwise, in excess of the indemnification and advancement otherwise permitted by Section 145 of the General Corporation Law, subject only to limits created by applicable General Corporation Law (statutory or non-statutory), with respect to actions for breach of duty to this Corporation, its stockholders and others.

Any amendment, repeal or modification of the foregoing provisions of this Article XI shall not adversely affect any right or protection of a director, officer, agent or other person existing at the time of, or increase the liability of any director of this Corporation with respect to any acts or omissions of such director, officer or agent occurring prior to such amendment, repeal or modification.

## ARTICLE XII

The Corporation reserves the right to amend, alter, change or repeal any provision contained in this certificate of incorporation, in the manner now or hereafter prescribed by statute, and all rights conferred upon stockholders herein are granted subject to this reservation.



**THE UNDERSIGNED**, being the incorporator hereinbefore named, for the purpose of forming a corporation to do business both within and without the State of Delaware and in pursuance of the General Corporation Law of Delaware, does make and file this Certificate, hereby declaring and certifying that the facts herein stated are true, and accordingly has hereunto set his hand this 31st day of January, 2019.

/s/ Lauren Chase  
Lauren Chase, Incorporator