

PATENT ASSIGNMENT COVER SHEET

Electronic Version v1.1
 Stylesheet Version v1.2

EPAS ID: PAT6823400

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER AND CHANGE OF NAME
EFFECTIVE DATE:	09/27/2019
CONVEYING PARTY DATA	
Name	Execution Date
SPATIAL INC.	09/27/2019
NEWLY MERGED ENTITY DATA	
Name	Execution Date
SPATIALX INC.	09/27/2019
MERGED ENTITY'S NEW NAME (RECEIVING PARTY)	
Name:	SPATIALX INC.
Street Address:	1195 PARK AVENUE, SUITE 205
City:	EMERYVILLE
State/Country:	CALIFORNIA
Postal Code:	94608
PROPERTY NUMBERS Total: 1	
Property Type	Number
Application Number:	17381098
CORRESPONDENCE DATA	
Fax Number:	(435)252-1361
<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:	4352521360
Email:	vmangum@mabr.com
Correspondent Name:	MASCHOFF BRENNAN
Address Line 1:	1389 CENTER DRIVE, SUITE 300
Address Line 4:	PARK CITY, UTAH 84098
ATTORNEY DOCKET NUMBER:	S3278.10005US02
NAME OF SUBMITTER:	R. BURNS ISRAELSEN
SIGNATURE:	/R. Burns Israelsen/
DATE SIGNED:	07/20/2021
Total Attachments: 4	

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CERTIFICATE OF OWNERSHIP AND MERGER

Pursuant to Section 253 of the General Corporation Law of the State of Delaware and Section 1110 of the California Corporations Code, Spatial Inc., a California corporation (the "Parent Corporation"), for the purpose of effecting the merger (the "Merger") of Parent Corporation with and into SpatialX Inc., a Delaware corporation, and a wholly-owned subsidiary of Parent Corporation (the "Surviving Corporation"), does hereby certify:

FIRST: That the Surviving Corporation is incorporated and duly organized under the laws of the State of Delaware.

SECOND: That the Parent Corporation owns all of the outstanding shares of the capital stock of the Surviving Corporation.

THIRD: That attached as Exhibit A hereto are resolutions of the Board of Directors of the Parent Corporation, duly adopted by the members thereof and dated as of September 27, 2019, approving the Merger and this Certificate of Ownership and Merger pursuant to Section 253 of the Delaware Corporations Code and Section 1110 of the California Corporations Code.

[Signature Page Follows]

IN WITNESS WHEREOF, Parent Corporation has caused this certificate to be signed by Calin Pacurariu, its Chief Executive Officer, this 27th day of September, 2019.

SPATIAL INC.
a California corporation

By: Calin Pacurariu
Name: Calin Pacurariu
Title: Chief Executive Officer

Exhibit A

**RESOLUTIONS OF THE BOARD OF DIRECTORS OF
SPATIAL INC., A CALIFORNIA CORPORATION
DATED SEPTEMBER 27, 2019**

WHEREAS, the Board believes it is in the best interest of the Company and its shareholders to reincorporate the Company as a Delaware corporation.

WHEREAS, the Board believes it is in the best interest of the Company and its shareholders to effect such reincorporation by means of a reorganization (within the meaning of Internal Revenue Code Section 368) merging the Company into SpatialX Inc., a Delaware corporation and a wholly-owned subsidiary of the Company ("Spatial Delaware") in accordance with Section 1110 of the California Corporations Code, and pursuant to which each share of Common Stock of the Company outstanding shall be exchanged for one share of Common Stock of Spatial Delaware (the "Reorganization").

NOW, THEREFORE, BE IT RESOLVED, that the Board hereby approves the Reorganization.

RESOLVED FURTHER, that the Agreement and Plan of Merger, in the form presented to the Board (the "Merger Agreement") and all transactions described therein, be, and they hereby are, adopted and approved, with such changes as may be approved by the Chief Executive Officer of the Company in his sole discretion, his signature on such document to constitute conclusive evidence of such approval.

RESOLVED FURTHER, that the effective date of the Reorganization (the "Effective Date") shall be the date of filing of the Certificate of Ownership and Merger with the Secretary of State of the State of Delaware.

RESOLVED FURTHER, that the officers of the Company be, and each of them hereby is, authorized and directed, for and on behalf of the Company, to take such further actions, including, but not limited to, providing notification of the Reorganization to any appropriate governmental or regulatory agencies and filing any forms and documents with such agencies as may be required or advisable by them or by law, and to obtain such consents from any third parties or governmental or regulatory agencies as may be necessary or advisable to carry out the Reorganization.

RESOLVED FURTHER, that the Company's Chief Executive Officer and Secretary of the Company be, and each of them hereby is, authorized and directed, in the name and on behalf of the Company, to (i) execute and deliver the Merger Agreement to Spatial Delaware in substantially the form approved herein by the Board, under which the Company would effect the Reorganization, (ii) consummate all the transactions contemplated by the Merger Agreement, on the

terms set forth in the Merger Agreement and pursuant to such other agreements, and any amendments thereto, as the officers executing such may in their discretion deem reasonable and appropriate, and (iii) prepare and cause to be filed the Merger Agreement and any related officers' certificates or other documents required to be filed with the appropriate governmental offices in the States of Delaware and California in accordance with the laws applicable to consummate the Reorganization

RESOLVED FURTHER, that there is hereby adopted and incorporated by reference the full text of any resolution that may be required by any person or entity in connection with the Reorganization, and that the Secretary of the Company is hereby authorized and empowered to certify to such person or entity that any such form of resolution so required has been adopted.

RESOLVED FURTHER, that the officers of the Company be, and each of them hereby is, authorized and directed, in the name and on behalf of the Company and under its corporate seal if appropriate, to make all such arrangements, to do and perform all such acts and things, to execute and deliver all such officers' certificates and such other instruments and documents, to effect all filings and qualifications, and to take all further action as they may deem necessary or appropriate in order to effectuate fully the purpose of each and all of the foregoing resolutions (hereby ratifying and confirming any and all actions taken heretofore and hereafter to accomplish such purposes, all or singular).