

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

Assignment ID: TMI139266

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER		
EFFECTIVE DATE:	03/23/2024		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Sustainable Environmental Consultants, LLC		03/23/2024	Limited Liability Company: IOWA
Terra Spectrum Technologies, Inc.		03/23/2024	Corporation: IOWA
RECEIVING PARTY DATA			
Company Name:	CN Utility Consulting, Inc.		
Street Address:	5930 Grand Avenue		
City:	West Des Moines		
State/Country:	IOWA		
Postal Code:	50266		
Entity Type:	Corporation: IOWA		
PROPERTY NUMBERS Total: 6			
Property Type	Number	Word Mark	
Registration Number:	5730241	FIELDNOTE	
Registration Number:	6073180	VMSUITE	
Registration Number:	7333439	ECOPRACTICES	
Registration Number:	6405416	SUSTAINABLE ENVIRONMENTAL CONSULTANTS	
Registration Number:	7331224	SUSTAINABLE ENVIRONMENTAL CONSULTANTS	
Registration Number:	6522989	SUSTAINABLE ENVIRONMENTAL CONSULTANTS POWERED BY ECOPRACTICES	
CORRESPONDENCE DATA			
Fax Number:	5152838045		
<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:	5152833100		
Email:	jzortman@nyemaster.com		
Correspondent Name:	NYEMASTER GOODE PC		
Address Line 1:	700 Walnut Street		
Address Line 2:	Suite 1600		
Address Line 4:	Des Moines, IOWA 50309		

OP \$165.00.00 88113718

ATTORNEY DOCKET NUMBER:	2322200-2000
NAME OF SUBMITTER:	JAMIE ZORTMAN
SIGNATURE:	JAMIE ZORTMAN
DATE SIGNED:	04/02/2024
Total Attachments: 5 source=StatementofMerger#page1.tif source=StatementofMerger#page2.tif source=StatementofMerger#page3.tif source=StatementofMerger#page4.tif source=StatementofMerger#page5.tif	

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**STATEMENT OF MERGER
OF
SUSTAINABLE ENVIRONMENTAL CONSULTANTS, LLC, TERRA SPECTRUM
TECHNOLOGIES, INC., TRANSCON ENVIRONMENTAL INC.,
AND
CN UTILITY CONSULTING, INC.**

TO THE SECRETARY OF STATE
OF THE STATE OF IOWA:

Pursuant to Section 1025 of the Uniform Limited Liability Company Act, the undersigned entities submit this Statement of Merger.

1. The names of the entities that are parties to the merger are: Sustainable Environmental Consultants, LLC, an Iowa limited liability company, Terra Spectrum Technologies, Inc., an Iowa corporation, Transcon Environmental Inc., an Arizona corporation, (together, the "Merged Companies"), and CN Utility Consulting, Inc., an Iowa corporation (the "Surviving Corporation" and, together with the Merged Companies, the "Constituent Companies").
2. The Surviving Corporation is the survivor of the merger.
3. The merger is to be effective on March 23, 2024 at 11:59 p.m. Central Time.
4. Immediately following the effectiveness of the merger, the Articles of Incorporation of the Surviving Corporation shall be restated as set forth in the plan of merger authorized by each of the Constituent Companies (the "Plan of Merger") and as set forth in Exhibit A attached hereto (the "Restated Articles of Incorporation"). The Restated Articles of Incorporation amend the Articles of Incorporation of the Surviving Corporation to change the name of the Surviving Corporation from CN Utility Consulting, Inc. to Eocene Environmental Group, Inc. as authorized by the Plan of Merger.
5. The merger was approved by each domestic merging entity in accordance with Part 2 of Subchapter X of the Uniform Limited Liability Company Act and by each foreign merging entity in accordance with the law of its jurisdiction of formation.
6. The merger was approved as required by the governing statute of each of the Constituent Companies.

[Signature Page Follows]

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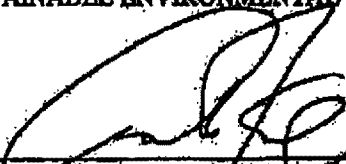
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REEL: 008387 FRAME: 0599

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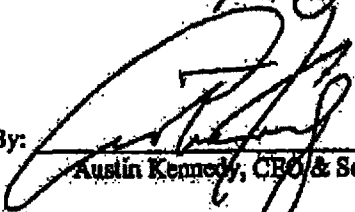
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Dated: March 19, 2024

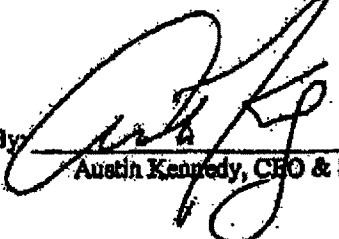
SUSTAINABLE ENVIRONMENTAL CONSULTANTS, LLC

By: 
Austin Kennedy, CEO & Secretary

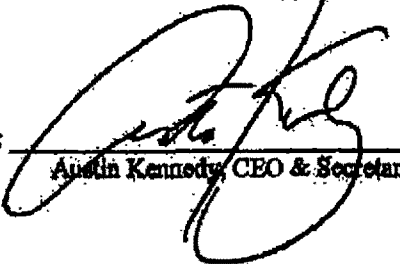
TERRA SPECTRUM TECHNOLOGIES, INC.

By: 
Austin Kennedy, CEO & Secretary

TRANSCON ENVIRONMENTAL INC.

By: 
Austin Kennedy, CEO & Secretary

CN UTILITY CONSULTING, INC.

By: 
Austin Kennedy, CEO & Secretary

[Signature Page to Statement of Merger]

EXHIBIT A

**ARTICLES OF RESTATEMENT OF THE
ARTICLES OF INCORPORATION
OF
CN UTILITY CONSULTING, INC.**

TO THE SECRETARY OF STATE
OF THE STATE OF IOWA:

Pursuant to Sections 1006 and 1007 of the Iowa Business Corporation Act, the undersigned corporation adopts the following Restated Articles of Incorporation:

ARTICLE I

The name of the corporation is Eocene Environmental Group, Inc. (the "Corporation").

ARTICLE II

The Corporation shall have perpetual duration.

ARTICLE III

The purpose for which the Corporation is organized is the transaction of any and all lawful business for which corporations may be organized under the Iowa Business Corporation Act.

ARTICLE IV

The aggregate number of shares of stock which the Corporation is authorized to issue is five million (5,000,000) shares of common stock. The common stock shall have unlimited voting rights and shall be entitled to the net assets of the Corporation upon dissolution. .

ARTICLE V

The Corporation shall not have a corporate seal.

ARTICLE VI

The address of the registered office of the Corporation is 400 E. Court Ave., Des Moines, IA 50309, and the name of the Corporation's registered agent at such address is C T Corporation System.

ARTICLE VII

A director of the Corporation shall not be liable to the Corporation or its shareholders for money damages for any action taken, or any failure to take any action, as a director, except liability for any of the following: (1) the amount of a financial benefit received by a director to which the director is not entitled; (2) an intentional infliction of harm on the Corporation or the shareholders; (3) a violation of Section 832 of the Iowa Business Corporation Act; or (4) an intentional violation of criminal law. If the Iowa Business Corporation Act is hereafter amended to authorize the further elimination or limitation of the liability of directors, then the liability of a director of the Corporation, in addition to the limitation on personal liability provided herein, shall be eliminated or limited to the extent of such amendment, automatically and without any further action, to the fullest extent permitted by law. Any repeal or modification of this Article VII by the

shareholders of the Corporation shall be prospective only and shall not adversely affect any limitation on the personal liability or any other right or protection of a director of the Corporation with respect to any state of facts existing at or prior to the time of such repeal or modification.

ARTICLE VIII

The Corporation shall indemnify a director or officer for liability (as such term is defined in Section 850(3) of the Iowa Business Corporation Act) for any action taken, or any failure to take any action, as a director or officer, except liability for any of the following: (1) receipt of a financial benefit received by a director or officer to which the director or officer is not entitled; (2) an intentional infliction of harm on the Corporation or the shareholders; (3) a violation of Section 832 of the Iowa Business Corporation Act; or (4) an intentional violation of criminal law. Without limiting the foregoing, the Corporation shall exercise all of its permissive powers as often as necessary to indemnify and advance expenses to its directors and officers to the fullest extent permitted by law. If the Iowa Business Corporation Act is hereafter amended to authorize broader indemnification, then the indemnification obligations of the Corporation shall be deemed amended automatically and without any further action to require indemnification and advancement of funds to pay for or reimburse expenses of its directors and officers to the fullest extent permitted by law. Any repeal or modification of this Article by the shareholders of the Corporation shall be prospective only and shall not adversely affect any indemnification obligations of the Corporation with respect to any state of facts existing at or prior to the time of such repeal or modification.

1. The date of adoption of these Restated Articles of Incorporation was the 18th day of March, 2024.
2. These Restated Articles of Incorporation were duly approved by the Corporation's shareholders in the manner required by the Iowa Business Corporation Act and the Corporation's Articles of Incorporation.
3. These Restated Articles of Incorporation consolidate all amendments into a single document.
4. These Restated Articles of Incorporation shall take effect on the later of filing with the Iowa Secretary of State or 11:59 P.M. on March 23, 2024.

[Signature Page Follows]

Dated this 19 day of March, 2024.

CN UTILITY CONSULTING INC

By:


Austin Kennedy, CEO/Authorized Officer

[Signature Page to Articles of Restatement of Articles of Incorporation]

FILED
IOWA
SECRETARY OF STATE

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