

PATENT ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

Assignment ID: PATI325851

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	04/03/2023
CONVEYING PARTY DATA	
Name	Execution Date
Payton Merger Sub I, Inc.	04/03/2023
RECEIVING PARTY DATA	
Company Name:	MUMPS AudioFAX, Inc
Street Address:	744 W. Lancaster Avenue, Suite 250
City:	Wayne
State/Country:	PENNSYLVANIA
Postal Code:	19087
PROPERTY NUMBERS Total: 1	
Property Type	Number
Patent Number:	6088429
CORRESPONDENCE DATA	
Fax Number:	9789277477
<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:	9789277377
Email:	agg@ProtectInventions.com
Correspondent Name:	Antoinette G Giugliano
Address Line 1:	234 Causeway St, #1002
Address Line 4:	Boston, MASSACHUSETTS 02114
ATTORNEY DOCKET NUMBER:	0343.0019-000
NAME OF SUBMITTER:	antoinette Giugliano
SIGNATURE:	antoinette Giugliano
DATE SIGNED:	06/26/2024
Total Attachments: 8	
source=Merger1Payton1toMumps#page5.tiff	
source=Merger1Payton1toMumps#page8.tiff	
source=Merger1Payton1toMumps#page3.tiff	
source=Merger1Payton1toMumps#page7.tiff	
source=Merger1Payton1toMumps#page6.tiff	

source=Merger1Payton1toMumps#page2.tiff

source=Merger1Payton1toMumps#page4.tiff

source=Merger1Payton1toMumps#page1.tiff

PENNSYLVANIA DEPARTMENT OF STATE
BUREAU OF CORPORATIONS AND CHARITABLE ORGANIZATIONS

Pennsylvania Department of State
-FILED-

Return document by mail to: _____

Return document by email to: _____

Statement
DSC
(7/2023)



335

Amendment #: 0012931941
Date Filed: 4/3/2023

Read all instructions prior to completing.

Fee: \$70 plus \$40 for *each* association that is a party to the merger
The minimum amount to be submitted with this filing is \$150

In compliance with the requirements of the applicable provisions of 15 Pa.C.S. § 335 (relating to Statement of merger), the undersigned, desiring to effect a merger, hereby states that:

A. For the surviving association:

1. The name of the surviving association is: MUMPS AudioFax, Inc.
2. The jurisdiction of formation of the surviving association: Pennsylvania
3. The type of association of the surviving association is (check only one):
 - Business Corporation
 - Nonprofit Corporation
 - Limited Liability Company
 - Limited Partnership
 - Limited Liability (General) Partnership
 - Limited Liability Limited Partnership
 - Business Trust
 - Professional Association
 - Other _____

PA DEPT OF STATE

APR 03 2023

38548-8896 04/03/2023 10:05 AM Received by Pennsylvania Department of State

4. The surviving association is a (check only one box, provide address and follow instructions for attachments):

- Domestic (Pennsylvania) filing entity already in existence on Department of State records
If applicable, attach to this Statement any amendment to its public organic record approved as part of the plan of merger.
- NEW domestic (Pennsylvania) filing entity (includes limited liability limited partnership)
Attach to this Statement the public organic record of the new entity.
- Foreign filing association or foreign limited liability partnership already registered with the Department.
If applicable, attach to this Statement any amendment to or transfer of its foreign registration approved as part of the plan of merger.
- Foreign filing association or foreign limited liability partnership simultaneously seeking registration with the Department of State
Attach to this Statement a completed form DSCB:15-412 (Foreign Registration Statement) with applicable fee and attachments.

Its current registered office address. Complete part (a) OR (b) – not both:

(a) 37 West Ave Ste 203 Wayne PA 19087-0 Delaware
 Number and street City State Zip County

(b) c/o: _____
 Name of Commercial Registered Office Provider County

- NEW domestic (Pennsylvania) limited liability partnership or electing partnership
Attach completed DSCB:15-8201 (Statement of Registration) or DSCB:15-8701A (Statement of Election)
- Domestic association that is not a domestic filing association
Attach to this Statement tax clearance certificates.

The address, including street and number, if any, of its principal office:

 Number and street City State Zip County

- Foreign association that is not, and will not, be registered with the Department of State
Attach to this Statement tax clearance certificates.

The address, including street and number, if any, of its registered or similar office, if any, required to be maintained by the law of its jurisdiction of formation; or if it is not required to maintain a registered or similar office, its principal office:

 Number and street City State Zip

B8548-8898 04/03/2023 10:05 AM Received by Pennsylvania Department of State

B. For the merging association(s) that are not surviving the merger:

1. The name of the merging association is: Payton Merger Sub I, Inc.

2. The jurisdiction of formation of the merging association: Pennsylvania

3. The type of association is (check only one):

- | | | |
|--|--|---|
| <input checked="" type="checkbox"/> Business Corporation | <input type="checkbox"/> Limited Partnership | <input type="checkbox"/> Business Trust |
| <input type="checkbox"/> Nonprofit Corporation | <input type="checkbox"/> Limited Liability (General) Partnership | <input type="checkbox"/> Professional Association |
| <input type="checkbox"/> Limited Liability Company | <input type="checkbox"/> Limited Liability Limited Partnership | <input type="checkbox"/> Other _____ |

4. Check and complete one of the following addresses.

<input checked="" type="checkbox"/>		<p>If the merging association is a domestic filing association, domestic limited liability partnership or registered foreign association, the current registered office address as on file with the Department of State. Complete part (a) OR (b) – not both:</p>				
	(a)	_____	_____	_____	_____	_____
		Number and street	City	State	Zip	County
	(b) c/o:	C T Corporation Systems			Dauphin	
		Name of Commercial Registered Office Provider			County	
<input type="checkbox"/>		<p>If the merging association is a domestic association that is not a domestic filing association or limited liability partnership, the address, including street and number, if any, of its principal office:</p>				
		_____	_____	_____	_____	_____
		Number and street	City	State	Zip	County
<input type="checkbox"/>		<p>If the merging association is a nonregistered foreign association, the address, including street and number, if any, of its registered or similar office, if any, required to be maintained by the law of its jurisdiction of formation; or if it is not required to maintain a registered or similar office, its principal office address:</p>				
		_____	_____	_____	_____	
		Number and street	City	State	Zip	

Use Statement of Merger – Addendum (DSCB:15-335AD)
for additional merging parties that are not surviving the merger.

DSCB:15-335-4

C. Effective date of statement of merger (check, and if appropriate complete, one of the following):

- This Statement of Merger shall be effective upon filing in the Department of State.
- This Statement of Merger shall be effective on: _____ at _____

Date (MM/DD/YYYY)

Hour (if any)

D. Approval of merger by merging associations (check all applicable statement(s)):

- For domestic entities – The merger was approved in accordance with 15 Pa.C.S. Chapter 3, Subchapter C (relating to merger).
- For foreign associations – The merger was approved in accordance with the laws of the jurisdiction of formation.
- For domestic associations that are not domestic entities – The merger was approved by the interest holders of the merging association in the manner required by its organic law.

E. Attachments (see Instructions for required and optional attachments).

IN TESTIMONY WHEREOF, the undersigned merging associations have caused this Statement of Merger to be signed by duly authorized officers thereof this 3rd day of April, 2023.

Payton Merger Sub I, Inc.

Name of Merging Association

DocuSigned by:
Justin Willard

Signature

President

Title

MUMPS AudioFAX, Inc.

Name of Merging Association

Digitally signed by Badra Berkane
Date: 2023.03.16 14:46:49
-04'00'

Badra Berkane

Signature


President

Title

2023-03-16 10:05 AM Received by Pennsylvania Department of State

PENNSYLVANIA DEPARTMENT OF STATE
BUREAU OF CORPORATIONS AND CHARITABLE ORGANIZATIONS

B0548-0100 04/03/2023 10:05 AM Received by Pennsylvania Department of State

<input type="checkbox"/> Return document by mail to: Name: <u>PENNCORP SERVICEGROUP</u> Address: <u>COUNTER PICK UP (91414)</u> City: _____ State: _____ Zip Code: _____ <input type="checkbox"/> Return document by email to: _____	Articles of Amendment Domestic Corporation DSCB:15-1915/5915 (rev. 7/2015)  1915
--	--

Read all instructions prior to completing. This form may be submitted online at <https://www.corporations.pa.gov/>.

Fee: \$70

Check one: Business Corporation (§ 1915) Nonprofit Corporation (§ 5915)

In compliance with the requirements of the applicable provisions (relating to articles of amendment), the undersigned, desiring to amend its articles, hereby states that:

1. The name of the corporation is:
MUMPS AudioFAX, Inc.

2. The (a) address of this corporation's current registered office in this Commonwealth or (b) name of its commercial registered office provider and the county of venue is:
(Complete only (a) or (b), not both)

(a) Number and Street	City	State	Zip	County
<u>37 West Ave Ste 203</u>	<u>Wayne</u>	<u>PA</u>	<u>19087-0</u>	<u>Delaware County</u>

(b) Name of Commercial Registered Office Provider _____ County _____
c/o: _____

3. The statute by or under which it was incorporated: 15 Pa.C.S. Section 1306

4. The date of its incorporation: 03/04/1994
(MM/DD/YYYY)

5. Check, and if appropriate complete, one of the following:

The amendment shall be effective upon filing these Articles of Amendment in the Department of State.

The amendment shall be effective on: _____ at _____
Date (MM/DD/YYYY) Hour (if any)

6. Check one of the following:

The amendment was adopted by the shareholders or members pursuant to 15 Pa.C.S. § 1914(a) and (b) or § 5914(a).

The amendment was adopted by the board of directors pursuant to 15 Pa. C.S. § 1914(c) or § 5914(b).

7. Check, and if appropriate complete, one of the following:

The amendment adopted by the corporation, set forth in full, is as follows

The amendment adopted by the corporation is set forth in full in Exhibit A attached hereto and made a part hereof.

8. Check if the amendment restates the Articles:

The restated Articles of Incorporation supersede the original articles and all amendments thereto.

IN TESTIMONY WHEREOF, the undersigned corporation has caused these Articles of Amendment to be signed by a duly authorized officer thereof this

3rd day of April, 2023.

MUMPS AudioFax, Inc.

Badra Berkane Name of Corporation
Digitally signed by Badra Berkane
Date: 2023.03.16 14:44:24 -04'00'

Signature

President Title

88548-0182 04/03/2023 10:05 AM Received by Pennsylvania Department of State

EXHIBIT A
AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
MUMPS AUDIOFAX, INC.

In compliance with the requirements of the applicable provisions (relating to amendment of articles of incorporation), the corporation hereby desires to amend and restate its Articles of Incorporation in their entirety as follows:

Article 1

The name of the corporation is MUMPS AudioFax, Inc. (the "Corporation").

Article 2

The address of the Corporation's current registered office in this Commonwealth is 37 West Ave Ste 203, Wayne, PA 19087-0, Delaware County.

Article 3

This Corporation is incorporated under the provisions of the Business Corporation Law of 1988 (the "BCL").

Article 4

The corporation is incorporated for the purpose of engaging in, and doing any lawful act concerning any or all lawful business for which corporations may be incorporated under the BCL, including, but not limited to, manufacturing, processing, owning, using, and dealing in personal property of every class and description, engaging in research and development, furnishing services, and acquiring, owning, using, and disposing of real property of any nature whatsoever.

Article 5

The Corporation is organized on a stock share basis. The aggregate number of shares the Corporation is authorized to issue is 1,000 shares of Common Stock. The par value of each of the shares is \$0.001 per share.

The board of directors shall have the full authority permitted by law to divide the authorized and unissued shares into classes or series, or both, and to determine for any such class or series its designation and the number of shares of the class or series and the voting rights, preferences, limitations and special rights, if any, of the shares of the class or series.

Any or all classes and series of shares, or any part thereof, may be represented by certificates or may be uncertificated shares, provided, however, that any shares represented by a certificate that are issued and outstanding shall continue to be represented thereby until the certificate is surrendered to the Corporation. The rights and obligations of the holders of shares represented by certificates and the rights and obligations of the holders of uncertificated shares of the same class and series shall be identical.

Article 6

ACTIVE/120643808.2

In all elections for directors, each shareholder entitled to vote shall be entitled to only one vote for each share held, it being intended hereby to deny to each shareholder of this Corporation the right of cumulative voting in the election of directors.

Article 7

This document becomes effective upon filing with the Pennsylvania Department of State.

Article 8

No director or officer of the Corporation shall be personally liable to the Corporation or any of its stockholders for monetary damages arising out of such director's or officer's breach of fiduciary duty as a director or officer of the Corporation, as the case may be, except to the extent that elimination of such liability is not permitted by the BCL, as the same exists or may hereafter be amended.

The directors and officers of the Corporation are entitled to indemnification and the advancement of expenses to the fullest extent permitted by the BCL, as the same may be amended from time to time. The terms and conditions of such indemnification and advancement of expenses may be set forth in the Corporation's Bylaws, as amended or modified from time to time.