

## PATENT ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

Assignment ID: PATI712162

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT
<b>NATURE OF CONVEYANCE:</b>	ASSIGNMENT
<b>CONVEYING PARTY DATA</b>	
<b>Name</b>	<b>Execution Date</b>
MICROFABRICA INC.	08/09/2024
<b>RECEIVING PARTY DATA</b>	
<b>Company Name:</b>	TECHNOPROBE AMERICA INC.
<b>Street Address:</b>	7911 Haskell Avenue
<b>City:</b>	Van Nuys
<b>State/Country:</b>	CALIFORNIA
<b>Postal Code:</b>	91406
<b>PROPERTY NUMBERS Total: 12</b>	
<b>Property Type</b>	<b>Number</b>
Application Number:	18299648
Application Number:	18382406
Application Number:	18518116
Application Number:	17888384
Application Number:	17898446
PCT Number:	US2330258
PCT Number:	US2329646
PCT Number:	US2329647
PCT Number:	US2329649
PCT Number:	US2328978
PCT Number:	US2328980
PCT Number:	US2330219
<b>CORRESPONDENCE DATA</b>	
<b>Fax Number:</b>	3034732720
<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>	
<b>Phone:</b>	(303)473-2700
<b>Email:</b>	sk_fredrickson@hollandhart.com
<b>Correspondent Name:</b>	Staci Fredrickson
<b>Address Line 1:</b>	P.O. Box 11583
<b>Address Line 4:</b>	Salt Lake City, UTAH 84147

<b>ATTORNEY DOCKET NUMBER:</b>	Microfabrica-Technoprobe
<b>NAME OF SUBMITTER:</b>	Staci Fredrickson
<b>SIGNATURE:</b>	Staci Fredrickson
<b>DATE SIGNED:</b>	12/20/2024
<b>Total Attachments: 11</b> source=MFT002QTR-Merger document#page1.tiff source=MFT002QTR-Merger document#page2.tiff source=MFT002QTR-Merger document#page3.tiff source=MFT002QTR-Merger document#page4.tiff source=MFT002QTR-Merger document#page5.tiff source=MFT002QTR-Merger document#page6.tiff source=MFT002QTR-Merger document#page7.tiff source=MFT002QTR-Merger document#page8.tiff source=MFT002QTR-Merger document#page9.tiff source=MFT002QTR-Merger document#page10.tiff source=MFT002QTR-Merger document#page11.tiff	

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**-FILED-**

File No.: BA20241753842

Date Filed: 10/1/2024

**AGREEMENT AND PLAN OF MERGER**

**E**

**P** This Agreement and Plan of Merger ("Agreement") is made between Technoprobe America Inc., a California corporation with entity number 2145105 ("Surviving Entity"), and Microfabrica Inc., a California corporation with entity number 2145105 ("Microfabrica") (the "Merging Entity"). The Surviving Entity and the Merging Entity are sometimes referred to as the "Constituent Entities".

The Constituent Entities agree as follows:

1. Merging Entity.

(a) Microfabrica is duly incorporated, existing and in good standing under the laws of the State of California.

2. Surviving Entity. The Surviving Entity is duly incorporated, existing, and in good standing under the laws of the State of California.

3. Merger.

(a) Microfabrica shall initiate the process to be merged with and into the Surviving Entity, with the Surviving Entity surviving the merger, pursuant to the filing of this Agreement and certain other ancillary documents (collectively, the "Merger Documents" and the merger contemplated therein, the "Merger") with the Office of the Secretary of State of the State of California. The Merging Entity's separate existence shall cease on the effective date of the Merger, which shall be the date on which the Merger Documents are accepted for filing by the Office of the Secretary of State of the State of California. Without any other transfer or documentation, on the effective date of the Merger, the Surviving Entity shall (i) succeed to all of the Merging Entity's rights and property; and (ii) be subject to all of the Merging Entity's liabilities and obligations.

(b) Notwithstanding the above, after the effective date of the Merger, the Surviving Entity's board of directors and officers may perform any acts necessary or desirable to vest or confirm the Surviving Entity's possession of and title to any property or rights of the Merging Entities, or otherwise carry out this Agreement's purposes. This includes execution and delivery of deeds, assurances, assignments, or other instruments.

4. Conversion of Shares. By virtue of the Merger and without any action by any interest holder, upon the effective date of the Merger, each share of capital stock of the Merging Entity outstanding immediately prior to the effective date of the Merger shall be cancelled without consideration. The outstanding shares of capital stock of the Surviving Entity shall remain outstanding and are not affected by the Merger.

5. Abandonment of Merger. Any time prior to the effective date, the Merger may be abandoned without further obligation or liability by action of the board of directors of each Constituent Entity.

6. Counterparts. This Agreement may be executed in any number of counterparts, each of which shall constitute an original instrument.

*[Remainder of Page Intentionally Left Blank]*


PATENT

REEL: 069657 FRAME: 0476

IN WITNESS WHEREOF, the parties hereto have executed this Agreement by their respective duly authorized representatives, as of the date first written above.

**SURVIVING ENTITY**

**TECHNOPROBE AMERICA INC.,**  
a California corporation

By:   
Name: Stefano Felici  
Title: Chairman, Chief Executive Officer, Chief  
Financial Officer and Secretary

**MERGING ENTITY**

**MICROFABRICA INC.,**  
a California Corporation

By: \_\_\_\_\_  
Name: Eric Miller  
Title: President

By: \_\_\_\_\_  
Name: Steven Patz  
Title: Secretary

[Signature Page to Agreement and Plan of Merger]

B3013-4350 10/01/2024 9:33 AM Received by California Secretary of State

IN WITNESS WHEREOF, the parties hereto have executed this Agreement by their respective duly authorized representatives, as of the date first written above.

**SURVIVING ENTITY**

**TECHNOPROBE AMERICA INC.,**  
a California corporation

By: \_\_\_\_\_  
Name: Stefano Felici  
Title: Chairman, Chief Executive Officer, Chief  
Financial Officer and Secretary

**MERGING ENTITY**

**MICROFABRICA INC.,**  
a California Corporation

By: Eric Miller  
Name: Eric Miller  
Title: President

By: Steven Patz  
Name: Steven Patz  
Title: Secretary

[Signature Page to Agreement and Plan of Merger]

B3013-4351 10/01/2024 9:33 AM Received by California Secretary of State

**CERTIFICATE OF APPROVAL  
OF  
AGREEMENT OF MERGER  
OF  
TECHNOPROBE AMERICA INC.**

---

Chief Executive Officer and Secretary certify that:

1. They are the chairman, chief executive officer, chief financial officer and the secretary of Technoprobe America Inc., a California corporation (the "Corporation").
2. The principal terms of the Agreement of Merger in the form attached were duly approved by the board of directors and by the shareholders of the Corporation by a vote that equaled or exceeded the vote required.
3. The shareholder approval was by the holder of 100% of the outstanding shares of the Corporation.
4. There is only one class of shares of the Corporation (common stock), with the total number of authorized shares being 2,000,000 shares and the total number of shares issued and outstanding and being entitled to vote on the approval of the merger being 1,250,000 shares.

WE DECLARE under penalty of perjury under the laws of the State of California that the matters set forth in this certificate are true and correct of our own knowledge.

Date: August 9, 2024



Stefano Felici  
Chairman, Chief Executive Officer, Chief  
Financial Officer and Secretary

B3013-4352 10/01/2024 9:33 AM Received by California Secretary of State

**CERTIFICATE OF APPROVAL  
OF  
AGREEMENT OF MERGER  
OF  
MICROFABRICA INC.**


---


President and Secretary certify that:

1. They are the president and the secretary, respectively, of Microfabrica Inc., a California corporation (the "Corporation").
2. The principal terms of the Agreement of Merger in the form attached were duly approved by the board of directors and by the shareholders of the Corporation by a vote that equaled or exceeded the vote required.
3. The shareholder approval was by the holder of 100% of the outstanding shares of the Corporation.
4. There is only one class of shares of the Corporation (common stock), with the total number of authorized shares being 5,000 shares and the total number of shares issued and outstanding and being entitled to vote on the approval of the merger being 1,000 shares.

WE DECLARE under penalty of perjury under the laws of the State of California that the matters set forth in this certificate are true and correct of our own knowledge.

Date: August 9, 2024

  
Eric Miller, President

  
Steven Patz, Secretary



# California Secretary of State

Business Programs Division

1500 11th Street, Sacramento, CA 95814

Request Type: Certified Copies

Entity Name: TECHNOPROBE AMERICA INC

Formed In: CALIFORNIA

Entity No.: 3010029

Entity Type: Stock Corporation - CA - General

Issuance Date: 10/01/2024

Copies Requested: 1

Receipt No.: 008161433

Certificate No.: 252540919

## Document Listing

Reference #	Date Filed	Filing Description	Number of Pages
B3013-4349	10/01/2024	Merger - Qualified Survivor (single type)	5

\*\* \*\*\*\* \*\*\*\*\* \*\*\*\*\* End of list \*\*\*\*\* \*\*\*\*\* \*\*

I, SHIRLEY N. WEBER, PH.D., California Secretary of State, do hereby certify on the Issuance Date, the attached document(s) referenced above are true and correct copies and were filed in this office on the date(s) indicated above.



IN WITNESS WHEREOF, I execute this certificate and affix the Great Seal of the State of California on October 01, 2024.

SHIRLEY N. WEBER, PH.D.  
Secretary of State

To verify the issuance of this Certificate, use the Certificate No. above with the Secretary of State Certification Verification Search available at [bizfileOnline.sos.ca.gov](https://bizfileOnline.sos.ca.gov).



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File No.: BA20241753842

Date Filed: 10/1/2024

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*[Remainder of Page Intentionally Left Blank]*

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**SURVIVING ENTITY**

**TECHNOPROBE AMERICA INC.,**  
a California corporation

By:   
Name: Stefano Felici  
Title: Chairman, Chief Executive Officer, Chief  
Financial Officer and Secretary

**MERGING ENTITY**

**MICROFABRICA INC.,**  
a California Corporation

By: \_\_\_\_\_  
Name: Eric Miller  
Title: President

By: \_\_\_\_\_  
Name: Steven Patz  
Title: Secretary

[Signature Page to Agreement and Plan of Merger]

Certificate Verification No.: 252540919 Date: 10/01/2024

B3013-4350 10/01/2024 9:33 AM Received by California Secretary of State

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TECHNOPROBE AMERICA INC.,  
a California corporation

By: \_\_\_\_\_  
Name: Stefano Felici  
Title: Chairman, Chief Executive Officer, Chief  
Financial Officer and Secretary

MERGING ENTITY

MICROFABRICA INC.,  
a California Corporation

By: Eric Miller  
Name: Eric Miller  
Title: President

By: Steven Patz  
Name: Steven Patz  
Title: Secretary

[Signature Page to Agreement and Plan of Merger]

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AGREEMENT OF MERGER  
OF  
TECHNOPROBE AMERICA INC.**

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Date: August 9, 2024



Stefano Felici  
Chairman, Chief Executive Officer, Chief  
Financial Officer and Secretary


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AGREEMENT OF MERGER  
OF  
MICROFABRICA INC.

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Date: August 9, 2024

  
Eric Miller, President

  
Steven Patz, Secretary

Certificate Verification No.: 252540919 Date: 10/01/2024