PATENT ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

EPAS ID: PAT7013923

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER AND CHANGE OF NAME
EFFECTIVE DATE:	07/01/2021

CONVEYING PARTY DATA

Name	Execution Date
CLIENT OUTLOOK INC.	06/25/2021

NEWLY MERGED ENTITY DATA

Name	Execution Date
MACH7 TECHNOLOGIES CANADA INC.	06/25/2021

MERGED ENTITY'S NEW NAME (RECEIVING PARTY)

Name:	MACH7 TECHNOLOGIES CANADA INC.
Street Address:	181 BAY STREET
Internal Address:	SUITE 4400
City:	TORONTO
State/Country:	CANADA
Postal Code:	M5J 2T3

PROPERTY NUMBERS Total: 4

Property Type	Number
Patent Number:	8442358
Patent Number:	8867863
Application Number:	17419929
Application Number:	62791254

CORRESPONDENCE DATA

Fax Number: (416)216-3930

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.

Phone: 14162034465

Email: anisha.tailor@nortonrosefulbright.com, dockettor@nortonrosefulbright.com

Correspondent Name: NORTON ROSE FULBRIGHT CANADA LLP

Address Line 1: 1, PLACE VILLE MARIE

Address Line 2: BUREAU 2500

Address Line 4: MONTRÉAL, CANADA H3B 1R1

ATTORNEY DOCKET NUMBER:	10251708-1US/1US-1/3US/3U
NAME OF SUBMITTER:	NIALL COONEY
SIGNATURE:	/Niall Cooney/
DATE SIGNED:	11/09/2021

Total Attachments: 12
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Ministry of Government and Consumer Services
Ministère des Services gouvernementaux et des Services aux consommateurs
Ontario

CERTIFICATE
This is to certify that these articles are effective on

CERTIFICAT
Ceci certifie que les présents statuts entrent en vigueur le

JULY 01 JUILLET, 2021

Director / Directrice
Business Corporations Act / Loi sur les sociétés par actions

Ontario Corporation Number
Numéro de la société en Ontario

5032563

Form 4
Business Corporations Act

Formule 4
Loi sur les sociétés par actions

ARTICLES OF AMALGAMATION
STATUTS DE FUSION

1. The name of the amalgamated corporation is: (Set out in BLOCK CAPITAL LETTERS)
Dénomination sociale de la société issue de la fusion: (Écrire en LETTRES MAJUSCULES SEULEMENT) :

MACH7 TECHNOLOGIES CANADA INC.

2. The address of the registered office is:
Adresse du siège social :

181 Bay Street, Suite 4400

Street & Number or R.R. Number & if Multi-Office Building give Room No. /
Rue et numéro ou numéro de la R.R. et, s'il s'agit d'un édifice à bureaux, numéro du bureau

Toronto — ONTARIO — M5J 2T3

Name of Municipality or Post Office /
Nom de la municipalité ou du bureau de poste

Postal Code/Code postal

3. Number of directors is:
Nombre d'administrateurs :

Fixed number / Nombre fixe:

OR minimum and maximum / OU minimum et maximum: 1 — 10

4. The director(s) is/are: / Administrateur(s) :

First name, middle names and surname Prénom, autres prénoms et nom de famille	Address for service, giving Street & No. or R.R. No., Municipality, Province, Country and Postal Code Domicile élu, y compris la rue et le numéro ou le numéro de la R.R., le nom de la municipalité, la province, le pays et le code postal	Resident Canadian State 'Yes' or 'No' Résident canadien Oui/Non
Michael Lampron	120 Kimball Avenue, Suite 210, South Burlington, Vermont, USA, 05403	No
Katherine Dawson	181 Bay Street, Suite 4400, Toronto, Ontario, Canada, M5J 2T3	Yes

07121 (201105)

5. Method of amalgamation, check A or B
Méthode choisie pour la fusion – Cocher A ou B :

A - **Amalgamation Agreement / Convention de fusion :**

☐ The amalgamation agreement has been duly adopted by the shareholders of each of the amalgamating corporations as required by subsection 176 (4) of the *Business Corporations Act* on the date set out below.

Les actionnaires de chaque société qui fusionnne ont dûment adopté la convention de fusion conformément au paragraphe 176(4) de la *Loi sur les sociétés par actions* à la date mentionnée ci-dessous.

or
ou

B - **Amalgamation of a holding corporation and one or more of its subsidiaries or amalgamation of subsidiaries / Fusion d'une société mère avec une ou plusieurs de ses filiales ou fusion de filiales :**

☒ The amalgamation has been approved by the directors of each amalgamating corporation by a resolution as required by section 177 of the *Business Corporations Act* on the date set out below.

Les administrateurs de chaque société qui fusionne ont approuvé la fusion par voie de résolution conformément à l'article 177 de la *Loi sur les sociétés par actions* à la date mentionnée ci-dessous.

The articles of amalgamation in substance contain the provisions of the articles of incorporation of
Les statuts de fusion reprennent essentiellement les dispositions des statuts constitutifs de

MACH7 TECHNOLOGIES CANADA INC.

and are more particularly set out in these articles.
et sont énoncés textuellement aux présents statuts.

Names of amalgamating corporations Dénomination sociale des sociétés qui fusionnent	Ontario Corporation Number Numéro de la société en Ontario	Date of Adoption/Approval Date d'adoption ou d'approbation Year / année, Month / mois, Day / jour
MACH7 TECHNOLOGIES CANADA INC.	2759300	2021, 06, 25
CLIENT OUTLOOK INC.	1536833	2021, 06, 25

6. Restrictions, if any, on business the corporation may carry on or on powers the corporation may exercise.
Limites, s'il y a lieu, imposées aux activités commerciales ou aux pouvoirs de la société.

None.

7. The classes and any maximum number of shares that the corporation is authorized to issue:
Catégories et nombre maximal, s'il y a lieu, d'actions que la société est autorisée à émettre :

The Corporation is authorized to issue an unlimited number of common shares (the "Common Shares").

8. Rights, privileges, restrictions and conditions (if any) attaching to each class of shares and directors authority with respect to any class of shares which may be issued in series:

Droits, privilèges, restrictions et conditions, s'il y a lieu, rattachés à chaque catégorie d'actions et pouvoirs des administrateurs relatifs à chaque catégorie d'actions qui peut être émise en série :

The rights of the holders of the Common Shares include the rights:

(a) to vote at all meetings of shareholders;

(b) to receive dividends as and when declared by the directors; and

(c) to receive the remaining property of the Corporation upon dissolution.

9. The issue, transfer or ownership of shares is/is not restricted and the restrictions (if any) are as follows:
L'émission, le transfert ou la propriété d'actions est/n'est pas restreint. Les restrictions, s'il y a lieu, sont les suivantes :

The issue, transfer or ownership of shares is restricted in accordance with paragraph 10 of these Articles.

10. Other provisions, (if any):
Autres dispositions, s'il y a lieu :

The annexed page 5a is incorporated into this form.

11. The statements required by subsection 178(2) of the *Business Corporations Act* are attached as Schedule "A".
Les déclarations exigées aux termes du paragraphe 178(2) de la *Loi sur les sociétés par actions* constituent l'annexe A.

12. A copy of the amalgamation agreement or directors' resolutions (as the case may be) is/are attached as Schedule "B".
Une copie de la convention de fusion ou les résolutions des administrateurs (selon le cas) constitue(nt) l'annexe B.

10. Other provisions, (if any):

No holder of securities of the Corporation (other than non-convertible debt securities of the Corporation) is entitled to transfer any securities without either:

(a) if the transfer of such securities is restricted by any security holders' agreement, complying with such restrictions in such agreement; or

(b) if there are no such restrictions, either:

(i) the approval of the directors of the Corporation expressed by a resolution passed by the directors at a meeting of the board of directors or by a resolution in writing signed by all of the directors of the Corporation; or

(ii) the approval of (A) the holders of at least a majority of the shares of the Corporation entitling the holders thereof to vote on that resolution expressed by a resolution passed at a meeting of the holders of such shares, or (B) all of the holders of shares of the Corporation entitling the holders thereof to vote on that resolution expressed by a resolution in writing signed by all of the holders of such shares.

The Corporation is entitled to a lien on any share registered in the name of a shareholder or the shareholder's legal or personal representative for a debt of that shareholder to the Corporation.

A holder of a fractional share is entitled to exercise voting rights and to receive dividends in respect of such fractional share.

These articles are signed in duplicate.
Les présents statuts sont signés en double exemplaire

Name and **original signature** of a director or authorized signing officer of each of the amalgamating corporations. Include the name of each corporation, the signatories name and description of office (e.g. president, secretary). **Only a director or authorized signing officer can sign on behalf of the corporation.** / Nom et **signature originale** d'un administrateur ou d'un signataire autorisé de chaque société qui fusionne. Indiquer la dénomination sociale de chaque société, le nom du signataire et sa fonction (p. ex. : président, secrétaire). **Seul un administrateur ou un dirigeant habilité peut signer au nom de la société.**

MACH7 TECHNOLOGIES CANADA INC.

Names of Corporations / Dénomination sociale des sociétés

By / Par

Signature / Signature	Print name of signatory / Nom du signataire en lettres moulées	Description of Office / Fonction
[signature]	Michael Lampron	Director

CLIENT OUTLOOK INC.

Names of Corporations / Dénomination sociale des sociétés

By / Par

Signature / Signature	Print name of signatory / Nom du signataire en lettres moulées	Description of Office / Fonction
[signature]	Michael Lampron	Director

Names of Corporations / Dénomination sociale des sociétés

By / Par

Signature / Signature — Print name of signatory / Nom du signataire en lettres moulées — Description of Office / Fonction

Names of Corporations / Dénomination sociale des sociétés

By / Par

Signature / Signature — Print name of signatory / Nom du signataire en lettres moulées — Description of Office / Fonction

Names of Corporations / Dénomination sociale des sociétés

By / Par

Signature / Signature — Print name of signatory / Nom du signataire en lettres moulées — Description of Office / Fonction

SCHEDULE "A"

STATEMENT OF DIRECTOR OR OFFICER PURSUANT TO SUBSECTION 178(2) OF THE *BUSINESS CORPORATIONS ACT* (ONTARIO)

I, Michael Lampron, hereby state that:

1. I am a director of Mach7 Technologies Canada Inc. and Client Outlook Inc. and as such have knowledge of their affairs.

2. I have conducted such examinations of the books and records of each amalgamating corporation as are necessary to enable me to make the statements hereinafter set forth.

3. There are reasonable grounds for believing that:

   (a) each amalgamating corporation is and the amalgamated corporation will be able to pay its liabilities as they become due; and

   (b) the realizable value of the amalgamated corporation's assets will not be less than the aggregate of its liabilities and stated capital of all classes.

4. There are reasonable grounds for believing that no creditor will be prejudiced by the amalgamation.

THIS STATEMENT made this 25 June, 2021.

Michael Lampron

SCHEDULE B1

CERTIFIED COPY OF RESOLUTION OF THE DIRECTORS

OF

MACH7 TECHNOLOGIES CANADA INC.
(the "Corporation")

"AMALGAMATION

RECITAL:

The Corporation is the sole shareholder corporation of Client Outlook Inc. (the "**Subsidiary**") and has agreed to amalgamate with the Subsidiary pursuant to subsection 177(1) of the *Business Corporations Act* (Ontario) (the "**Act**").

RESOLVED THAT:

1. the amalgamation of the Corporation and the Subsidiary under the Act pursuant to subsection 177(1) thereof, be and the same is hereby approved;

2. subject to the endorsement of a Certificate of Amalgamation pursuant to subsection 178(4) of the Act, and without affecting the validity of the incorporation and existence of the Subsidiary under its articles of incorporation and of any act done thereunder, all shares in the capital of the Subsidiary, including all shares which have been issued and are outstanding at the date hereof, be and the same are hereby cancelled without any repayment of capital in respect thereof;

3. the articles of amalgamation of the amalgamated corporation shall be the same as the articles of incorporation of the Corporation;

4. the by-laws of the amalgamated corporation shall be the same as the by-laws of the Corporation;

5. no securities shall be issued and no assets shall be distributed by the amalgamated corporation in connection with the amalgamation; and

6. any officer or director of the Corporation be and they are hereby authorized to do all things and execute all instruments and documents necessary or desirable to carry out and give effect to the foregoing."

-Signature page follows-

CERTIFIED to be a true and complete copy of a resolution duly passed by the directors of the Corporation in the manner authorized by law and which is now in full force and effect, unamended as of the date hereof.

DATED: ____________________25 June , 2021.

____
Michael Lamproff, Director

SCHEDULE B2

CERTIFIED COPY OF RESOLUTION OF THE DIRECTORS

OF

CLIENT OUTLOOK INC.
(the "Corporation")

"AMALGAMATION

RECITAL:

The Corporation is a wholly-owned subsidiary of Mach7 Technologies Canada Inc. ("**Mach7**") and has agreed to amalgamate with Mach7 pursuant to subsection 177(1) of the *Business Corporations Act* (Ontario) (the "**Act**").

RESOLVED THAT:

1. the amalgamation of the Corporation and Mach7 under the Act pursuant to subsection 177(1) thereof, be and the same is hereby approved;

2. subject to the endorsement of a Certificate of Amalgamation pursuant to subsection 178(4) of the Act, and without affecting the validity of the incorporation and existence of the Corporation under its articles of incorporation and of any act done thereunder, all shares in the capital of the Corporation, including all shares which have been issued and are outstanding at the date hereof, be and the same are hereby cancelled without any repayment of capital in respect thereof;

3. the articles of amalgamation of the amalgamated corporation shall be the same as the articles of incorporation of Mach7;

4. the by-laws of the amalgamated corporation shall be the same as the by-laws of Mach7;

5. no securities shall be issued and no assets shall be distributed by the amalgamated corporation in connection with the amalgamation; and

6. any officer or director of the Corporation be and they are hereby authorized to do all things and execute all instruments and documents necessary or desirable to carry out and give effect to the foregoing."

Signature page follows.

CERTIFIED to be a true and complete copy of a resolution duly passed by the directors of the Corporation in the manner authorized by law and which is now in full force and effect, unamended as of the date hereof.

DATED: 25 June, 2021.

Michael Lampron, Director