

PATENT ASSIGNMENT COVER SHEET

Electronic Version v1.1
 Stylesheet Version v1.2

EPAS ID: PAT7850352

SUBMISSION TYPE:	NEW ASSIGNMENT	
NATURE OF CONVEYANCE:	MERGER AND CHANGE OF NAME	
EFFECTIVE DATE:	10/01/2021	
CONVEYING PARTY DATA		
	Name	Execution Date
	STUDYSOCIAL, INC.	10/01/2021
	SUNSHINE MERGER SUB, INC.	10/01/2021
NEWLY MERGED ENTITY DATA		
	Name	Execution Date
	STUDY EDGE, INC.	10/01/2021
MERGED ENTITY'S NEW NAME (RECEIVING PARTY)		
Name:	STUDY EDGE, INC.	
Street Address:	1209 ORANGE STREET	
City:	WILMINGTON	
State/Country:	DELAWARE	
Postal Code:	19801	
PROPERTY NUMBERS Total: 17		
Property Type	Number	
Patent Number:	10033727	
Patent Number:	10250614	
Patent Number:	9912676	
Patent Number:	10375059	
Patent Number:	10460178	
Patent Number:	10467918	
Application Number:	10540906	
Patent Number:	11056013	
Patent Number:	9483805	
Patent Number:	9560034	
Patent Number:	11533354	
Patent Number:	10621608	
Patent Number:	10748168	
Patent Number:	10515561	

Property Type	Number
Patent Number:	11113983
Patent Number:	11151889
Patent Number:	10126927

CORRESPONDENCE DATA

Fax Number: (650)842-1301
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: 6508421300
Email: ERSaito@beyerlaw.com
Correspondent Name: BEYER LAW GROUP LLP
Address Line 1: P.O. BOX 51887
Address Line 4: PALO ALTO, CALIFORNIA 94303

ATTORNEY DOCKET NUMBER:	STEDG000
NAME OF SUBMITTER:	JONATHAN O. SCOTT
SIGNATURE:	/Jonathan O. Scott/
DATE SIGNED:	03/16/2023

Total Attachments: 7
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Delaware

The First State

Page 1

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF
DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT
COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"SUNSHINE MERGER SUB, INC.", A DELAWARE CORPORATION,
WITH AND INTO "STUDYSOCIAL, INC." UNDER THE NAME OF "STUDY
EDGE, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS
OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE
ON THE FIRST DAY OF OCTOBER, A.D. 2021, AT 10:16 O`CLOCK A.M.



5039538 8100M
SR# 20213400019

You may verify this certificate online at corp.delaware.gov/authver.shtml

A handwritten signature in black ink, appearing to read "JB", is written over a horizontal line. Below the line, the text "Jeffrey W. Bullock, Secretary of State" is printed in a small font.

Authentication: 204301632
Date: 10-01-21

PATENT
REEL: 063005 FRAME: 0888

CERTIFICATE OF MERGER

OF

SUNSHINE MERGER SUB, INC.
(a Delaware corporation)

WITH AND INTO

STUDYSOCIAL, INC.
(a Delaware corporation)

Pursuant to Title 8, Section 251(c) of the General Corporation Law of the State of Delaware, as amended (the “DGCL”), the undersigned officer, on behalf of StudySocial, Inc., a Delaware corporation (the “Corporation”), hereby certifies the following information relating to the merger of Sunshine Merger Sub, Inc., a Delaware corporation (the “Non-Surviving Corporation” and, together with the Corporation, the “Constituent Corporations”), with and into the Corporation (the “Merger”):

FIRST: The names and states of incorporation of the Constituent Corporations to the Merger are as follows:

<u>Name</u>	<u>State of Incorporation</u>
Sunshine Merger Sub, Inc.	Delaware
StudySocial, Inc.	Delaware

SECOND: The Agreement and Plan of Merger (the “Merger Agreement”), dated as of October 1, 2021, by and among the Corporation, the Non-Surviving Corporation and the other parties thereto was approved, adopted, executed and acknowledged by each of the Constituent Corporations in accordance with subsection (c) of Section 251 of the DGCL.

THIRD: The Corporation will continue as the corporation surviving the Merger (the “Surviving Corporation”), and the name of the Surviving Corporation following the Effective Time (as defined below) shall be “Study Edge, Inc.”.

FOURTH: Upon the effectiveness of the Merger in accordance with Section 251 of the DGCL and Section 103 of the DGCL (the “Effective Time”), the amended and restated certificate of incorporation of the Corporation, as in effect immediately prior to the Effective Time, shall be amended and restated in its entirety as set forth in **Exhibit A** attached hereto and, as so amended and restated, shall be the Second Amended and Restated Certificate of Incorporation of the Surviving Corporation at (and with effect from and after) the Effective Time until further amended pursuant to the DGCL.

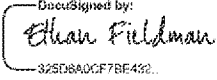
FIFTH: The executed Merger Agreement is on file at the office of the Surviving Corporation, the address of which is 5177 Richmond Avenue, Suite 800, Houston, Texas 77056, and a copy thereof will be furnished by the Surviving Corporation, on request and without cost, to any stockholder of either of the Constituent Corporations.

SIXTH: This Certificate of Merger and the Merger shall become effective upon the filing of this Certificate of Merger with the Secretary of State of the State of Delaware.

[Remainder of Page Intentionally Left Blank]

IN WITNESS WHEREOF, the Corporation has caused this Certificate of Merger to be executed as of the 1st day of October, 2021.

STUDYSOCIAL, INC.

By: 
Name: Ethan Fieldman
Title: Chief Executive Officer

[Signature Page to Certificate of Merger]

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EXHIBIT A
SECOND AMENDED AND RESTATED
CERTIFICATE OF INCORPORATION
OF
STUDY EDGE, INC.

FIRST: The name of the corporation (hereinafter sometimes referred to as the "Corporation") is:

Study Edge, Inc.

SECOND: The address of the registered office of the Corporation in the State of Delaware is Corporation Trust Center, 1209 Orange Street, Wilmington, New Castle County, Delaware 19801. The name of the Corporation's registered agent for service of process on the Corporation in the State of Delaware, at such address, is The Corporation Trust Company.

THIRD: The purpose of the Corporation is to engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of the State of Delaware (the "DGCL").

FOURTH: The aggregate number of all classes of shares of capital stock which the Corporation shall have the authority to issue is one thousand (1,000) shares of common stock, with a par value of \$0.01 per share (the "Common Stock").

FIFTH: The rights, preferences, privileges and restrictions granted or imposed upon the Common Stock are as follows:

1. Dividends. The holders of the Common Stock shall be entitled to the payment of dividends when and as declared by the board of directors of the Corporation (the "Board") out of funds legally available therefor and to receive other distributions from the Corporation, including distributions of contributed capital, when and as declared by the Board. Any dividends declared by the Board to the holders of the then outstanding

Common Stock shall be paid to the holders thereof pro rata in accordance with the number of shares of Common Stock held by each such holder as of the record date of such dividend.

2. Liquidation, Dissolution or Winding Up. In the event of any liquidation, dissolution or winding up of the Corporation, whether voluntary or involuntary, the funds and assets of the Corporation that may be legally distributed to the Corporation's stockholders shall be distributed among the holders of the then outstanding Common Stock pro rata in accordance with the number of shares of Common Stock held by each such holder.

3. Voting. Each holder of Common Stock shall have full voting rights and powers equal to the voting rights and powers of each other holder of Common Stock and shall be entitled to one (1) vote for each share of Common Stock held by such holder. Each holder of Common Stock shall be entitled to notice of any stockholders' meeting in accordance with the bylaws of the Corporation (as in effect at the time in question) and applicable law on all matters put to a vote of the stockholders of the Corporation.

SIXTH: In furtherance and not in limitation of the power conferred by statute, the Board is expressly authorized to make, alter or repeal the bylaws of the Corporation subject to any limitations contained therein.

SEVENTH: No director of the Corporation shall be liable to the Corporation or its stockholders for monetary damages for the breach of fiduciary duty as a director, except for liability (i) for any breach of the director's duty of loyalty to the Corporation or its stockholders, (ii) for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, (iii) under Section 174 of the DGCL or (iv) for any transaction from which the director derived an improper personal benefit. If the DGCL is amended to authorize corporate action further eliminating or limiting the personal liability of directors, then the liability of a director of the Corporation shall be eliminated or limited to the fullest extent permitted by the DGCL, so amended. Any repeal or modification of this Section 7 by the stockholders of the Corporation shall not adversely affect any right or protection of a director of the Corporation existing at the time of such repeal or modification.

EIGHTH: Election of directors need not be by written ballot unless the bylaws of the Corporation shall so provide.

NINTH: The Corporation reserves the right to amend, alter, change or repeal any provisions contained in this Second Amended and Restated Certificate of Incorporation, in the manner now or hereafter prescribed by the DGCL. All rights conferred upon stockholders herein are granted subject to this reservation.

TENTH: To the fullest extent permitted by applicable law, the Corporation is authorized to provide indemnification of (and advancement of expenses to) agents of the Corporation (and any other persons to which the DGCL permits the Corporation to provide indemnification) through bylaw provisions or agreements with such agents or other persons, by vote of stockholders or disinterested directors or otherwise, in excess of the indemnification and advancement otherwise permitted by Section 145 of the DGCL, subject only to limits created by the DGCL and applicable decisional law, with respect to actions for breach of duty to the Corporation, its stockholders, and others.

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