

PATENT ASSIGNMENT COVER SHEET

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SUBMISSION TYPE:	RESUBMISSION
NATURE OF CONVEYANCE:	CHANGE OF NAME
RESUBMIT DOCUMENT ID:	507268294
CONVEYING PARTY DATA	
Name	Execution Date
TERACLOUD SA	12/30/2021
RECEIVING PARTY DATA	
Name:	TERACLOUD APS
Street Address:	BRYGHUSPLATSEN 8, 4. 402.
City:	COPENHAGEN K
State/Country:	DENMARK
Postal Code:	1473
PROPERTY NUMBERS Total: 1	
Property Type	Number
Application Number:	17714524
CORRESPONDENCE DATA	
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<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>	
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ATTORNEY DOCKET NUMBER:	TERA-103US
NAME OF SUBMITTER:	ROBERT A. ESPOSITO
SIGNATURE:	/Robert A. Esposito/
DATE SIGNED:	06/30/2022
Total Attachments: 11	
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Luxembourg 07 January 2022

The undersigned Claudine Bohnenberger, certified translator with the Court of Justice in Luxembourg by ministerial decree of 18 December, 1991 in application of the Law of 7 July, 1971 hereby certifies that the translation of the document regarding TERACLOUD S.A. corresponds in content and in form to the version submitted for the translation.

In case of litigation the original version is binding.

Claudine Marie
Mathilde
Bohnenberger

Digitally signed by Claudine
Marie Mathilde
Bohnenberger
Date: 2022.01.07 16:01:33
+01'00'

Claudine Bohnenberger
Certified translator

TERACLOUD S.A.
(Société anonyme) Public limited company
DK-1473 Kobenhavn, Bryghuspladsen 8, 4.402
(formerly L-1220 Luxembourg, 196, rue de Beggen)
R.C.S. Luxembourg B 167.404

(stamp for certified copy of the notary)

NUMBER /2021

EXTRAORDINARY GENERAL MEETING - TRANSFER OF THE REGISTERED OFFICE TO DENMARK WITH SUSPENSIVE CLAUSE OF DECEMBER 30, 2021

In the year two thousand and twenty-one, on December thirty.

Before Maître Danielle KOLBACH, notary with residence in Junglinster, Grand Duchy of Luxembourg, undersigned.

Was held the extraordinary general meeting of the shareholders of the société anonyme (public limited company) "TERACLOUD S.A.", (hereinafter "the Company"), with registered office at L-1220 Luxembourg, 196, rue de Beggen, registered in the Luxembourg Trade and Companies Register, section B, under the number 167.404, incorporated by a deed received by Maître Jean SECKLER, then notary with residence in Junglinster, dated March 7, 2021, published in the official journal - Memorial C, Recueil des Sociétés et Associations - number 1024 of April 20, 2012.

The meeting was called to order under the chairmanship of Mrs. Olga MARQUES, employee, with professional domicile in Junglinster.

The chairman appoints as secretary and the meeting chooses as scrutineer Mr. Henri DA CRUZ, employee, with professional domicile in Junglinster.

Having thus constituted the bureau, the chairman explains and requests the undersigned notary to document the following:

I. That the agenda of this extraordinary general meeting is as follows

AGENDA:

1. Decision to transfer the registered, statutory and administrative office of the Company from the Grand Duchy of Luxembourg to DK-1473 Kobenhavn (Denmark), Bryghuspladsen 8, 4.402 with entry into force on December 31, 2021.

2. Decision to change the Company's Luxembourg nationality to Danish nationality and to submit the Company entirely to the Danish legal and tax system, while the Company will completely cease to be submitted to the Luxembourg legal and tax system.

3. Decision to adopt the accounts and the closing balance sheet of the Company's operations in the Grand Duchy of Luxembourg, which will serve as the opening balance sheet of the Company's operations in Denmark.

4. Appointment of agents with powers to represent the Company in Denmark in all administrative, tax and other matters and proceedings, necessary or useful for the formalities and acts to be performed in connection with the transfer of the registered office.

5. Decision to accept the resignations of the directors and the auditor currently in office, and to grant them discharge for their mission.

6. Appointment of agents with powers to represent the Company in Denmark in all administrative, tax and other matters and proceedings, necessary or useful for the formalities and acts to be performed in connection with the transfer of the registered office.

7. Entry into force of all decisions taken based on this agenda subject to the suspensive condition of the acknowledgment and approval by the shareholders of the Company, under the terms of an authentic deed drawn up by a Danish notary, of the final completion of the Cross-border Transformation.

II.- That the shareholders, present or represented, as well as the number of shares owned by each of them, are indicated on an attendance list; this attendance list is signed by the shareholders present, the agents of those represented, the members of the board of the meeting and the undersigned notary.

III.- That the powers of attorney of the represented shareholders, signed "ne varietur" by the members of the board of the meeting and the undersigned notary, will remain in the appendix to this deed to be formalized together.

IV.- That the entire share capital being present OR represented and that the shareholders, present or represented, declare to have been duly notified and to have had knowledge of the agenda prior to this meeting and to waive the formalities of a convening notice, no other convening notice is necessary.

V.- The articles of association of the Company allow the permanent transfer of the registered office of the Company with a change of nationality, to another country, in the forms and under the conditions as provided for by the fundamental law on commercial companies.

VI.- That the unanimity of the shareholders is in favor of a transfer of the registered office of the Company to Belgium, with simultaneous change of the

Luxembourg nationality of the Company to Belgian nationality, with adoption of articles in accordance with the Belgian Companies Code.

After deliberating, the meeting unanimously and by separate votes adopted the following resolutions without abstentions:

FIRST RESOLUTION:

The general meeting decides :

- to transfer the registered, statutory and administrative office of the Company, hitherto fixed at L-1220 Luxembourg, 196, rue de Beggen, to Denmark at the following address: DK-1473 Kobenhavn, Bryghuspladsen 8, 4.402, as of December 31, 2021, as well as to adopt Belgian citizenship for the Company following this transfer and

- that therefore the Company will be registered with the Trade and Companies Register (Det Centrale Virksomhedsregister - CVR) of Denmark.

- to carry out the Cross-border Transformation of the Company in the context of its transfer to Denmark, in accordance with the Danish legal provisions applicable in the present case by adopting the legal form of an "Anpartsselskab" (limited liability company), in short "ApS ».

- that the name of the company will be "TERACLOUD ApS".

- that this transfer of the registered office takes place with all the funds, assets and liabilities of the Company, all inclusive and nothing except, without prior dissolution or liquidation of the Company, which will continue to exist under Danish nationality and to make available the equity and reserves of the transfer.

- that the entry into force for tax purposes will start on the date of filing the deed with the Central Det Virksomhedsregister - CVR in Denmark.

SECOND RESOLUTION:

As a result of the transfer of the registered office which has just been decided, the general meeting decides to change the nationality of the Company and to adopt Danish nationality for the Company from now on, and the meeting decides to submit the Company entirely to the Danish legal and tax system, while the Company will cease completely to be submitted to the Luxembourg legal and tax system.

THIRD RESOLUTION:

The general meeting decides to approve the balance sheet and accounts of the Company, adopted on December 1, 2021, as submitted to this meeting, and it decides that this balance sheet and the accounts, a copy of which will remain appended to this deed, and which after they were signed "ne varietur" by all members of the bureau, will be submitted together to the formality of registration.

FOURTH RESOLUTION:

The general meeting decides to grant Mr. Johan Harald GEDDA, with the option of substitution, all the powers to represent the Company alone in Denmark, to carry out all formalities with all administrative, tax and other bodies, necessary or useful for the formalities and acts to be performed in connection with the transfer of the registered office, and in particular to proceed with the filing and publication of this deed, and articles of association currently adopted, with all competent authorities.

FIFTH RESOLUTION:

The general meeting decides to accept the resignation of Mr. Johan Harald GEDDA, the sole director of the company and decides to accept the resignation of the current auditor, i.e., EUROPEAN AUDIT.

The general meeting agrees by a special vote to grant the sole director and the auditor, resigning, full and complete discharge, this discharge being granted without restrictions, and in view of the accounts and the closing balance sheet as of December 1, 2021 of the company in the Grand Duchy of Luxembourg, which balance sheet was approved above.

SIXTH RESOLUTION:

The general meeting decides to subject all decisions taken above to the suspensive condition of the acknowledgment of the final completion of the Cross-border Transformation under the terms of an authentic deed drawn up by a Danish notary.

The cancellation of the Company from the Luxembourg Trade and Companies Register will only be requested based on a copy of the Danish notarial deed.

Fees

Fees, expenses, remuneration and charges of any form whatsoever, borne by the company and charged to it due to the present deed, are valued at one thousand four hundred euros.

With nothing else on the agenda, the meeting is closed.

IN WITNESS THEREOF

Done and signed in Junglinster on the date specified above.

And after reading and interpretation to the representative of the appearing party, known to the notary by name, usual first name, status and residence, he signed the present deed together with the notary.

Certified translation of the document in French, done in Luxembourg, on 07 January 2022

Teracloud ApS

CVR number	43128035
Address	Bryghuspladsen 8, 4. 402
Postal code and city	1473 København K
Start date	07.03.2012
Business type	Anpartsselskab
Advertising protection	Yes
Status	Normal

Expanded business information

Municipality	København
Activity code	582900 Anden udgivelse af software
Objects	Selskabets formål er erhverve, udvikle og kommercialisere software samt anden hermed beslægtet virksomhed efter ledelsens skøn, herunder abonnements- og cloudtjenester.
Secondary names	21st Century Software ApS VMS Software ApS
Financial year	01.01 - 31.12
Latest articles of association	31.12.2021
Registered capital	862.038,00 DKK
First accounting period	07.03.2012 - 31.12.2012

Power to bind, key individuals and auditor

Powers to bind	Selskabet tegnes af et medlem af bestyrelsen eller et medlem af direktionen.
Management	(Adm. dir.) Johan Harald Gedda Borgergade 107 1300 København K Danmark
Board of Directors	(Formand)

Erhvervsstyrelsen, Langelinie Allé 17, 2100 København Ø

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DANISH BUSINESS AUTHORITY

Date: 04.05.2012

Johan Harald Gedda
Borgergade 107
1300 København K
Danmark
Election procedure: Generalforsamling

Auditor

KPMG P/S
Dampfærgevej 28
2100 København Ø

Ownership

Legal owners

KAPITALEN ApS
Bryghuspladsen 8, 4. 402
1473 København K
Pct. of share capital: 100% (07.03.2012 -)
Pct. of voting rights: 100% (07.03.2012 -)
Date of change: 07.03.2012

Beneficial owners

Johan Harald Gedda
Borgergade 107
1300 København K
Danmark
Pct. of share capital: 100,00% (07.03.2012 -)
Pct. of voting rights: 100,00% (07.03.2012 -)
Date of change: 07.03.2012

Production units

Name	Teracloud ApS
P-number	1028085172
Address	Bryghuspladsen 8, 4. 402
Postal code and city	1473 København K
Start date	07.03.2012
Activity code	582900 Anden udgivelse af software
Advertising protection	Yes

Erhvervsstyrelsen, Langelinie Allé 17, 2100 København Ø

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PATENT
REEL: 060401 FRAME: 0300 ²

Registration history (in Danish)

16.03.2022 Nye selskaber

CVR number: 43128035

Name and address:

Teracloud ApS

Bryghuspladsen 8, 4. 402, 1473 København K, 1473 Bryghusgade

Erhvervsstyrelsen har som kompetent myndighed i henhold til selskabslovens § 318 n, modtaget underretning fra den kompetente myndighed i Luxembourg om, at alle handlinger og formaliteter, der skal opfyldes forud for den grænseoverskridende hjemstedsflytning til Danmark, af TERACLOUD S.A. med hjemsted i Luxembourg, som er registreret i Luxembourg med registreringsnummer B167404, er opfyldt. Efter flytning til Danmark skal selskabet hedde Teracloud ApS. Selskabet er herefter ikke længere hjemmehørende i Luxembourg.

Binavne: 21st Century Software ApS, VMS Software ApS.

Stiftelsesdato: 07.03.2012.

Virkningsdato: 07.03.2012.

Seneste vedtægtsdato: 31.12.2021.

Kapital:

kr. 862.038,00.

Kapitalklasser: Nej

Indbetalingsmåde: Indbetalt kontant kr. 862.038,00 til kurs 100,00, fuldt indbetalt.

Bestyrelse:

Johan Harald Gedda, (formand), den 07.03.2012.

Direktion:

Johan Harald Gedda, (adm. dir), den 07.03.2012.

Selskabet tegnes af et medlem af bestyrelsen eller et medlem af direktionen.

Revision:

CVR-NR. 25578198 KPMG P/S, Dampfærgevej 28, 2100 København Ø, den 07.03.2012.

Første regnskabsår:

07.03.2012 - 31.12.2012.

Erhvervsstyrelsen, Langelinie Allé 17, 2100 København Ø

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Regnskabsår:
01.01 - 31.12.

Formål:

Selskabets formål er erhverve, udvikle og kommercialisere software samt anden hermed beslægtet virksomhed efter ledelsens skøn, herunder abonnement- og cloudtjenester.

Erhvervsstyrelsen, Langelinie Allé 17, 2100 København Ø

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