

## PATENT ASSIGNMENT COVER SHEET

Electronic Version v1.1  
 Stylesheet Version v1.2

EPAS ID: PAT5952788

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	MERGER		
<b>EFFECTIVE DATE:</b>	12/31/2018		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>			<b>Execution Date</b>
THE MEMBERS GROUP, LLC			12/31/2018
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	CU COOPERATIVE SYSTEMS, INC.		
<b>Street Address:</b>	9692 HAVEN AVENUE		
<b>City:</b>	RANCHO CUCAMONGA		
<b>State/Country:</b>	CALIFORNIA		
<b>Postal Code:</b>	91730		
<b>PROPERTY NUMBERS Total: 1</b>			
<b>Property Type</b>	<b>Number</b>		
<b>Application Number:</b>	14102034		
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	(202)672-5399		
<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>	858 8476700		
<b>Email:</b>	IPDocketing@foley.com		
<b>Correspondent Name:</b>	FOLEY & LARDNER LLP		
<b>Address Line 1:</b>	3579 VALLEY CENTRE DRIVE		
<b>Address Line 2:</b>	SUITE 300		
<b>Address Line 4:</b>	SAN DIEGO, CALIFORNIA 92130		
<b>ATTORNEY DOCKET NUMBER:</b>	122121-0104		
<b>NAME OF SUBMITTER:</b>	PAUL S. HUNTER		
<b>SIGNATURE:</b>	/Paul S. Hunter/		
<b>DATE SIGNED:</b>	02/07/2020		
<b>Total Attachments: 5</b>			
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A0821979



# State of California

## Secretary of State

### Certificate of Merger

(California Corporations Code sections

1113(g), 3203(g), 6019.1, 8019.1, 9640, 12540.1, 15911.14, 16915(b) and 17710.14)

OBE MERG

**IMPORTANT — Read all instructions before completing this form.**

This Space For Filing Use Only

1. NAME OF SURVIVING ENTITY CU Cooperative Systems, Inc.	2. TYPE OF ENTITY cooperative corporation <input checked="" type="checkbox"/>	3. CA SECRETARY OF STATE FILE NUMBER C1056261	4. JURISDICTION California
5. NAME OF DISAPPEARING ENTITY See attached Supplemental Page to Certificate of Merger	6. TYPE OF ENTITY	7. CA SECRETARY OF STATE FILE NUMBER	8. JURISDICTION

9. THE PRINCIPAL TERMS OF THE AGREEMENT OF MERGER WERE APPROVED BY A VOTE OF THE NUMBER OF INTERESTS OR SHARES OF EACH CLASS THAT EQUALED OR EXCEEDED THE VOTE REQUIRED. (IF A VOTE WAS REQUIRED, SPECIFY THE CLASS AND THE NUMBER OF OUTSTANDING INTERESTS OF EACH CLASS ENTITLED TO VOTE ON THE MERGER AND THE PERCENTAGE VOTE REQUIRED OF EACH CLASS. ATTACH ADDITIONAL PAGES, IF NEEDED.)

#### SURVIVING ENTITY

CLASS AND NUMBER AND PERCENTAGE VOTE REQUIRED  
Class A & Class B\* AND 51%  
See attached Supplemental Page

#### DISAPPEARING ENTITY

CLASS AND NUMBER AND PERCENTAGE VOTE REQUIRED  
See attached Supplemental Page to Certificate of Merger

10. IF EQUITY SECURITIES OF A PARENT PARTY ARE TO BE ISSUED IN THE MERGER, CHECK THE APPLICABLE STATEMENT

☐ No vote of the shareholders of the parent party was required. ☐ The required vote of the shareholders of the parent party was obtained.

11. IF THE SURVIVING ENTITY IS A DOMESTIC LIMITED LIABILITY COMPANY, LIMITED PARTNERSHIP, OR PARTNERSHIP, PROVIDE THE REQUISITE CHANGES (IF ANY) TO THE INFORMATION SET FORTH IN THE SURVIVING ENTITY'S ARTICLES OF ORGANIZATION, CERTIFICATE OF LIMITED PARTNERSHIP OR STATEMENT OF PARTNERSHIP AUTHORITY RESULTING FROM THE MERGER. ATTACH ADDITIONAL PAGES, IF NECESSARY.

12. IF A DISAPPEARING ENTITY IS A DOMESTIC LIMITED LIABILITY COMPANY, LIMITED PARTNERSHIP, OR PARTNERSHIP, AND THE SURVIVING ENTITY IS NOT A DOMESTIC ENTITY OF THE SAME TYPE, ENTER THE PRINCIPAL ADDRESS OF THE SURVIVING ENTITY.

PRINCIPAL ADDRESS OF SURVIVING ENTITY CITY AND STATE ZIP CODE  
9692 Haven Avenue Rancho Cucamonga, California 91730

13. OTHER INFORMATION REQUIRED TO BE STATED IN THE CERTIFICATE OF MERGER BY THE LAWS UNDER WHICH EACH CONSTITUENT OTHER BUSINESS ENTITY IS ORGANIZED. ATTACH ADDITIONAL PAGES, IF NECESSARY.  
See attached Second Supplemental Page to Certificate of Merger

14. STATUTORY OR OTHER BASIS UNDER WHICH A FOREIGN OTHER BUSINESS ENTITY IS AUTHORIZED TO EFFECT THE MERGER.

See attached Supplemental Page to Certificate of Merger

15. FUTURE EFFECTIVE DATE, IF ANY

12 - 31 - 2018  
(Month) (Day) (Year)

16. ADDITIONAL INFORMATION SET FORTH ON ATTACHED PAGES, IF ANY, IS INCORPORATED HEREIN BY THIS REFERENCE AND MADE PART OF THIS CERTIFICATE.

17. I CERTIFY UNDER PENALTY OF PERJURY UNDER THE LAWS OF THE STATE OF CALIFORNIA THAT THE FOREGOING IS TRUE AND CORRECT OF MY OWN KNOWLEDGE. I DECLARE I AM THE PERSON WHO EXECUTED THIS INSTRUMENT, WHICH EXECUTION IS MY ACT AND DEED.

*Christopher (Todd) Clark* 11/21/18  
SIGNATURE OF AUTHORIZED PERSON FOR THE SURVIVING ENTITY DATE

Christopher (Todd) Clark, President  
TYPE OR PRINT NAME AND TITLE OF AUTHORIZED PERSON

*Joan Opp* 11-21-18  
SIGNATURE OF AUTHORIZED PERSON FOR THE SURVIVING ENTITY DATE

Joan Opp, Secretary  
TYPE OR PRINT NAME AND TITLE OF AUTHORIZED PERSON

SIGNATURE OF AUTHORIZED PERSON FOR THE DISAPPEARING ENTITY DATE

TYPE OR PRINT NAME AND TITLE OF AUTHORIZED PERSON

SIGNATURE OF AUTHORIZED PERSON FOR THE DISAPPEARING ENTITY DATE

TYPE OR PRINT NAME AND TITLE OF AUTHORIZED PERSON

For an entity that is a business trust, real estate investment trust or an unincorporated association, set forth the provision of law or other basis for the authority of the person signing: \_\_\_\_\_

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SUPPLEMENTAL PAGE TO CERTIFICATE OF MERGER  
CU COOPERATIVE SYSTEMS, INC. SURVIVING ENTITY

#5 NAME OF DISAPPEARING ENTITY	#6 TYPE OF ENTITY	#7 CA Secretary of State File Number	#8 JURISDICTION	#9 CLASS and NUMBER	% vote required	#14 Statute
CO-OP eCom, LLC	Limited Liability Company	201135410093	California	1 unit (owned 100% by Surviving Entity)	51%	
CO-OPFS Holdings, Inc.	Corporation	None	Iowa	10,000 shares (owned 100% by Surviving Entity)	51%	§490.1102 IA Bus. Corp. Act
The Members Group, LLC	Limited Liability Company	201705510342	Iowa domestic California foreign	46,000 units (51% owned by CO-OPFS Holdings, Inc. and 49% owned by Surviving Entity)	51%	§ 489.1002 IA Revised Uniform LLC Act
Lending Call Center Services, LLC	Limited Liability Company	201430110341	Delaware domestic California foreign	1 unit (owned 100% by Surviving Entity)	51%	§18-209 DE LLC Act
Covera Solutions, Inc.	Corporation	None	New York	100 shares (owned 100% by Surviving Entity)	51%	§907 NY Bus. Corp. Law
CU Service Centers Network, Inc.	Corporation	None	Georgia	30,000 shares ((owned 100% by Surviving Entity)	51%	§14-2-1107 Georgia Business Corp.

\*#9 Surviving Entity has 1049 voting members each have one vote. The total number of Class A shares is 1235 and Class B shares is 11,805.

# IOWA

No: W01205032  
Date: 12/19/2018

## SECRETARY OF STATE

4990CS-589386  
CU COOPERATIVE SYSTEMS, INC.

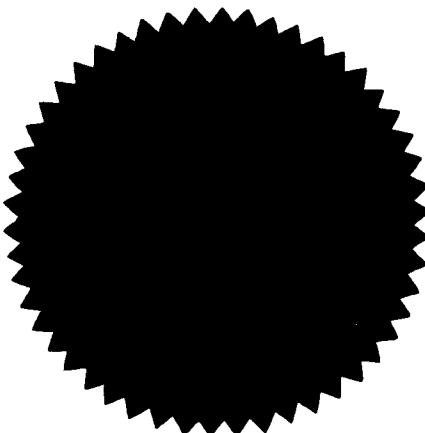
### CERTIFICATE OF MERGER

The Secretary of State acknowledges receipt of the following document:

Articles of Merger

The document was filed on Dec 19 2018 2:19PM, to be effective as of Dec 31 2018 12:01AM.

The amount of \$50.00 was received in full payment of the filing fee.



A handwritten signature in cursive script that reads "Paul D. Pate".

PAUL D. PATE SECRETARY OF STATE



PATENT

REEL: 051754 FRAME: 0140

589386-5  
428701-NS  
ARTICLES OF MERGER  
OF

THE MEMBERS GROUP, LLC  
(an Iowa limited liability company)

WITH AND INTO

CU COOPERATIVE SYSTEMS, INC.  
(a California cooperative corporation)

In accordance with Section 489.1004 of the Iowa Revised Uniform Limited Liability, The Members Group, LLC, an Iowa limited liability company (the "Disappearing Entity") and CU Cooperative Systems, Inc., a California cooperative corporation (the "Corporation"), execute the following Articles of Merger.

1. Effective December 31, 2018, pursuant to a written plan of merger ("Plan of Merger") by and between the Disappearing Entity and the Corporation, the Disappearing Entity shall be merged with and into the Corporation (the "Merger").
2. The Corporation shall be the surviving corporation resulting from the Merger.
3. There are no amendments or changes in the Articles of Incorporation of the Corporation to be effected by the Merger and the Articles of Incorporation of the Corporation shall be the Articles of Incorporation of the surviving corporation.
4. The Disappearing Entity has one class of membership units and the total number of membership units entitled to vote on the Plan of Merger is 46,000. The Plan of Merger was duly approved by the members of the Disappearing Entity in the manner required by Chapter 489 of the Iowa Revised Uniform Limited Liability Act and its organizational documents and the vote equaled or exceeded the vote required.
5. The Plan of Merger and the performance of its terms were duly authorized by all action required by the laws under which the Disappearing Entity is organized and by the Disappearing Entity's organizational documents.
6. The Corporation has two classes of shares entitled to vote on the Plan of Merger (each member having one vote regardless of the number of shares or class of shares owned) and the total number of members of the Corporation entitled to vote on the Plan of Merger is 1049. The total number of Class A shares entitled to vote on the Plan of Merger is 1235 and Class B shares entitled to vote on the Plan of Merger is 11,805. The Plan of Merger was duly approved by the members of the Corporation in the manner required by the laws under which the Corporation was organized and its articles of incorporation and the vote equaled or exceeded the vote required. The Plan of Merger and the performance of its terms were duly authorized by all action required by the laws under which the Corporation is organized and by the Corporation's articles of incorporation.
7. No other approvals are required.

903047 MERG \$50.00 RAVE 2 2A19P8

SECRETARY OF STATE  
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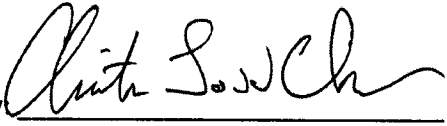
REEL: 051754 FRAME: 0141

8. The executed Plan of Merger is on file at the Corporation's principal place of business located at 9692 Haven Avenue, Rancho Cucamonga, California 91730.

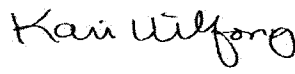
9. THE FUTURE EFFECTIVE DATE OF THE MERGER SHALL BE DECEMBER 31, 2018.

Signed this 18th day of December, 2018

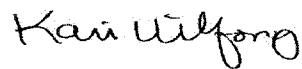
CU Cooperative Systems, Inc.

By:   
Christopher (Todd) Clark, President

CU Cooperative Systems, Inc.

By:   
Kari Wilfong, Chief Financial Officer & Admin Officer

The Members Group, LLC

By:   
Kari Wilfong, Vice-Chairman & Manager

FILED  
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2:19 PM  
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