

PATENT ASSIGNMENT COVER SHEET

Electronic Version v1.1
 Stylesheet Version v1.2

EPAS ID: PAT5736602

SUBMISSION TYPE:	RESUBMISSION
NATURE OF CONVEYANCE:	CHANGE OF NAME
RESUBMIT DOCUMENT ID:	505434024
CONVEYING PARTY DATA	
Name	Execution Date
INCEPTUS, INC.	03/25/2016
RECEIVING PARTY DATA	
Name:	SOCLEAN, INC.
Street Address:	12 VOSE FARM ROAD
City:	PETERBOROUGH
State/Country:	NEW HAMPSHIRE
Postal Code:	03458
PROPERTY NUMBERS Total: 1	
Property Type	Number
Application Number:	15441929
CORRESPONDENCE DATA	
Fax Number:	(603)668-2970
<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:	603-668-6560
Email:	ecullity@gtpp.com
Correspondent Name:	NIKOLAS J. UHLIR
Address Line 1:	55 SOUTH COMMERCIAL STREET
Address Line 2:	GROSSMAN TUCKER PERREUALT AND PFLEGER PLLC
Address Line 4:	MANCHESTER, NEW HAMPSHIRE 03101
ATTORNEY DOCKET NUMBER:	INC004CON3
NAME OF SUBMITTER:	NIKOLAS J. UHLIR
SIGNATURE:	/Nikolas J. Uhlir/
DATE SIGNED:	09/25/2019
Total Attachments: 7	
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The Commonwealth of Massachusetts

William Francis Galvin
Secretary of the Commonwealth
One Ashburton Place, Boston, Massachusetts 02108-1512

Restated Articles of Organization (General Laws Chapter 156D, Section 10.07; 950 CMR 113.35)

- (1) Exact name of corporation: Inceptus, Inc.
- (2) Registered office address: 36 Town Forest Road, Oxford, MA 01540
(number, street, city or town, state, zip code)
- (3) Date adopted: March 25, 2016
(month, day, year)
- (4) Approved by:
- (check appropriate box)
- ☐ the directors without shareholder approval and shareholder approval was not required;
- OR
- ☒ the board of directors and the shareholders in the manner required by G.L. Chapter 156D and the corporation's articles of organization.
- (5) The following information is required to be included in the articles of organization pursuant to G.L. Chapter 156D, Section 2.02 except that the supplemental information provided for in Article VIII is not required:*

ARTICLE I

The exact name of the corporation is:

SoClean, Inc.

ARTICLE II

Unless the articles of organization otherwise provide, all corporations formed pursuant to G.L. Chapter 156D have the purpose of engaging in any lawful business. Please specify if you want a more limited purpose:**

* Change to Article VIII must be made by filing a statement of change of supplemental information form.

** Professional corporations governed by G.L. Chapter 156A and must specify the professional activities of the corporation.

ARTICLE III

State the total number of shares and par value, * if any, of each class of stock that the corporation is authorized to issue. All corporations must authorize stock. If only one class or series is authorized, it is not necessary to specify any particular designation.

WITHOUT PAR VALUE		WITH PAR VALUE		
TYPE	NUMBER OF SHARES	TYPE	NUMBER OF SHARES	PAR VALUE
Common	275,000			

ARTICLE IV

Prior to the issuance of shares of any class or series, the articles of organization must set forth the preferences, limitations and relative rights of that class or series. The articles may also limit the type or specify the minimum amount of consideration for which shares of any class or series may be issued. Please set forth the preferences, limitations and relative rights of each class or series and, if desired, the required type and minimum amount of consideration to be received.

N/A

ARTICLE V

The restrictions, if any, imposed by the articles of organization upon the transfer of shares of any class or series of stock are:

SEE ATTACHED RIDER I.

ARTICLE VI

Other lawful provisions, and if there are no such provisions, this article may be left blank.

SEE ATTACHED RIDER II.

Note: The preceding six (6) articles are considered to be permanent and may be changed only by filing appropriate articles of amendment.

**G.L. Chapter 156D eliminates the concept of par value, however a corporation may specify par value in Article III. See G.L. Chapter 156D, Section 6.21, and the comments relative thereto.*

ARTICLE VII

The effective date of organization of the corporation is the date and time the articles were received for filing if the articles are not rejected within the time prescribed by law. If a later effective date is desired, specify such date, which may not be later than the 90th day after the articles are received for filing:

It is hereby certified that these restated articles of organization consolidate all amendments into a single document. If a new amendment authorizes an exchange, or effects a reclassification or cancellation, of issued shares, provisions for implementing that action are set forth in these restated articles unless contained in the text of the amendment.

Specify the number(s) of the article(s) being amended: ARTICLES I, V, VI

* Signed by: Michael U. Schmidt
(signature of authorized individual) MICHAEL U. SCHMIDT

☐ Chairman of the board of directors,
☒ President,
☐ Other officer,
☐ Court-appointed fiduciary.

on this 25th day of MARCH, 2018

**RIDER I TO
ARTICLES OF ORGANIZATION OF
SOCLEAN, INC.**

ARTICLE V (continued):

Stock Transfer Restrictions: Except as expressly provided below, no holder of capital stock of the corporation (a "Holder") shall sell, assign, transfer, pledge, hypothecate or otherwise dispose of, by operation of law or otherwise (in each case, a "Transfer"), any shares of the corporation's capital stock ("Shares").

A. First Offer. If a Holder (the "Selling Holder") desires to Transfer any or all of such Selling Holder's Shares (the "Offered Shares"), such Holder shall first give written notice (a "Transfer Notice") thereof to the corporation, identifying the proposed transferee, the number of shares sought to be transferred, the proposed purchase price (the "Offered Price"), the terms of the proposed transaction including the proposed transaction date and a copy of any written offer or other writing setting forth the terms and conditions of the proposed transaction. Such Transfer Notice shall constitute an irrevocable offer by the Selling Holder to sell all of the Offered Shares to the corporation at the Offered Price and upon the same terms and conditions as the Selling Holder is willing to sell the Offered Shares to the proposed transferee. To the extent the consideration proposed to be paid by the proposed transferee consists of property other than cash, the reasonable cash equivalent of such property, and the manner of determining the same, shall be stated in such Transfer Notice. Once given, a Transfer Notice may not be modified or amended except with the written consent of the corporation. Within the twenty (20) day period following the giving of the Transfer Notice (the "First Offer Period"), the corporation may elect, by giving written notice of such election to the Selling Holder, to purchase all of the Offered Shares.

B. Second Offer. If the corporation does not elect to purchase any or all of the Offered Shares within the First Offer Period, the corporation shall then transmit a copy of the Transfer Notice to each of the holders of the corporation's capital stock (other than the Selling Holder) together with a statement that the corporation does not desire to purchase all of the Offered Shares, and the remaining Offered Shares which the corporation has elected not to purchase shall thereby be offered by the Selling Holder to the other Holders for a period of ten (10) days from the transmittal of such Transfer Notice to the Holders (the "Second Offer Period"), for the same Offered Price and upon the same terms and conditions as set forth in the Transfer Notice. Each Holder (other than the Selling Holder) shall be entitled to elect to purchase such pro rata portion of the remaining Offered Shares as the number of Shares owned by such Holder on the date of the commencement of the First Offer Period bears to the number of Shares owned by all Holders (other than the Selling Holder) on such date.

C. Third Offer. If and to the extent one or more of the Holders does not elect, by notice in writing given to the Selling Holder and the corporation within the Second Offer Period, to purchase all of the Offered Shares to which he, she or it is entitled pursuant to this Agreement, the remaining Offered Shares shall be automatically offered by the Selling Holder, by means of a final written notice ("Final Notice") delivered by the corporation, for a period of ten (10) days from the giving of such Final Notice (the "Third

Offer Period"), to the Holders, if any, who elected during the Second Offer Period to purchase all of the Offered Shares to which they were then entitled (such Holders being the "Electing Shareholders"), together with a statement of the number of Offered Shares as to which no election has been made. Each of such Electing Shareholders shall be entitled to elect to purchase such pro rata portion of the remaining Offered Shares as the number of Shares owned by such Holder on the date of the commencement of the First Offer Period bears to the number of Shares then owned by all of the Electing Shareholders who elect to purchase such remaining Offered Shares.

D. Purchase Right Termination. If the corporation or the Holders do not elect to purchase all of the Offered Shares within the relevant offer periods, then all elections to exercise purchase rights pursuant to Sections (A) - (C) above, inclusive, shall terminate as to the Offered Shares, shall be null and void and the Selling Holder shall be free to Transfer all of the remaining Offered Shares within ninety (90) days of the end of the Third Offer Period to the original proposed transferee, at a price not lower than the Offered Price, and upon the terms stipulated in the Transfer Notice in all material respects. If such Offered Shares are not so disposed of by the Selling Holder within such ninety (90) day period, the Selling Holder shall continue to hold such Shares subject to Sections (A)-(C) above and may not Transfer the Shares without again complying with all of the provisions hereof.

E. Permitted Transfers. The restrictions on dispositions of Shares contained in Section (A) - (D) above shall not be construed to prohibit the following Transfers of Shares:

- (i) Transfers of Shares by a Holder to or among such Holder's Family Group (as defined below) or by will or the laws of descent and distribution to such Holder's Family Group ("Family Group" means an individual's spouse and lineal descendants and any trust, limited partnership, limited liability company or other fiduciary relationship solely for the benefit of such individual and/or such individual's spouse and/or lineal descendants);
- (ii) Transfers of Shares upon the death of a Holder to his or her executors or administrators or legal successors, including without limitation trustee(s);
- (iii) Transfers of Shares by one Holder to one or more other Holders;
- (iv) An involuntary Transfer by operation of law;
- (v) In the case of any Shares held by a corporation, partnership, limited liability company or other entity, a Transfer in the form of a dividend or other distribution of such Shares by such entity to such entity's shareholders, partners, members or other equity owners; or
- (vi) Any other Transfer of Shares approved in advance by the board of directors of the corporation.

**RIDER II TO
ARTICLES OF ORGANIZATION OF
SOCLEAN, INC.**

ARTICLE VI (continued):

A. Authority of directors to create new classes and series of shares. The board of directors, acting without the shareholders, may (a) reclassify any unissued shares of any authorized class or series into one or more existing or new classes or series, and (b) create one or more new classes or series of shares, specifying the number of shares to be included therein, the distinguishing designation thereof and the preferences, limitations and relative rights applicable thereto, provided that the board of directors may not approve an aggregate number of authorized shares of all classes and series which exceeds the total number of authorized shares specified in the Articles of Organization approved by the shareholders.

B. Minimum number of directors. The board of directors may consist of one or more individuals, notwithstanding the number of shareholders.

C. Personal liability of directors to corporation. No director shall have personal liability to the corporation for monetary damages for breach of his or her fiduciary duty as a director notwithstanding any provision of law imposing such liability, provided that this provision shall not eliminate or limit the liability of a director (a) for any breach of the director's duty of loyalty to the corporation or its shareholders, (b) for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, (c) for improper distributions under Section 6.40 of Chapter 156D of the General Laws of Massachusetts, or (d) for any transaction from which the director derived an improper personal benefit.

D. Shareholder vote required to approve matters acted on by shareholders. The affirmative vote of a majority of all the shares in a voting group eligible to vote on a matter shall be sufficient for the approval of the matter, notwithstanding any greater vote on the matter otherwise required by any provision of Chapter 156D of the General Laws of Massachusetts.

E. Shareholder action without a meeting by less than unanimous consent. Action required or permitted by Chapter 156D of the General Laws of Massachusetts to be taken at a shareholders' meeting may be taken without a meeting by shareholders having not less than the minimum number of votes necessary to take the action at a meeting at which all shareholders entitled to vote on the action are present and voting.

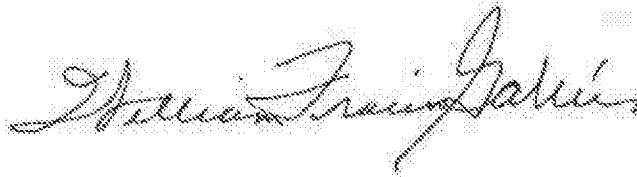
F. Authorization of directors to make, amend, or repeal bylaws. The board of directors may make, amend or repeal the bylaws in whole or in part, except with respect to any provision thereof which by virtue of an express provision in Chapter 156D of the General Laws of Massachusetts, these Articles of Organization or the bylaws requires action by the shareholders.

THE COMMONWEALTH OF MASSACHUSETTS

I hereby certify that, upon examination of this document, duly submitted to me, it appears that the provisions of the General Laws relative to corporations have been complied with, and I hereby approve said articles; and the filing fee having been paid, said articles are

deemed to have been filed with me on:

April 04, 2016 01:04 PM

A handwritten signature in cursive script, reading "William Francis Galvin".

WILLIAM FRANCIS GALVIN

Secretary of the Commonwealth