

PATENT ASSIGNMENT COVER SHEET

Electronic Version v1.1
 Stylesheet Version v1.2

EPAS ID: PAT7999798

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER AND CHANGE OF NAME
EFFECTIVE DATE:	05/01/2023
CONVEYING PARTY DATA	
Name	Execution Date
PROTAIR-X HEALTH SOLUTIONS INC. / SOLUTIONS DE SANTÉ PROTAIR-X INC.	05/01/2023
NEWLY MERGED ENTITY DATA	
Name	Execution Date
PROTAIR-X TECHNOLOGIES INC./TECHNOLOGIES PROTAIR-X INC.	05/01/2023
MERGED ENTITY'S NEW NAME (RECEIVING PARTY)	
Name:	PROTAIR-X TECHNOLOGIES INC./TECHNOLOGIES PROTAIR-X INC.
Street Address:	149 J.-A. BOMBARDIER, DOOR 2, BOUCHERVILLE
City:	QUÉBEC
State/Country:	CANADA
Postal Code:	J4B8P1
PROPERTY NUMBERS Total: 3	
Property Type	Number
Patent Number:	7559968
Patent Number:	7044993
Patent Number:	11653645
CORRESPONDENCE DATA	
Fax Number:	
<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:	2125740327
Email:	acharles@tarterkrinsky.com
Correspondent Name:	TARTER KRINSKY & DROGIN LLP
Address Line 1:	1350 BROADWAY
Address Line 4:	NEW YORK, NEW YORK 10018
NAME OF SUBMITTER:	ALICIA CHARLES
SIGNATURE:	/Alicia Charles/
DATE SIGNED:	06/09/2023

Total Attachments: 10

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Certificate of Amalgamation

Canada Business Corporations Act

Certificat de fusion

Loi canadienne sur les sociétés par actions

PROTAIR-X TECHNOLOGIES INC.
TECHNOLOGIES PROTAIR-X INC.

Corporate name / Dénomination sociale

1497664-9

Corporation number / Numéro de société

I HEREBY CERTIFY that the above-named corporation resulted from an amalgamation, under section 185 of the *Canada Business Corporations Act*, of the corporations set out in the attached articles of amalgamation.

JE CERTIFIE que la société susmentionnée est issue d'une fusion, en vertu de l'article 185 de la *Loi canadienne sur les sociétés par actions*, des sociétés dont les dénominations apparaissent dans les statuts de fusion ci-joints.

Hantz Prosper

Director / Directeur

2023-05-01

Date of Amalgamation (YYYY-MM-DD)
Date de fusion (AAAA-MM-JJ)

Canada

PATENT

REEL: 063913 FRAME: 0014



Canada Business Corporations Act (CBCA)
FORM 9
ARTICLES OF AMALGAMATION
(Section 185)

1 - Corporate name of the amalgamated corporation

PROTAIR-X TECHNOLOGIES INC.
TECHNOLOGIES PROTAIR-X INC.

2 - The province or territory in Canada where the registered office is situated (do not indicate the full address)

Ontario

3 - The classes and any maximum number of shares that the corporation is authorized to issue

See attached Schedule "A"

4 - Restrictions, if any, on share transfers

See attached Schedule "B"

5 - Minimum and maximum number of directors (for a fixed number of directors, indicate the same number in both boxes)

Minimum number

1

Maximum number

10

6 - Restrictions, if any, on the business the corporation may carry on

None.

7 - Other provisions, if any

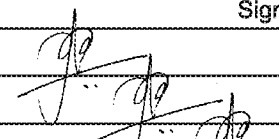
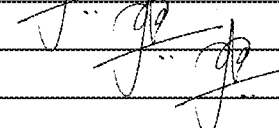
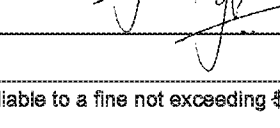
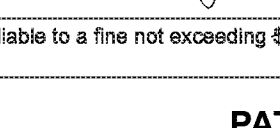
See attached Schedule "C"

8 - The amalgamation has been approved pursuant to that section or subsection of the Act which is indicated as follows:

<input type="radio"/>	183 - Long form: approved by special resolution of shareholders	<input checked="" type="radio"/>	184(1) - Vertical short-form: approved by resolution of directors	<input type="radio"/>	184(2) - Horizontal short-form: approved by resolution of directors
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9 - Declaration

I hereby certify that I am a director or an authorized officer of the following corporation:

Name of the amalgamating corporations	Corporation number	Signature
PROTAIR-X TECHNOLOGIES INC. TECHNOLOGIES PROTAIR-X INC.	9 13 507 - 3	 Devdatt Bhangui
Protair-X Canada, Inc.	14 6 13 88 - 1	 Devdatt Bhangui
Protair-X Systems, Inc.	14 6 140 1 - 1	 Devdatt Bhangui
PROTAIR-X ENVIRONMENTAL & AIR SOLUTIONS INC. SOLUTIONS POUR L'AIR ET L'ENVIRONNEMENT PROTAIR-X INC.	9 24 163 - 9	 Devdatt Bhangui

Note: Misrepresentation constitutes an offence and, on summary conviction, a person is liable to a fine not exceeding \$5,000 or to imprisonment for a term not exceeding six months or to both (subsection 250(1) of the CBCA).

Canada Business Corporations Act (CBCA)
FORM 9
ARTICLES OF AMALGAMATION
(Section 185)

Annex

9 - Declaration

I hereby certify that I am a director or an authorized officer of the following corporation:

[illegible]

SCHEDULE "A"

CLASSES AND MAXIMUM NUMBER OF SHARES AUTHORIZED

The capital stock of the Corporation shall consist of an unlimited number of each of the following classes of shares, all without nominal or par value:

Class A shares
Class B shares
Class C shares
Class D shares
Class E shares
Class F shares

Such shares shall be subject to the rights, privileges, restrictions and conditions as hereinafter provided.

1. CLASS A SHARES

- 1.1 The holders of Class A shares shall be entitled to receive notice of, and to attend and to vote at all meetings of Shareholders, except meetings at which only holders of a specified class of shares are entitled to vote.
- 1.2 Subject to the prior rights of the holders of Class C shares, Class D shares, Class E shares and Class F shares, as hereinafter set forth, the holders of Class A shares shall be entitled to receive the remaining property of the Corporation upon dissolution *pari passu* with the holders of Class B shares.
- 1.3 The holders of Class A shares shall be entitled to receive a non-cumulative dividend payable at such time, in such manner and in such amount as the Directors may determine in their discretion, provided a similar dividend be declared and paid simultaneously on Class B shares.

2. CLASS B SHARES

- 2.1 Subject to the *Canada Business Corporations Act* ("**CBCA**"), the holders of Class B shares shall not have any voting rights for the election of Directors or for any other purpose, nor shall they be entitled to notice of, or to attend Shareholders' meetings.
- 2.2 Subject to the prior rights of the holders of Class C shares, Class D shares, Class E shares and Class F shares, as hereinafter set forth, the holders of Class B shares shall be entitled to receive the remaining property of the Corporation upon dissolution, *pari passu* with the holders of Class A shares.
- 2.3 The holders of Class B shares shall be entitled to receive a non-cumulative dividend payable at such time, in such manner and in such amount as the Directors may determine in their discretion, provided a similar dividend be declared and paid simultaneously on Class A shares.

3. CLASS C SHARES

- 3.1 The holders of Class C shares shall be entitled to receive notice of, and to attend and to vote at all meetings of Shareholders, except meetings at which only holders of a specified class of shares are entitled to vote.
- 3.2 Save and except for such dividends or distributions as are expressly contemplated in this Section 3, the holders of Class C shares shall not be entitled to participate in any earnings or profits of the Corporation or any increase in value of its assets.
- 3.3 The holders of Class C shares shall be entitled to receive a non-cumulative dividend payable at such time, in such manner and in such amounts as the Directors may determine in their discretion.
- 3.4 The Corporation may purchase or redeem the whole or any part of Class C shares on payment, for each such share to be redeemed, of an amount equal to one hundred percent (100%) of the issue price thereof, as defined in Section 9 hereof, together with all dividends declared thereon and unpaid, at any time, at the option of the Directors of the Corporation, upon a notice of seven days, without the consent of the holders thereof, and if less than the whole amount of the outstanding Class C shares shall be so redeemed, the shares to be redeemed shall be selected *pro rata* or by lot in such manner as the Directors may determine.
- 3.5 Upon dissolution of the Corporation, the holders of the issued and outstanding Class C shares shall be entitled to receive an amount equal to one hundred percent (100%) of the issue price thereof, as defined in Section 9 hereof, together with all dividends declared thereon and unpaid, and no more, the whole in priority to the distribution of any property to the holders of Class A shares, Class B shares, Class D shares, Class E shares and Class F shares.

4. CLASS D SHARES

- 4.1 Subject to the CBCA, the holders of Class D shares, as such, shall not have any voting rights for the election of Directors or for any other purpose, nor shall they be entitled to notice of, or to attend Shareholders' meetings.
- 4.2 Save and except for such dividends or distributions as are expressly contemplated in this Section 4, the holders of Class D shares shall not be entitled to participate in any earnings or profits of the Corporation or any increase in value of its assets.
- 4.3 The holders of Class D shares shall be entitled to receive a non-cumulative dividend payable at such time, in such manner and in such amount as the Directors may determine in their discretion.
- 4.4 The Corporation may purchase or redeem the whole or any part of Class D shares on payment, for each such share to be redeemed, of an amount equal to one hundred percent (100%) of the issue price thereof, as defined in Section 9 hereof, together with all dividends declared thereon and unpaid, at any time at the option of the Directors of the Corporation upon a notice of seven days, without the consent of the holders thereof, and if less than the

whole amount of the outstanding Class D shares shall be so redeemed, the shares to be redeemed shall be selected *pro rata* or by lot in such manner as the Directors may determine.

- 4.5 Upon dissolution of the Corporation, the holders of the issued and outstanding Class D shares shall be entitled to receive an amount equal to one hundred percent 100% of the issue price thereof, as defined in Section 9 hereof, together with any dividends declared thereon and unpaid, and no more, the whole in priority to the distribution of any property to the holders of Class A shares, Class B shares, Class E shares and Class F shares.

5. CLASS E SHARES

- 5.1 The holders of Class E shares shall be entitled to receive notice of, and to attend and to vote at all meetings of Shareholders, except meetings at which only holders of a specified class of shares are entitled to vote.
- 5.2 Save and except for such dividends or distributions as are expressly contemplated in this Section 5, the holders of Class E shares shall not be entitled to participate in any earnings or profits of the Corporation or any increase in value of its assets.
- 5.3 The holders of Class E shares shall be entitled to receive a non-cumulative dividend payable at such time, in such manner and in such amount as the Directors may determine in their discretion.
- 5.4 The Corporation may purchase or redeem the whole or any part of Class E shares on payment, for each such share to be redeemed, of an amount equal to one hundred percent (100%) of the issue price thereof, as defined in Section 9 hereof, together with all dividends declared thereon and unpaid, at any time at the option of the Directors of the Corporation upon a notice of seven days, without the consent of the holders thereof, and if less than the whole amount of the outstanding Class E shares shall be so redeemed, the shares to be redeemed shall be selected *pro rata* or by lot in such manner as the Directors may determine.
- 5.5 Any holder of Class E shares may, upon giving to the Corporation at its last registered head office address a notice in writing to that effect, cause the Corporation to redeem or, at the Corporation's option, to repurchase such number of Class E shares as shall be specified in said notice at a price equal to one hundred percent (100%) of the issue price thereof, as defined in Section 9 hereof. Payment of the redemption or the purchase price, as the case may be, shall be made at the place designated in said notice on the 15th business day following receipt by the Corporation of such notice. Such notice, if addressed by prepaid registered mail to the last known registered office of the Corporation, shall be conclusively deemed to have been received by the Corporation on

the third business day next following the posting thereof, if posted in Canada, and on the fifth business day next following the posting thereof, if posted elsewhere.

- 5.6 Upon dissolution of the Corporation, the holders of the issued and outstanding Class E shares shall be entitled to receive an amount equal to one hundred percent (100%) of the issue price thereof, as defined in Section 9 hereof, together with all dividends declared

thereon and unpaid, and no more, the whole in priority to the distribution of any property to the holders of Class A shares, Class B shares and Class F shares.

6. CLASS F SHARES

- 6.1 Subject to the CBCA, the holders of Class F shares shall not have any voting rights for the election of Directors or for any other purpose, nor shall they be entitled to notice of, or to attend Shareholders' meetings.
- 6.2 Save and except for such dividends or distributions as are expressly contemplated in this Section 6, the holders of Class F shares shall not be entitled to participate in any earnings or profits of the Corporation or any increase in value of its assets.
- 6.3 The holders of Class F shares shall be entitled to receive a non-cumulative dividend payable at such time, in such manner and in such amount as the Directors may determine in their discretion.
- 6.4 The Corporation may purchase or redeem the whole or any part of Class F shares on payment, for each such share to be redeemed, of an amount equal to one hundred percent (100%) of the issue price thereof, as defined in Section 9 hereof, together with all dividends declared thereon and unpaid, at any time at the option of the Directors of the Corporation upon a notice of seven days, without the consent of the holders thereof, and if less than the whole amount of the outstanding Class F shares shall be so redeemed, the shares to be redeemed shall be selected *pro rata* or by lot in such manner as the Directors may determine.
- 6.5 Any holder of Class F shares may, upon giving to the Corporation at its last registered head office address a notice in writing to that effect, cause the Corporation to redeem or, at the Corporation's option, to repurchase such number of Class F shares as shall be specified in said notice at a price equal to one hundred percent (100%) of the issue price thereof, as defined in Section 9. Payment of the redemption or the purchase price, as the case may be, shall be made at the place designated in said notice on the 15th business day following receipt by the Corporation of such notice. Such notice, if addressed by prepaid registered mail to the last known registered office of the Corporation, shall be conclusively deemed to have been received by the Corporation on the third business day next following the posting thereof, if posted in Canada, and on the fifth business day next following the posting thereof, if posted elsewhere.
- 6.6 Upon dissolution of the Corporation, the holders of the issued and outstanding Class F shares shall be entitled to receive an amount equal to one hundred percent (100%) of the issue price thereof, as defined in Section 9 hereof, together with any dividends declared thereon and unpaid, and no more, the whole in priority to the distribution of any property to the holders of Class A shares and Class B shares.

7. CHANGES IN CAPITAL STRUCTURE OF THE CORPORATION

Subject to the provisions of the CBCA, the provisions herein contained in this Schedule 1 shall not be repealed, modified or altered, nor shall any other class of shares be created, unless effected by special resolution of the Corporation, duly passed and sanctioned as then

required by law, and in addition, approved by at least two-thirds of the votes cast at a special general meeting of each class of shares and separate meetings shall be held with respect to each such class or in lieu of such meetings approved in writing by the holders of all outstanding shares in the Corporation.

8. CONTRIBUTION IN EXCESS OF ISSUE PRICE

In the event that amounts are contributed to the Corporation in respect of any class of shares of the Corporation which amounts are in excess of the amount added to the stated capital account of such class of shares in respect of the property or shares acquired by the Corporation and in respect of which acquisition such amounts were contributed, then such excess over the amount added to the stated capital amount shall accrue to the benefit of that class of shares in respect of which such contribution has been made, the whole notwithstanding any provisions herein contained to the contrary.

9. DEFINITION OF ISSUE PRICE

The term "issue price" of any shares, as used herein, shall mean the aggregate of the consideration for which such shares have been issued and in the event that such shares have been issued in consideration of property or past services, an amount equal to the fair equivalent of the cash that the Corporation would have received if the shares had been issued for cash.

SCHEDULE "B"

RESTRICTIONS ON SHARE TRANSFERS

No shares of the capital of the Corporation shall be transferred without the consent of the Directors of the Corporation, which consent shall be evidenced by a resolution of the Directors and recorded in the books of the Corporation or the consent of the holders of the majority of the outstanding shares of the Corporation carrying voting rights.

SCHEDULE "C"
OTHER PROVISIONS

Borrowing Powers

The directors of the Corporation may, without the authorization of the shareholders:

1. borrow money upon the credit of the Corporation;
2. issue, reissue, sell, pledge or hypothecate debt obligations of the Corporation;
3. give a guarantee on behalf of the Corporation to secure performance of any obligation of any person;
4. mortgage, hypothecate, pledge or otherwise create a security interest in all or any property of the Corporation, owned or subsequently acquired, to secure any obligation of the Corporation; and

the directors may, by resolution, delegate such powers, to such extent and in such manner as may be set out in such resolution or the by-laws of the Corporation.

Restriction on transfer of securities

As long as the Corporation qualifies as a "private issuer" within the meaning of *Regulation 45106 respecting prospectus and registration exemptions*, no transfer of securities (other than nonconvertible debt securities) of the Corporation shall occur without the consent of the directors of the Corporation, evidenced by a resolution of the directors recorded in the books of the Corporation, or the consent of the holders of the majority of the outstanding shares of the Corporation carrying voting rights.