

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM741832

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	06/25/2018
SEQUENCE:	1

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
BRILLIANT INNOVATIONS INC.		06/06/2018	Corporation: DELAWARE

RECEIVING PARTY DATA

Name:	VECTRUS MISSION SOLUTIONS CORPORATION
Street Address:	2424 Garden of the Gods Road
City:	Colorado Springs
State/Country:	COLORADO
Postal Code:	80919
Entity Type:	Corporation: VIRGINIA

PROPERTY NUMBERS Total: 2

Property Type	Number	Word Mark
Registration Number:	5212051	BRILLIANT INNOVATIONS
Registration Number:	5230606	BRILLIANT INNOVATIONS

CORRESPONDENCE DATA

Fax Number: 6172359493

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: 212-596-9287

Email: nicole.mollica@ropesgray.com

Correspondent Name: Nicole Mollica, Ropes & Gray LLP

Address Line 1: 1211 Avenue of the Americas

Address Line 4: New York, NEW YORK 10036

ATTORNEY DOCKET NUMBER:	109764-0058-006
NAME OF SUBMITTER:	Nicole Mollica
SIGNATURE:	/nicole mollica/
DATE SIGNED:	07/18/2022

Total Attachments: 10

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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 OWNERSHIP, WHICH MERGES:

"BRILLIANT INNOVATIONS INC.", A DELAWARE CORPORATION, WITH AND INTO "VECTRUS MISSION SOLUTIONS CORPORATION" UNDER THE NAME OF "VECTRUS MISSION SOLUTIONS CORPORATION", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF VIRGINIA, AS RECEIVED AND FILED IN THIS OFFICE ON THE TWENTY-FIFTH DAY OF JUNE, A.D. 2018, AT 2:10 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

6949571 8100M
SR# 20185343951

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

Authentication: 202960529
Date: 06-26-18

TRADEMARK
REEL: 007793 FRAME: 0086

STATE OF DELAWARE
CERTIFICATE OF OWNERSHIP AND MERGER

SUBSIDIARY INTO PARENT
Section 253

CERTIFICATE OF OWNERSHIP AND MERGER
MERGING
BRILLIANT INNOVATIONS INC.
INTO
VECTRUS MISSION SOLUTIONS CORPORATION

Pursuant to Section 253 of the General Corporation Law of Delaware, Vectrus Mission Solutions Corporation (the "Corporation"), a Virginia corporation incorporated on December 6, 1991, does hereby certify the following information relating to the merger (the "Merger") of Brilliant Innovations Inc. (the "Subsidiary"), a Delaware corporation incorporated on November 24, 2014, with and into the Corporation, with the Corporation remaining as the surviving corporation.

1. The Corporation owns all of the outstanding stock of the Subsidiary.
2. The sole member of the Board of Directors of the Corporation, by resolutions duly adopted by written consent on May 31, 2018 and attached hereto as **Exhibit A**, determined to merge the Subsidiary with and into the Corporation pursuant to Section 253 of the DGCL.
3. The Corporation shall be the surviving corporation of the Merger.
4. The Certificate of Ownership and Merger and the Merger shall become effective upon the filing of such Certificate of Ownership and Merger with the Delaware Secretary of State and the Articles of Merger to be filed with the Secretary of State of the Commonwealth of Virginia.
5. The Corporation agrees that it may be served with process in the State of Delaware in any proceeding for enforcement of any obligation of any constituent corporation of Delaware, as well as the enforcement of any obligation of the Corporation arising from the Merger, including any suit or other proceeding to enforce the rights of any stockholders as determined in appraisal proceedings pursuant to the provisions of Section 262 of the DGCL, and irrevocably appoints the Secretary of State of Delaware as its agent to accept services of process in any such suit or proceeding. The Secretary of State shall mail a copy of any such process to the Corporation at 655 Space Center Drive, Colorado Springs, CO 80915, Attention: Secretary.

IN WITNESS WHEREOF, the Corporation has caused this Certificate of Ownership and Merger to be signed by an authorized officer this June 6, 2018.

VECTRUS MISSION SOLUTIONS CORPORATION

By: Michele L. Tyler
Name: Michele L. Tyler
Title: Secretary

EXHIBIT A
RESOLUTIONS OF THE CORPORATION

[See attached.]

**WRITTEN CONSENT
IN LIEU OF A MEETING OF
THE BOARD OF DIRECTORS
OF
VECTRUS MISSION SOLUTIONS CORPORATION**

The undersigned, being the sole member of the Board of Directors of Vectrus Mission Solutions Corporation, a Virginia corporation (the "Corporation"), acting by written consent without a meeting, hereby consents to the adoption of, and adopts, the following resolutions as resolutions of the Board of Directors of the Corporation and directs the Secretary of the Corporation to place a copy of this written consent in the minute book of the Corporation:

MERGER

WHEREAS, the Corporation owns 100% of the outstanding stock of Brilliant Innovations Inc., a Delaware corporation (the "Subsidiary").

WHEREAS, there has been presented a proposal for the merger (the "Merger") of the Subsidiary, with and into the Corporation, pursuant to the terms and conditions of an Agreement and Plan of Merger, in the form attached hereto as Exhibit A (the "Agreement of Merger") and the Articles of Merger in the form attached hereto as Exhibit B (the "Articles") related to the Merger; and

WHEREAS, the Board of Directors considers the Merger of the Subsidiary into the Corporation to be advisable and in the best interests of the Corporation.

NOW, THEREFORE, BE IT RESOLVED, that the Agreement of Merger and the Articles, in substantially the forms attached to this Written Consent, and the Merger, are hereby approved in all respects, pursuant to Section 253 of the Delaware General Corporation Law and Section 13.1-719 of the Virginia Stock Corporation Act, so that the separate existence of the Subsidiary shall cease as soon as the Merger shall become effective, and the Corporation shall continue as the surviving corporation;

FURTHER RESOLVED, that the President, Chief Financial Officer, Secretary and any other officer of the Corporation (each such person, an "Authorized Officer") of the Corporation be and hereby is directed to make and execute a Certificate of Ownership and Merger setting forth a copy of these resolutions to merge the Subsidiary into the Corporation and assume all of the Subsidiary's liabilities and obligations, and the date of adoption thereof, and to file the same in the office of the Secretary of State of Delaware;

FURTHER RESOLVED, that each of the Authorized Officers be, and each of them acting alone hereby is, authorized on behalf of the Corporation to execute and deliver: (1) the Agreement of Merger and Articles on behalf of the Corporation, (2) to execute and deliver any additional documents or instruments contemplated by the Agreement of Merger or Articles, and (3) to take any such other actions and do any such other things as they may deem necessary or appropriate to implement the purposes and intent of the foregoing resolution.

FURTHER RESOLVED, that each of the Authorized Officers be, and each of them acting alone hereby is, authorized and directed to make, sign and acknowledge, as required, for and on behalf of the Corporation, such information relating to the Agreement of Merger or the Articles as is required by law or deemed necessary or appropriate by such officers and to cause such documents to be filed of record, if required, with the Secretary of State of the State of Delaware or the Secretary of State of the State of Virginia in the manner required by law.

GENERAL AUTHORIZATIONS

FURTHER RESOLVED, that all prior actions of the Authorized Officers of the Corporation in connection with the transactions contemplated by the Agreement of Merger and Articles are hereby ratified and confirmed.

FURTHER RESOLVED, that each of the Authorized Officers be, and each of them hereby is, authorized and empowered to take all such further action and to execute, deliver and file all such further agreements, certificates, instruments and documents, in the name and on behalf of the Corporation; to pay or cause to be paid all expenses; to take all such other actions as they or any one of them shall deem necessary, desirable, advisable or appropriate to consummate, effectuate, carry out or further the transactions contemplated by and the intent and purposes of the foregoing resolutions.

*[Remainder of page intentionally left blank;
Signature page follows.]*

The foregoing corporate action shall have the effect and validity as though duly taken by action of the sole Director of the Corporation at a meeting duly called and legally held as of May 31, 2018.

SOLE DIRECTOR:


Charles L. Prow

[Signature Page to Written Consent of the Board of Directors]

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EXHIBIT A

AGREEMENT AND PLAN OF MERGER

[See attached.]

AGREEMENT AND PLAN OF MERGER

THIS AGREEMENT AND PLAN OF MERGER, dated as of June 6, 2018 (the "Merger Agreement"), by and between BRILLIANT INNOVATIONS INC., a Delaware corporation (the "Merging Entity"), and VECTRUS MISSION SOLUTIONS CORPORATION, a Virginia corporation (the "Surviving Entity").

WITNESSETH:

WHEREAS, the Merging Entity is a wholly owned subsidiary of the Surviving Entity and the Surviving Entity has determined it to be advisable and in the best interests of the Merging Entity and the Surviving Entity to merge the Merging Entity with and into the Surviving Entity pursuant to the provisions of the Virginia Stock Corporation Act ("VSCA") and the Delaware General Corporation Law ("DGCL") upon the terms and conditions hereinafter set forth (the "Merger");

NOW, THEREFORE, in consideration of the premises and of the mutual agreement of the parties hereto, being thereunto duly entered into by the Merging Entity and the Surviving Entity, this Merger Agreement and the terms and conditions hereof and the mode of carrying the same into effect, together with any provisions required or permitted to be set forth herein, are hereby determined and agreed upon as hereinafter set forth in this Merger Agreement.

ARTICLE 1 MERGER

1.1 **The Merger.** Upon the terms and subject to the conditions of this Merger Agreement, at the Effective Time (as defined below) the Merging Entity shall be merged with and into the Surviving Entity and the separate existence of the Merging Entity shall thereupon cease. The Surviving Entity shall be the surviving company in the Merger.

1.2 **Effective Time of the Merger.** As soon as practicable on or following the date of this Merger Agreement, the Surviving Entity will cause a Certificate of Ownership and Merger merging the Merging Entity into the Surviving Entity to be filed with the Secretary of State of the State of Delaware in accordance with Section 253 of the DGCL and Articles of Merger will be filed with the Virginia State Corporation Commission in accordance with Section 13.1-719 of the VSCA. The Merger will become effective upon the filing of such Certificate and Articles of Merger (the "Effective Time").

1.3 **Assumption of Liabilities and Obligations and Succession to Assets of Merging Entity.** Effective as of the Effective Time, the Surviving Entity assumes all of the liabilities and obligations of the Merging Entity and succeeds to and shall possess all of the assets, rights, privileges, powers and franchises of the Merging Entity.

1.4 **Governing Documents.** The governing documents of the Surviving Entity will be the governing documents of the Surviving Entity from and after the Effective Time until amended in accordance with their terms and the VSCA.

**ARTICLE 2
GENERAL**

2.1 **Entire Agreement.** This Merger Agreement constitutes the entire agreement among the parties with respect to the subject matter hereof and supersedes all prior agreements and understandings among the parties with respect thereto.

2.2 **Governing Law.** This Merger Agreement will be governed by and construed in accordance with the laws of the Commonwealth of Virginia, without giving effect to the principles of conflict of laws thereof.

2.3 **Filings.** In the event that this Merger Agreement shall have been fully approved and adopted on behalf of the Merging Entity and the Surviving Entity, the said companies agree that they will cause to be executed and filed or recorded any document or documents prescribed by the laws of the State of Delaware and Commonwealth of Virginia, and that they will cause to be performed all necessary acts within the State of Delaware and Commonwealth of Virginia and elsewhere to effectuate the Merger.

IN WITNESS WHEREOF, this Merger Agreement is hereby executed upon behalf of each of the parties hereto as of the date first written above.

BRILLIANT INNOVATIONS INC.

By: Michele L. Tyler
Name: Michele L. Tyler
Title: Secretary

**VECTRUS MISSION SOLUTIONS
CORPORATION**

By: Michele L. Tyler
Name: Michele L. Tyler
Title: Secretary

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REEL: 007793 FRAME: 0094

EXHIBIT B

ARTICLES OF MERGER

[See attached.]