

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM464856

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT
<b>NATURE OF CONVEYANCE:</b>	MERGER AND CHANGE OF NAME
<b>EFFECTIVE DATE:</b>	01/01/2017

## CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
KJ International Resources, Ltd.		12/19/2016	Corporation: DELAWARE

## NEWLY MERGED ENTITY DATA

Name	Execution Date	Entity Type
MERRILL BRINK INTERNATIONAL CORPORATION	12/19/2016	Corporation: MINNESOTA

## MERGED ENTITY'S NEW NAME (RECEIVING PARTY)

<b>Name:</b>	United Language Group, Inc.
<b>Street Address:</b>	1600 Utica Ave S
<b>City:</b>	Minneapolis
<b>State/Country:</b>	MINNESOTA
<b>Postal Code:</b>	55416
<b>Entity Type:</b>	Corporation: MINNESOTA

## PROPERTY NUMBERS Total: 2

Property Type	Number	Word Mark
<b>Registration Number:</b>	4446786	KJI LINK
<b>Registration Number:</b>	4414635	KJI

## CORRESPONDENCE DATA

## Fax Number:

*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: 612-492-7006

Email: sbell@fredlaw.com

Correspondent Name: Ann Dunn Wessberg

Address Line 1: 200 South Sixth Street, Suite 4000

Address Line 4: Minneapolis, MINNESOTA 55402

<b>NAME OF SUBMITTER:</b>	Ann Dunn Wessberg
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OP \$65.00 4446786

<b>SIGNATURE:</b>	/Ann Dunn Wessberg/
<b>DATE SIGNED:</b>	03/08/2018
<b>Total Attachments: 7</b> source=2016.12.21 Merrill - Filed Merger and Name Chg#page1.tif source=2016.12.21 Merrill - Filed Merger and Name Chg#page2.tif source=2016.12.21 Merrill - Filed Merger and Name Chg#page3.tif source=2016.12.21 Merrill - Filed Merger and Name Chg#page4.tif source=2016.12.21 Merrill - Filed Merger and Name Chg#page5.tif source=2016.12.21 Merrill - Filed Merger and Name Chg#page6.tif source=2016.12.21 Merrill - Filed Merger and Name Chg#page7.tif	

**Office of the Minnesota Secretary of State  
Certificate of Merger**

I, Steve Simon, Secretary of State of Minnesota, certify that: the documents required to effectuate a merger between the entities listed below and designating the surviving entity have been filed in this office on the date noted on this certificate.

Merger Filed Pursuant to Minnesota Statutes, Chapter: 302A

Home Jurisdiction and Names of Merging Entities:

DELAWARE: KJ INTERNATIONAL RESOURCES LTD.  
MINNESOTA: MERRILL BRINK INTERNATIONAL CORPORATION

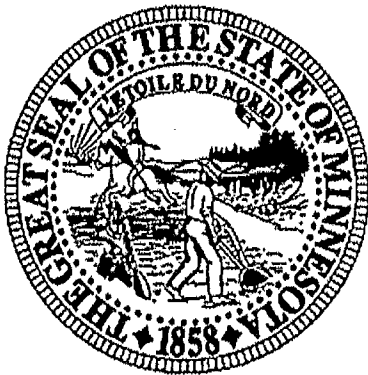
Home Jurisdiction and Name of Surviving Entity:

MINNESOTA: MERRILL BRINK INTERNATIONAL CORPORATION

Name of Surviving Entity after Effective Date of Merger:

UNITED LANGUAGE GROUP, INC.

This certificate has been issued on: 12/21/2016



*Steve Simon*

Steve Simon  
Secretary of State  
State of Minnesota



Minnesota

ARTICLES OF MERGER  
OF  
KJ INTERNATIONAL RESOURCES LTD., a Delaware corporation,  
INTO  
MERRILL BRINK INTERNATIONAL CORPORATION, a Minnesota corporation

Pursuant to the provisions of Section 302A.615 of the Minnesota Business Corporations Act (the "MBCA"), the following Articles of Merger are executed as of December 19, 2016:

1. The name and jurisdiction of organization of each of the constituent corporations are:

<u>Name of Merging Company</u>	<u>Jurisdiction</u>	<u>Entity Type</u>
KJ International Resources LTD. ("KJI")	Delaware	Corporation
<u>Name of Surviving Company</u>	<u>Jurisdiction</u>	<u>Entity Type</u>
Merrill Brink International Corporation ("MBI")	Minnesota	Corporation

2. The Agreement and Plan of Merger is attached hereto as Exhibit A (the "Plan of Merger") and incorporated herein by reference sets forth the terms and conditions of the merger, whereby KJI shall be merged with and into MBI.

3. The Plan of Merger has been adopted by MBI pursuant to Minnesota Statutes Chapter 302A, and by KJI pursuant to Section 252 of the Delaware General Corporation Law.

4. MBI shall be the surviving entity of the merger, and upon the effective date referenced in the Plan of Merger its name shall change to United Language Group, Inc.

*[Signature page follows]*

IN WITNESS WHEREOF, said surviving corporation has caused this certificate to be signed by an authorized officer, the 19 day of December, 2016.

**MERRILL BRINK INTERNATIONAL  
CORPORATION**

By: Karrie Willis  
Authorized Officer

Name: Karrie Willis

Title: Chief Financial Officer

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**EXHIBIT A****KJ INTERNATIONAL RESOURCES LTD., a Delaware corporation,  
INTO  
MERRILL BRINK INTERNATIONAL CORPORATION, a Minnesota corporation**

This AGREEMENT and PLAN OF MERGER ("Plan of Merger") is entered into by and between KJ International Resources LTD., a Delaware corporation, and Merrill Brink International Corporation, a Minnesota corporation, effective as of the date set forth below.

**ARTICLE 1.  
MERGER OF COMPANIES**

1.1 **Constituent Companies.** The names and addresses of the constituent companies are KJ International Resources LTD., a Delaware corporation ("KJI"), 1600 Utica Avenue South, Suite 750, Minneapolis, MN 55416, and Merrill Brink International Corporation, a Minnesota corporation ("MBI"), 1600 Utica Avenue South, Suite 750, Minneapolis, MN 55416. The constituent companies shall be combined by the merger of KJI with and into MBI, with MBI as the surviving corporation (the "Surviving Corporation"); pursuant to the applicable provisions of the Minnesota Business Corporation Act ("MBCA") and the Delaware General Corporation Law ("DGCL") (the "Merger").

The Plan of Merger has been approved, adopted, certified, executed and acknowledged by each of the aforesaid constituent entities in accordance with Section 252 of the DGCL, to wit, by MBI in accordance with the laws of the State of Minnesota and by KJI in the same manner as is provided in the DGCL.

The Plan of Merger is on file at the offices of MBI, located at 1600 Utica Avenue South, Suite 750, Minneapolis, MN 55416. A copy of the Agreement and Plan of Merger will be provided by the surviving entity upon request and without cost to any shareholder of any domestic corporation or any person holding an interest in any other business entity which is to merge or consolidate.

**ARTICLE 2.  
MEANS OF EFFECTING REORGANIZATION AND  
MERGER AND CONVERTING SHARES**

2.1 **The Merger.** The Merger shall become effective on January 1, 2017 at 12:01 a.m. (the "Effective Date"). On the Effective Date, KJI shall be merged with and into MBI in accordance with the provisions of the MBCA and the DGCL, whereupon the separate corporate existence of KJI shall cease, and MBI shall alone continue in existence as the Surviving Corporation. All transactions after the Effective Date shall be deemed transactions of and for the account of MBI as the Surviving Corporation.

2.2 **Succession.** As of the Effective Date, MBI shall succeed to and possess all rights, privileges, powers, franchises, assets, property, and immunities of both constituent companies. The title to any real property or any interest therein vested by deed or otherwise in either constituent company shall not revert or be in any way impaired by reason of the Merger. Further

provided, all rights of creditors and all liens upon any property of either of the constituent companies shall be preserved unimpaired, limited in lien to the property affected by such liens on the Effective Date, and all debts, liabilities, and duties of either of the constituent companies shall become those of MBI and may be enforced against it to the same extent as if such debts, liabilities and duties had been incurred or contracted by MBI.

2.3 Instruments of Further Assurance. If at any time after the Effective Date, the Surviving Corporation shall determine or be advised that any instrument of further assurance is needed in order to evidence the vesting in it of the title of any of the constituent companies to any of the property rights of the constituent companies, the appropriate officers or managers of the constituent companies are hereby authorized to execute, acknowledge and deliver all such instruments of further assurance and to do all acts or things, in the name of the constituent companies, as may be required or desirable to carry out the provisions of this Plan of Merger.

2.4 Exchange of Shares. Each and every share of common stock of KJI issued and outstanding immediately prior to the Effective Date shall be cancelled and extinguished.

### ARTICLE 3. ORGANIZATION OF THE SURVIVING CORPORATION

3.1 Articles of Incorporation. The Articles of Incorporation of MBI upon the Effective Date of the merger shall be the Articles of Incorporation of said Surviving Corporation, which upon Effective Date is to be amended to reflect the change of name of Surviving Corporation by striking out Article 1, thereof and by substituting in lieu of said Article the following new Article 1:

#### ARTICLE 1 - NAME

1.1) The name of the corporation shall be United Language Group, Inc.

and said Articles of Incorporation as so amended and changed shall continue to be the Articles of Incorporation of the Surviving Corporation until further amended and changed in accordance with the provisions of the MBCA.

3.2 Bylaws. The present Bylaws of the Surviving Corporation will be the Bylaws of said Surviving Corporation and will continue in full force and effect until changed, altered, or amended as therein provided and in the manner prescribed by the provisions of the MBCA.

3.3 Board of Directors, Officers of the Surviving Corporation. From and after the Effective Date, the Board of Directors and officers of the Surviving Corporation shall be the Board of Directors and officers of MBI.

*[Signature page follows]*

IN WITNESS WHEREOF, the undersigned swear that the foregoing is true and accurate and that they have the authority to sign these Articles of Merger on behalf of the respective corporations.

**MERRILL BRINK INTERNATIONAL CORPORATION**

By: Karrie Willis  
Authorized Officer

Name: Karrie Willis

Title: Chief Financial Officer

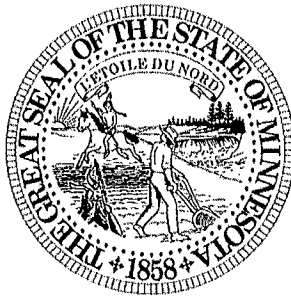
**KJ INTERNATIONAL RESOURCES LTD.**

By: Karrie Willis  
Authorized Officer

Name: Karrie Willis

Title: Chief Financial Officer





**File Numbers**

92238710004

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STATE OF MINNESOTA  
OFFICE OF THE SECRETARY OF STATE  
FILED

12/21/2016 11:59:00 PM

*Steve Simon*

Steve Simon  
Secretary of State