

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
 Stylesheet Version v1.2

ETAS ID: TM813933

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	CHANGE OF NAME		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Coverdell & Company, Inc.		09/29/2022	Corporation: ILLINOIS
RECEIVING PARTY DATA			
Name:	Gallagher Affinity Insurance Services, Inc.		
Street Address:	2850 Golf Road		
City:	Rolling Meadows		
State/Country:	ILLINOIS		
Postal Code:	60008		
Entity Type:	Corporation: ILLINOIS		
PROPERTY NUMBERS Total: 12			
Property Type	Number	Word Mark	
Serial Number:	97064375	CAREFREE PET	
Serial Number:	97188154	CAREFREE PERKS	
Serial Number:	97064495	CAREFREE SAVINGS	
Registration Number:	5330813	CAREFREE M.D.	
Registration Number:	5325001	CAREFREE AUTO	
Registration Number:	5254296	CAREFREE DENTAL	
Registration Number:	4350881	AMERICA'S PREMIER BENEFITS	
Registration Number:	3472326	BEST BENEFITS	
Registration Number:	3703366	REASSURANCEHEALTH	
Registration Number:	3377441	COVERDELL	
Registration Number:	2070339	DISCOUNT DEVELOPMENT SERVICES	
Registration Number:	2005394	BEST BENEFITS	
CORRESPONDENCE DATA			
Fax Number:	2149813400		
<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:	214-981-3300		
Email:	jchester@sidley.com		
Correspondent Name:	Sidley Austin LLP c/o Julia M. Chester		
Address Line 1:	2021 McKinney Avenue, Suite 2000		

CH \$315.00 97064375

Address Line 4: Dallas, TEXAS 75201	
ATTORNEY DOCKET NUMBER:	001005-12400
NAME OF SUBMITTER:	Julia M. Chester
SIGNATURE:	/Julia M. Chester/
DATE SIGNED:	05/30/2023
Total Attachments: 5 source=GALLAGHER AFFINITY INSURANCE ARTICLES OF INCORPORATION#page1.tif source=GALLAGHER AFFINITY INSURANCE ARTICLES OF INCORPORATION#page2.tif source=GALLAGHER AFFINITY INSURANCE ARTICLES OF INCORPORATION#page3.tif source=GALLAGHER AFFINITY INSURANCE ARTICLES OF INCORPORATION#page4.tif source=GALLAGHER AFFINITY INSURANCE ARTICLES OF INCORPORATION#page5.tif	



OFFICE OF THE SECRETARY OF STATE

JESSE WHITE-Secretary of State

7076-488-1

SEPTEMBER 29, 2022

CT

RE GALLAGHER AFFINITY INSURANCE SERVICES, INC.

DEAR SIR OR MADAM:

ENCLOSED YOU WILL FIND THE ARTICLES OF AMENDMENT FOR THE ABOVE NAMED CORPORATION.

FEES IN THIS CONNECTION HAVE BEEN RECEIVED AND CREDITED.

SINCERELY,

JESSE WHITE
SECRETARY OF STATE
DEPARTMENT OF BUSINESS SERVICES
CORPORATION DIVISION
TELEPHONE (217) 782-6961

ARTICLES OF AMENDMENT

Business Corporation Act

Secretary of State
 Department of Business Services
 501 S. Second St., Rm. 350
 Springfield, IL 62756
 217-782-1832
 www.cyberdriveillinois.com

FILED

SEP 29 2022

JESSE WHITE
 SECRETARY OF STATE

Remit payment in the form of a
 check or money order payable
 to Secretary of State.

File #

70764881

Filing Fee: \$50

Approved



----- Submit in duplicate ----- Type or Print clearly in black ink ----- Do not write above this line -----

1. Corporate Name (See Note 1 on page 4.): COVERDELL & COMPANY, INC.

2. Manner of Adoption of Amendment:

The following amendment to the Articles of Incorporation was adopted on September 13, 2022
 in the manner indicated below: Month Day Year

Mark an "X" in one box only.

- ☐ By a majority of the incorporators, provided no directors were named in the Articles of Incorporation and no directors have been elected. (See Note 2 on page 4.)
- ☐ By a majority of the board of directors, in accordance with Section 10.10, the Corporation having issued no shares as of the time of adoption of this amendment. (See Note 2 on page 4.)
- ☐ By a majority of the board of directors, in accordance with Section 10.15, shares having been issued but shareholder action not being required for the adoption of the amendment. (See Note 3 on page 4.)
- ☐ By the shareholders, in accordance with Section 10.20, a resolution of the board of directors having been duly adopted and submitted to the shareholders. At a meeting of shareholders, not less than the minimum number of votes required by statute and by the Articles of Incorporation were voted in favor of the amendment. (See Note 4 on page 4.)
- ☐ By the shareholders, in accordance with Sections 10.20 and 7.10, a resolution of the board of directors having been duly adopted and submitted to the shareholders. A consent in writing has been signed by shareholders having not less than the minimum number of votes required by statute and by the Articles of Incorporation. Shareholders who have not consented in writing have been given notice in accordance with Section 7.10. (See Notes 4 and 5 on page 4.)
- ☒ By the shareholders, in accordance with Section 10.20, a resolution of the board of directors having been duly adopted and submitted to the shareholders. A consent in writing has been signed by all the shareholders entitled to vote on this amendment. (See Note 5 on page 4.)

3. Text of Amendment:

- a. When amendment effects a name change, insert the New Corporate Name below. Use page 2 for all other amendments.

Article I: Name of the Corporation: Gallagher Affinity Insurance Services, Inc.

New Name 

(All changes other than name include on page 2.)

Text of Amendment

- b. If amendment affects the corporate purpose, the amended purpose is required to be set forth in its entirety.
For more space, attach additional sheets of this size.

4. The manner, if not set forth in Article 3b, in which any exchange, reclassification or cancellation of issued shares, or a reduction of the number of authorized shares of any class below the number of issued shares of that class, provided for or effected by this amendment, is as follows (If not applicable, insert "No change"):

5. a. The manner, if not set forth in Article 3b, in which said amendment effects a change in the amount of paid-in capital is as follows (if not applicable, insert "No change"):

(Paid-in capital replaces the terms Stated Capital and Paid-in Surplus and is equal to the total of these accounts.)

b. The amount of paid-in capital as changed by this amendment is as follows (if not applicable, insert "No change"):
(Paid-in Capital replaces the terms Stated Capital and Paid-in Surplus and is equal to the total of these accounts.)
(See Note 6 on page 4.)

	Before Amendment	After Amendment
Paid-in Capital:	\$ _____	\$ _____

Complete either Item 6 or Item 7 below. All signatures must be in BLACK INK.

6. The undersigned Corporation has caused this statement to be signed by a duly authorized officer who affirms, under penalties of perjury, that the facts stated herein are true and correct.

Dated September 29, 2022 COVERDELL & COMPANY, INC.
Month & Day Year Exact Name of Corporation

Donna Jenner

Any Authorized Officer's Signature

Donna Jenner, Secretary

Name and Title (type or print)

7. If amendment is authorized pursuant to Section 10.10 by the incorporators, the incorporators must sign below, and type or print name and title.

OR

If amendment is authorized by the directors pursuant to Section 10.10 and there are no officers, a majority of the directors, or such directors as may be designated by the board, must sign below, and type or print name and title.

The undersigned affirms, under penalties of perjury, that the facts stated herein are true and correct.

Dated _____, _____
Month & Day Year

NOTES AND INSTRUCTIONS

1. State the true exact corporate name as it appears on the records of the Office of the Secretary of State **BEFORE** any amendments herein reported.
2. Incorporators are permitted to adopt amendments **ONLY** before any shares have been issued and before any directors have been named or elected. **(§10.10)**
3. Directors may adopt amendments without shareholder approval in only seven instances, as follows:
 - a. To remove the names and addresses of directors named in the Articles of Incorporation.
 - b. To remove the name and address of the initial registered agent and registered office, provided a statement pursuant to §5.10 is also filed.
 - c. To increase, decrease, create or eliminate the par value of the shares of any class, so long as no class or series of shares is adversely affected.
 - d. To split the issued whole shares and unissued authorized shares by multiplying them by a whole number, so long as no class or series is adversely affected thereby.
 - e. To change the corporate name by substituting the word "corporation," "incorporated," "company," "limited" or the abbreviation "corp.," "inc.," "co.," or "ltd." for a similar word or abbreviation in the name, or by adding a geographical attribution to the name.
 - f. To reduce the authorized shares of any class pursuant to a cancellation statement filed in accordance with §9.05.
 - g. To restate the Articles of Incorporation as currently amended. **(§10.15)**
4. All amendments not adopted under §10.10 or §10.15 require (1) that the board of directors adopt a resolution setting forth the proposed amendment and (2) that the shareholders approve the amendment.

Shareholder approval may be (1) by vote at a shareholders' meeting (either annual or special) or (2) by consent, in writing, without a meeting.

To be adopted, the amendment must receive the affirmative vote or consent of the holders of at least two-thirds of the outstanding shares entitled to vote on the amendment (but if class voting applies, then also at least a two-thirds vote within each class is required).

The Articles of Incorporation may supersede the two-thirds vote requirement by specifying any smaller or larger vote requirement not less than a majority of the outstanding shares entitled to vote and not less than a majority within each class when class voting applies. **(§10.20)**

5. When shareholder approval is by consent, all shareholders must be given notice of the proposed amendment at least five days before the consent is signed. If the amendment is adopted, shareholders who have not signed the consent must be promptly notified of the passage of the amendment. **(§7.10 & §10.20)**
6. In the event of an increase in paid-in capital, the corporation must pay all applicable franchise taxes, penalties and interest before this document can be accepted for filing.