

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM718205

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER		
EFFECTIVE DATE:	12/31/2021		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Tesia Clearinghouse, LLC		12/31/2021	Limited Liability Company:
RECEIVING PARTY DATA			
Name:	National Electronic Attachment Inc.		
Doing Business As:	Vyne Dental		
Street Address:	100 Ashford Center North		
Internal Address:	Suite 300		
City:	Dunwoody		
State/Country:	GEORGIA		
Postal Code:	30338		
Entity Type:	Corporation: DELAWARE		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	5493813	T TESIA	
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>			
Phone:	6787109906		
Email:	shannon.weinberg@vynecorp.com		
Correspondent Name:	Shannon Weinberg		
Address Line 1:	100 Ashford Center North		
Address Line 2:	Suite 300		
Address Line 4:	Dunwoody, GEORGIA 30338		
NAME OF SUBMITTER:	Claudia Stein-Martin		
SIGNATURE:	/Claudia Stein-Martin/		
DATE SIGNED:	03/31/2022		
Total Attachments: 5			
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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 MERGER, WHICH MERGES:

"TESIA CLEARINGHOUSE, LLC", A MICHIGAN CORPORATION, WITH AND INTO "NATIONAL ELECTRONIC ATTACHMENT, INC." UNDER THE NAME OF "NATIONAL ELECTRONIC ATTACHMENT, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE ON THE THIRTIETH DAY OF DECEMBER, A.D. 2021, AT 11:03 O`CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE THIRTY-FIRST DAY OF DECEMBER, A.D. 2021.




Jeffrey W. Bullock, Secretary of State

3001918 8100M
SR# 20214262431

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

Authentication: 205122434
Date: 12-30-21

TRADEMARK
REEL: 007677 FRAME: 0694

STATE OF DELAWARE
CERTIFICATE OF MERGER
OF
TESIA CLEARINGHOUSE, LLC

(a Michigan limited liability company)

WITH AND INTO
NATIONAL ELECTRONIC ATTACHMENT, INC.

(a Delaware corporation)

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 and state of incorporation of the surviving corporation is National Electronic Attachment, Inc., a Delaware corporation (the "Surviving Corporation") and the name and state of formation of the limited liability company being merged into the Surviving Corporation is Tesia Clearinghouse, LLC, a Michigan limited liability company.

SECOND: The Agreement of Merger (the "Agreement of Merger") has been approved, adopted, certified, executed and acknowledged by each of the Surviving Corporation and the merging limited liability company.

THIRD: The name of the Surviving Corporation is National Electronic Attachment, Inc.

FOURTH: The Certificate of Incorporation of the Surviving Corporation shall be its Certification of Incorporation.

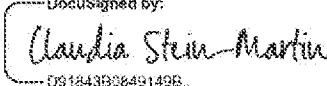
FIFTH: The Merger shall become effective on December 31, 2021.

SIXTH: The executed Agreement of Merger is on file at 100 Ashford Center North, Suite 300, Dunwoody, GA 30338, the principal place of business of the Surviving Corporation.

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

IN WITNESS WHEREOF, the Surviving Corporation has caused this certificate to be signed by an authorized officer, the 30th day of December, A.D., 2021.

NATIONAL ELECTRONIC ATTACHMENT,
INC.

By: 
Name: Claudia Stein-Martin
Title: Chief Financial Officer

**AGREEMENT AND PLAN OF MERGER
MERCING**

TESIA CLEARINGHOUSE, LLC
(a Michigan limited liability company)

WITH AND INTO

NATIONAL ELECTRONIC ATTACHMENT, INC.
(a Delaware corporation)

THIS AGREEMENT AND PLAN OF MERGER, approved on December [●], 2021 (this “Agreement”) pursuant to the Delaware General Corporation Law (“Applicable Law”) by and among National Electronic Attachment, Inc., a Delaware corporation (“Acquiror”) and Tesia Clearinghouse, LLC, a Michigan limited liability company (“Acquiree,” and, together with Acquiror, each a “Party” and collectively the “Parties”).

RECITALS

WHEREAS, the Board of Directors of Acquiror declares it advisable and to the advantage, welfare, and best interests of Acquiror to merge Acquiror with and into Acquiree, with Acquiror being the surviving entity (the “Merger”) pursuant to the provisions of Section 252 of the Applicable Law and upon the terms and conditions herein set forth; and

WHEREAS, the sole member of Acquiree has declared that the Merger is advisable and to the advantage, welfare, and best interests of Acquiree.

NOW, THEREFORE, in consideration of the mutual covenants and agreements herein contained, each Party, intending to be legally bound hereby, agrees as follows:

1. The Merger. Upon the terms and subject to the conditions hereinafter set forth and in accordance with the Applicable Law, at the Effective Time (as defined below), Acquiree shall be merged with and into Acquiror and thereupon the separate existence of the Acquiree shall cease, and Acquiror, as the surviving entity (the “Surviving Entity”), shall continue to exist under and be governed by the Applicable Law.
2. Filing. Acquiror and Acquiree will cause a certificate of merger, in compliance with the provisions of applicable laws of the State of Delaware, to be executed and filed with the office of the Delaware Secretary of State (the “Certificate of Merger”).
3. Name of Surviving Entity. Upon the filing of the Certificate of Merger with the Delaware Secretary of State, the Surviving Entity shall be named National Electronic Attachment, Inc.
4. Effective Date of Merger. The Merger shall become effective on December 31, 2021 (the “Effective Time”).
5. Governing Documents. At the Effective Time, (i) the certificate of incorporation of Acquiree shall cease to exist and (ii) the certificate of incorporation of Acquiror shall govern the Surviving Entity according to the applicable laws of the State of Delaware. The certificate of incorporation of the Surviving

Entity is attached hereto as Exhibit A.

6. Officers. The Board of Directors of Acquiror and the officers of Acquiror, in each case immediately prior to the Effective Time, shall, from and after the Effective Time, continue as the Board of Directors of the Surviving Entity and as officers of the Surviving Entity.

7. Effect of Merger on the Stock of Acquiree and Acquiror. At the Effective Time, by virtue of the Merger and without any action on the part of any party, all of the existing membership interests of Acquiree which are issued and outstanding immediately prior to the Effective Time shall be canceled and extinguished without any consideration therefor.

8. Effect of Merger. From and after the Effective Time, the Surviving Entity shall possess all of the assets of every kind and description, and every interest in the assets, wherever located, and all of the rights, privileges, immunities, powers, franchises and authority, of a public as well as a private nature, of each of Acquiree and Acquiror and all obligations belonging to or due to each of Acquiree and Acquiror, all of which shall vest in the Surviving Entity at the Effective Time without further act or deed. The Surviving Entity shall be liable for all the obligations of Acquiree and Acquiror, any claim existing, or action or proceeding pending, by or against Acquiree and Acquiror may be prosecuted to judgment, with right of appeal, as if the Merger had not taken place, or the Surviving Entity may be substituted in its place, and all the rights of creditors of each of Acquiree and Acquiror shall be preserved unimpaired.

9. Execution, Filing and Recordation. Acquiree and Acquiror agree that they will cause to be executed and filed and recorded any document, agreement or instrument prescribed by the laws of the State of Delaware, and that they will cause to be performed all necessary acts, within the State of Delaware and elsewhere, to effectuate the Merger.

10. Termination. Notwithstanding anything herein or elsewhere to the contrary, this Agreement may be amended or terminated and abandoned at any time prior to the Effective Time, whether before or after adoption and approval of this Agreement, by the vote of the stockholders of each of Acquiree and Acquiror. In the event of such termination and abandonment, this Agreement shall forthwith become null and void and no party nor their respective officers, directors or stockholders shall have any liability hereunder.

11. Counterparts. This Agreement may be signed in one or more counterparts and by facsimile or electronically transmitted signature, each of which shall be deemed an original and all of which together shall constitute one and the same agreement.

[Signature page follows]

IN WITNESS WHEREOF, this Agreement and Plan of Merger is hereby executed as of the date first set forth above.

**NATIONAL ELECTRONIC
ATTACHMENT, INC.**

DocuSigned by:

Claudia Stein-Martin

By: -----D91843B0849149B-----

Name: Claudia Stein-Martin

Title: Chief Financial officer

TESIA CLEARINGHOUSE, LLC

DocuSigned by:

Claudia Stein-Martin

By: -----D91843B0849149B-----

Name: Claudia Stein-Martin

Title: Chief Financial officer