

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM758629

SUBMISSION TYPE:	RESUBMISSION
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	07/06/2022
RESUBMIT DOCUMENT ID:	900709229

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
TEACH, LLC		07/06/2022	Limited Liability Company: MICHIGAN

RECEIVING PARTY DATA

Name:	TEACH-USA, LLC
Street Address:	1098 Ann Arbor Rd W
Internal Address:	#279
City:	Plymouth
State/Country:	MICHIGAN
Postal Code:	48170
Entity Type:	Limited Liability Company: DELAWARE

PROPERTY NUMBERS Total: 1

Property Type	Number	Word Mark
Serial Number:	97312387	#T.E.A.C.H. TRAINING EDUCATORS AND CREAT

CORRESPONDENCE DATA

Fax Number: 3128622200

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: 312-862-4396

Email: noreen.gosselin@kirkland.com

Correspondent Name: Noreen Gosselin

Address Line 1: Kirkland & Ellis LLP

Address Line 2: 300 North LaSalle

Address Line 4: CHICAGO, ILLINOIS 60654

ATTORNEY DOCKET NUMBER:	52140-1
NAME OF SUBMITTER:	NOREEN GOSSELIN
SIGNATURE:	/NOREEN GOSSELIN/
DATE SIGNED:	09/30/2022

Total Attachments: 5

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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 ARE TRUE AND CORRECT COPIES OF ALL DOCUMENTS ON FILE OF "TEACH-USA, LLC" AS RECEIVED AND FILED IN THIS OFFICE.

THE FOLLOWING DOCUMENTS HAVE BEEN CERTIFIED:

CERTIFICATE OF FORMATION, FILED THE FOURTH DAY OF MAY, A.D. 2022, AT 8:51 O`CLOCK A.M.

CERTIFICATE OF MERGER, FILED THE SIXTH DAY OF JULY, A.D. 2022, AT 1:17 O`CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID CERTIFICATES ARE THE ONLY CERTIFICATES ON RECORD OF THE AFORESAID LIMITED LIABILITY COMPANY, "TEACH-USA, LLC".




Jeffrey W. Bullock, Secretary of State

6776637 8100H
SR# 20222988679

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

Authentication: 203915780
Date: 07-14-22

TRADEMARK
REEL: 007815 FRAME: 0990

**STATE of DELAWARE
LIMITED LIABILITY COMPANY
CERTIFICATE of FORMATION**

**FIRST
Name**

The name of the limited liability company is:
TEACH-USA, LLC

**SECOND
Registered Agent**

The address of its registered office in the State of Delaware is
8 The Green, Suite B in the City of Dover. Zip code 19901.

The name of its registered agent at such address is
Northwest Registered Agent Service, Inc.


**THIRD
Duration**

The duration of the limited liability company shall be perpetual.

**FOURTH
Purpose**

The purpose for which the company is organized is to conduct any and all
lawful business for which Limited Liability Companies can be organized
pursuant to Delaware statute.

In Witness Whereof, the undersigned have executed this Certificate of
Formation this 4th day of May, 2022.



By: _____
Authorized Person
Name: Morgan Noble

State of Delaware
Secretary of State
Division of Corporations
Delivered 08:51 AM 05/04/2022
FILED 08:51 AM 05/04/2022
SR 20221765924 - File Number 6776637

**TRADEMARK
REEL: 007815 FRAME: 0991**

CERTIFICATE OF MERGER

OF

TEACH, LLC
a Michigan limited liability company

WITH AND INTO

TEACH-USA, LLC
a Delaware limited liability company

July 6, 2022

Pursuant to Section 18-209 of the Delaware Limited Liability Company Act (the “Act”) and Section 450.4705 of the Michigan Limited Liability Company Act, the undersigned hereby certifies relating to the merger (the “Merger”) of #TEACH, LLC, a Michigan limited liability company (the “Disappearing Company”), with and into TEACH-USA, LLC, a Delaware limited liability company (the “Surviving Company,” and together with the Disappearing Company, collectively, the “Constituent Entities”).

FIRST: The names and states of formation of the Constituent Entities are:

<u>Name</u>	<u>State of Formation</u>	<u>Type of Entity</u>
#TEACH, LLC	Michigan	Limited Liability Company
TEACH-USA, LLC	Delaware	Limited Liability Company

SECOND: A Contribution Agreement, Plan of Reorganization and Plan of Merger, dated as of July 5, 2022 (as amended, the “Merger Agreement”), by and among the Constituent Entities has been approved, adopted, certified, executed and acknowledged by the Constituent Entities in accordance with Section 18-209 of the Delaware Limited Liability Company Act.

THIRD: The Surviving Company shall be the surviving entity in the Merger. The name of the Surviving Company immediately following the Merger shall be “TEACH-USA, LLC”.

FOURTH: The Merger shall become effective upon filing of this Certificate of Merger with the Secretary of State of the State of Delaware.

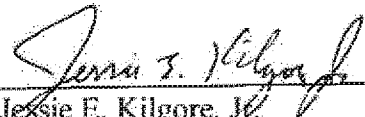
FIFTH: An executed copy of the Merger Agreement is on file at the office of the Surviving Company at 1098 Ann Arbor Rd W, Plymouth, MI 48170.

SIXTH: A copy of the Merger Agreement will be furnished by the Surviving Company, on request and without cost, to any member of the Surviving Company and any member of the Disappearing Company.

[Signature Page Follows]

IN WITNESS WHEREOF, the Surviving Company has caused this Certificate of Merger to be signed by an authorized person as of the date first written above.

TEACH-USA, LLC,
a Delaware limited liability company

By: 
Name: Jessie E. Kilgore, Jr.
Title: Authorized Person