

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM752119

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	MERGER		
<b>EFFECTIVE DATE:</b>	12/31/2021		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Code Authority, LLC		12/29/2021	Limited Liability Company: TEXAS
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Improving Enterprises, Inc.		
<b>Street Address:</b>	5445 Legacy Drive		
<b>Internal Address:</b>	Suite 100		
<b>City:</b>	Plano		
<b>State/Country:</b>	TEXAS		
<b>Postal Code:</b>	75024		
<b>Entity Type:</b>	Corporation: TEXAS		
<b>PROPERTY NUMBERS Total: 3</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	5817148	CODE LAUNCH	
<b>Registration Number:</b>	4440389	CODE AUTHORITY	
<b>Registration Number:</b>	4474078	CODE AUTHORITY	
<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>	9728506864		
<b>Email:</b>	trademarks@creedon.com		
<b>Correspondent Name:</b>	Charles Wallace		
<b>Address Line 1:</b>	5 Cowboys Way		
<b>Address Line 2:</b>	Suite 300		
<b>Address Line 4:</b>	Frisco, TEXAS 75034		
<b>NAME OF SUBMITTER:</b>	Charles Wallace		
<b>SIGNATURE:</b>	/Charles Wallace/		
<b>DATE SIGNED:</b>	08/30/2022		
<b>Total Attachments: 4</b>			

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Corporations Section

**CERTIFICATE OF MERGER OF  
CODE AUTHORITY, LLC  
WITH AND INTO  
IMPROVING ENTERPRISES, INC.**

**IMPROVING ENTERPRISES, INC.**, a Texas for-profit corporation ("Parent" or the "Company"), for the purpose of effecting a merger of Code Authority, LLC, its wholly owned subsidiary ("Subsidiary"), with and into Parent in accordance with the provisions of Section 10.006 of the Texas Business Organizations Code Act (the "TBOC"), does hereby certify as follows:

1. The name of the parent entity is Improving Enterprises, Inc. Parent will be the surviving entity of the merger contemplated hereby.

2. The name of the wholly owned subsidiary entity is Code Authority, LLC. The Subsidiary will not survive the merger contemplated hereby.

3. The name, organizational form, and jurisdiction under which Parent and the Subsidiary are organized is as follows:

<u>Name</u>	<u>Organizational Form</u>	<u>Jurisdiction of Organization</u>	<u>File No.</u>
Improving Enterprises, Inc.	For-Profit Corporation	Texas	800812975
Code Authority, LLC	Limited Liability Company	Texas	803449655

4. The total number of outstanding ownership interests of each class or series of the Subsidiary, and the number and percentage of ownership interests of each class or series owned by Parent, are as follows:

<u>Name</u>	<u>Outstanding Ownership Interests</u>	<u>Class or Series</u>	<u>Percentage Owned by Parent</u>
Code Authority, LLC	100% interest	Membership Interests	100%

5. The Parent, by the following recitals and resolutions (the "Resolutions") of its Board of Directors, adopted by unanimous written consent dated as of December 27, 2021, approved the merger of Subsidiary with and into Parent (the "Merger"), on the terms and conditions set forth therein:

"**WHEREAS**, the Company is the sole member (holding 100% of the membership interests) of Code Authority, LLC, a Texas limited liability company ("Subsidiary"); and

**WHEREAS**, the Managers deem it advisable and generally in the best interests of the Company and Subsidiary to merge Subsidiary with and into the Company pursuant to which the existence of Subsidiary would cease and the Company would

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**Secretary of State**

**TRADEMARK**

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continue its existence under the TBOC and succeed to all assets, rights, privileges, obligations and liabilities of Subsidiary (the "Merger"); and

**WHEREAS**, the TBOC provides that a parent organization, owning at least 90% of the issued and outstanding ownership interests of a subsidiary organization, may merge such subsidiary with and into the parent organization upon approval of the governing body of the parent organization; and

**WHEREAS**, the Board desires to approve the Merger and authorize the filing of a certificate of merger and the taking of any additional actions to effect the Merger.

**BE IT RESOLVED**, that the Merger be, and hereby is, approved, adopted and confirmed in all respects and for all purposes; and further

**RESOLVED**, that any officer of the Company (each an "Authorized Officer" and collectively, the "Authorized Officers") be, and each hereby is, authorized empowered and directed, in the name and on behalf of the Company, to execute and file a Certificate of Merger with the Secretary of State of the State of Texas and elsewhere as shall be necessary to effect such Merger effective at 11:59 pm CST, on December 31, 2021; and further

**RESOLVED**, that upon the effectiveness of the Merger, all membership interests of Subsidiary, issued and outstanding immediately prior to the Merger (all of which are owned by Parent), shall be canceled and no further consideration shall be issued therefor; and further

**RESOLVED**, that in connection with such Merger and pursuant to the terms of the Plan, the Company shall assume and succeed to all of Subsidiary's assets, rights, duties, liabilities and obligations including, without limitation, any obligation to file such state franchise or federal income tax returns or remit tax payments to the appropriate taxing authority; and further

**RESOLVED**, that the Authorized Officers be, and each hereby is, authorized, empowered and directed, in the name and on behalf of the Company, to take such further actions, including, without limitation, the execution and delivery of such additional certificates, notices, agreements, joinders, instruments or certifications as shall, in the opinion of the Authorized Officer taking such action, be necessary or desirable and in the best interest of the Company with respect to the proposed Merger, the taking of any action to be deemed conclusive evidence that the Authorized Officer taking such action deemed it to be necessary or desirable and in the best interest of the Company."

6. The above resolutions were adopted and approved by the governing authority of the Parent as required by the TBOC and its governing documents.

7. In lieu of providing the tax certificate, certifying under title 2, Tax Code, that all taxes have been paid by Subsidiary, Parent, as the surviving entity, has assumed responsibility and liability for any franchise taxes or franchise tax returns required to be paid or filed, as the case may be, by Subsidiary.


8. The Merger of Parent with and into the Subsidiary shall become effective at 11:59 pm CST on December 31, 2021, which is not more than ninety (90) days from the date hereof.

*(Signature page follows)*

The undersigned signs this document subject to the penalties imposed by law for the submission of a materially false or fraudulent instrument. The undersigned certifies that the statements contained herein are true and correct, and that the person signing is authorized under the provisions of the TBOC, or other law applicable to and governing the parent organization, to execute the filing instrument.

Dated: December 29, 2021

**IMPROVING ENTERPRISES, INC.**

By:   
Name: Curtis A. Hite  
Title: Chief Executive Officer