

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM710560

<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>
Human Care Systems, Inc.		12/22/2021	Corporation: MASSACHUSETTS
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Human Care Systems, LLC		
<b>Street Address:</b>	84 State Street		
<b>City:</b>	Boston		
<b>State/Country:</b>	MASSACHUSETTS		
<b>Postal Code:</b>	02109		
<b>Entity Type:</b>	Limited Liability Company: DELAWARE		
<b>PROPERTY NUMBERS Total: 2</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Serial Number:</b>	88054707	RESILIX	
<b>Serial Number:</b>	88976301	RESILIX	
<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>	202.556.1399		
<b>Email:</b>	nancy.lapidus@lapiduslawoffice.com		
<b>Correspondent Name:</b>	The Law Office of Nancy Lapidus, PLLC		
<b>Address Line 1:</b>	5335 Wisconsin Avenue, N.W.		
<b>Address Line 2:</b>	Suite 440		
<b>Address Line 4:</b>	Washington, D.C. 20015		
<b>NAME OF SUBMITTER:</b>	Nancy Lapidus		
<b>SIGNATURE:</b>	/Nancy Lapidus/		
<b>DATE SIGNED:</b>	02/25/2022		
<b>Total Attachments: 5</b>			
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**HUMAN CARE SYSTEMS, INC.  
PLAN OF ENTITY CONVERSION**

Human Care Systems, Inc., a Massachusetts corporation (the “Corporation” or the “Converting Entity”) hereby adopts the following Plan of Entity Conversion, dated as of December 22, 2021 (the “Plan”) pursuant to which the Corporation shall be converted (the “Conversion”) into Human Care Systems, LLC, a Delaware limited liability company (the “LLC” or the “Converted Entity”).

**ARTICLE I  
THE CONVERSION**

Section 1.01. The Conversion.

(a) At the Effective Time (as defined in this Section 1.01) of the Conversion, the Corporation, a Massachusetts corporation, shall be converted into the LLC, a Delaware limited liability company, in accordance with the provisions of the Massachusetts Business Corporation Act (the “MBCA”) and Section 18-214 of the Limited Liability Company Act of the State of Delaware (the “DLLCA”). The Corporation is continuing its existence in the organizational form of the Converted Entity, and the Converted Entity shall possess all the rights, powers, privileges and franchises and be subject to all of the obligations, liabilities, restrictions and duties of the Corporation, all as provided under the MBCA and the DLLCA.

(b) The name of the Converted Entity shall be “Human Care Systems, LLC”.

(c) Promptly after the execution hereof, the Corporation will file a certificate of formation, which is attached hereto as Exhibit A, and a certificate of conversion to limited liability company with the Secretary of State of the State of Delaware and articles of charter surrender upon conversion to a foreign other entity with the Secretary of the Commonwealth of the Commonwealth of Massachusetts.

(d) Each of the certificate of conversion to limited liability company and the articles of charter surrender upon conversion to a foreign other entity shall provide that the Conversion shall be effective as of 11:59 p.m. EDT on December 22, 2021 (the “Effective Time”).

Section 1.02. Effect on Shares. At the Effective Time, the outstanding stock of the Corporation will be converted into a 100% membership interest in the Converted Entity by reason of the Conversion, and, accordingly, the stock certificate or certificates representing the outstanding stock of the Corporation shall be cancelled by the Secretary of the Corporation and filed in the stock records of the Corporation.

**ARTICLE II  
THE CONVERTED ENTITY**

Section 2.01. Limited Liability Company Agreement of Converted Entity. The Limited Liability Company Agreement of the Converted Entity is attached hereto as Exhibit B.

Section 2.02. Member of Converted Entity. From and after the Effective Time, the sole stockholder of the Converting Entity shall continue as the sole member of the Converted Entity, subject to the provisions of the Limited Liability Agreement of the Converted Entity.

Section 2.03. Managers and Officers. The persons who are the officers and members of the Board of Managers of the Converted Entity as provided in the LLC Agreement shall be the officers and members of the Board of Managers of the Converted Entity, each of such officers and members of the Board of Managers to serve until his or her resignation or removal or until his or her successor has been duly elected

and qualified in accordance with the laws of the State of Delaware and the Limited Liability Company Agreement of the Converted Entity.

### ARTICLE III MISCELLANEOUS

Section 3.01. Governing Law. This Plan shall be governed by and construed in accordance with the laws of the Commonwealth of Massachusetts and the State of Delaware, as applicable.


Section 3.02. Termination. Anything herein or elsewhere to the contrary notwithstanding, this Plan may be terminated and abandoned by the Board of Directors of the Corporation at any time before the Effective Time. In the event of termination and abandonment under this Section 3.02, this Plan shall forthwith become void and there shall be no liability on the part of the Board of Directors of the Corporation or its respective directors and shareholders.

Section 3.03. Entire Plan, Assignability, Etc. This Plan (i) constitutes the entire plan, and supersedes all other prior plans and understandings, both written and oral, with respect to the subject matter hereof, and (ii) is not intended to confer upon any person other than the Corporation and its shareholders and directors any rights or remedies hereunder.

*[Signature Page Follows.]*

IN WITNESS WHEREOF, the Corporation has caused this Plan to be duly executed by its authorized officer as of the day and year first above written.

HUMAN CARE SYSTEMS, INC.

By:   
Matthew Hall, President

*[Signature Page to Plan of Entity Conversion of  
Human Care Systems, Inc. into Human Care Systems, LLC]*

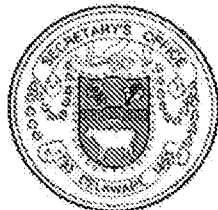
**TRADEMARK**  
**REEL: 007643 FRAME: 0259**

# 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 CONVERSION OF A MASSACHUSETTS CORPORATION UNDER THE NAME OF "HUMAN CARE SYSTEMS, INC." TO A DELAWARE LIMITED LIABILITY COMPANY, CHANGING ITS NAME FROM "HUMAN CARE SYSTEMS, INC." TO "HUMAN CARE SYSTEMS, LLC", FILED IN THIS OFFICE ON THE TWENTY-SECOND DAY OF DECEMBER, A.D. 2021, AT 9:07 O' CLOCK A.M.



6490308 8100F  
SR# 20214184413

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

A handwritten signature in black ink, appearing to read "JBULLOCK", written over a horizontal line. Below the line, the text "Jeffrey W. Bullock, Secretary of State" is printed in a small font.

Authentication: 205055553  
Date: 12-22-21

TRADEMARK  
REEL: 007643 FRAME: 0260

State of Delaware  
Secretary of State  
Division of Corporations  
Delivered 09:07 AM 12/22/2021  
FILED 09:07 AM 12/22/2021  
SR 20214184413 - File Number 6490308

STATE OF DELAWARE  
CERTIFICATE OF CONVERSION  
FROM A CORPORATION TO A  
LIMITED LIABILITY COMPANY PURSUANT TO  
SECTION 18-214 OF THE LIMITED LIABILITY  
COMPANY ACT

- 1.) The jurisdiction where the Corporation first formed is MA.
- 2.) The jurisdiction immediately prior to filing this Certificate is MA.
- 3.) The date the corporation first formed is 08-28-2007.
- 4.) The name of the Corporation immediately prior to filing this Certificate is  
Human Care Systems, Inc.
- 5.) The name of the Limited Liability Company as set forth in the Certificate of  
Formation is Human Care Systems, LLC

IN WITNESS WHEREOF, the undersigned have executed this Certificate on the  
22 day of December, A.D. 2021.

By: /s/ Matthew Hall  
Authorized Person

Name: Matthew Hall  
Print or Type