

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM530103

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT
<b>NATURE OF CONVEYANCE:</b>	MERGER
<b>EFFECTIVE DATE:</b>	06/28/2019

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
Vitech Systems Group, Inc.		06/28/2019	Corporation: NEW YORK

**RECEIVING PARTY DATA**

<b>Name:</b>	Vitech Systems Sub LLC
<b>Street Address:</b>	401 Park Avenue South, 12th Floor
<b>City:</b>	New York
<b>State/Country:</b>	NEW YORK
<b>Postal Code:</b>	10016
<b>Entity Type:</b>	Limited Liability Company: NEW YORK

**PROPERTY NUMBERS Total: 8**

Property Type	Number	Word Mark
Registration Number:	5411437	V3
Registration Number:	5411438	VITECH
Registration Number:	4609883	VITECH
Registration Number:	4609884	V3
Registration Number:	4710797	V3 SYSTEM
Registration Number:	4662463	VITECH V3
Registration Number:	4586304	GREAT SOFTWARE GREAT SOLUTIONS
Serial Number:	87804326	V3LOCITY

**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:** 212-819-2655  
**Email:** iprecordations@whitecase.com  
**Correspondent Name:** Peter Giovine/White & Case LLP  
**Address Line 1:** 1221 Avenue of the Americas  
**Address Line 4:** New York, NEW YORK 10020

<b>ATTORNEY DOCKET NUMBER:</b>	1112935-0084-BC15
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CH \$215.00 5411437

<b>NAME OF SUBMITTER:</b>	Peter Giovine
<b>SIGNATURE:</b>	/Peter Giovine/
<b>DATE SIGNED:</b>	07/01/2019
<b>Total Attachments: 8</b> source=USPTO - Certificate of Merger Filing (003)#page1.tif source=USPTO - Certificate of Merger Filing (003)#page2.tif source=USPTO - Certificate of Merger Filing (003)#page3.tif source=USPTO - Certificate of Merger Filing (003)#page4.tif source=USPTO - Certificate of Merger Filing (003)#page5.tif source=USPTO - Certificate of Merger Filing (003)#page6.tif source=USPTO - Certificate of Merger Filing (003)#page7.tif source=USPTO - Certificate of Merger Filing (003)#page8.tif	

***STATE OF NEW YORK***  
***DEPARTMENT OF STATE***

I hereby certify that the annexed copy has been compared with the original document in the custody of the Secretary of State and that the same is a true copy of said original.

WITNESS my hand and official seal of the  
Department of State, at the City of Albany, on  
June 28, 2019.

*Brendan C. Hughes*

Brendan C. Hughes  
Executive Deputy Secretary of State



**CERTIFICATE OF MERGER**  
**OF**  
**VITECH SYSTEMS GROUP, INC.**  
**AND**  
**VITECH SYSTEMS SUB LLC**  
**INTO**  
**VITECH SYSTEMS SUB LLC**

Under Section 1003 of the New York Limited Liability Company Law

**FIRST:** The names of the domestic entities that are to merge are as follows:

- (i) Vitech Systems Group, Inc., which is a business corporation incorporated under the laws of the State of New York; and
- (ii) Vitech Systems Sub LLC, which is a limited liability company organized under the laws of the State of New York.

**SECOND:** The initial certificate of incorporation of Vitech Systems Group, Inc. was filed by the Department of State on August 9, 1994.

**THIRD:** The initial articles of organization of Vitech Systems Sub LLC were filed by the Department of State on June 11, 2019.

**FOURTH:** The name of the surviving limited liability company is **Vitech Systems Sub LLC**.

**FIFTH:** An agreement of merger has been approved and executed by the domestic limited liability company and the domestic business corporation that are to merge pursuant to such agreement.

**SIXTH:** The Secretary of State of the State of New York is designated as agent of the surviving limited liability company upon whom process against it may be served. The post office address within the State of New York to which the Secretary of State shall mail a copy of any process against the limited liability company served upon him or her is:

401 Park Avenue South, 12<sup>th</sup> Floor  
New York, New York 10016

**SEVENTH:** The agreement of merger is on file at the following place of business of the surviving domestic limited liability company:

Vitech Systems Sub LLC  
401 Park Avenue South, 12<sup>th</sup> Floor  
New York, New York 10016

**EIGHTH:** A copy of the agreement of merger will be furnished by the surviving domestic limited liability company on request and without cost to any member of any domestic limited liability company or to any person holding an interest in any other business entity that is to merge pursuant to such agreement.

Signed on June 28, 2019.

VITECH SYSTEMS GROUP, INC.

By: /s/ Frank Vitiello  
Name: Frank Vitiello  
Title: Chief Executive Officer

VITECH SYSTEMS SUB LLC

By: Vitech Systems Holdings Inc., its Sole Member

By: /s/ James Vitiello  
Name: James Vitiello  
Title: Executive Vice President and Secretary

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**CERTIFICATE OF MERGER**  
**OF**  
**VITECH SYSTEMS GROUP, INC.**  
**AND**  
**VITECH SYSTEMS SUB LLC**  
**INTO**  
**VITECH SYSTEMS SUB LLC**

Under Section 1003 of the New York Limited Liability Company Law

FILED  
2019 JUN 29 AM 10: 29

RECEIVED  
2019 JUN 29 AM 9: 19  
CORPORATIONS  
DEPARTMENT OF STATE

*ldc*  
STATE OF NEW YORK  
DEPARTMENT OF STATE  
FILED JUN 28 2019  
TAX \$ 0  
BY: *al*

Filed by: Tal Hacoen, Esq.  
Orrick, Herrington & Sutcliffe LLP  
51 West 52<sup>nd</sup> Street  
New York, New York 10019

**DRAWDOWN  
DELANEY #30**

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***STATE OF NEW YORK***  
***DEPARTMENT OF STATE***

I hereby certify that the annexed copy has been compared with the original document in the custody of the Secretary of State and that the same is a true copy of said original.



WITNESS my hand and official seal of the  
Department of State, at the City of Albany,  
on June 12, 2019.

A handwritten signature in black ink, appearing to read "Whitney Clark".

Whitney Clark  
Deputy Secretary of State

Rev. 06/13



Division of Corporations,  
State Records and  
Uniform Commercial Code

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New York State  
Department of State  
DIVISION OF CORPORATIONS,  
STATE RECORDS AND  
UNIFORM COMMERCIAL CODE  
One Commerce Plaza  
99 Washington Ave.  
Albany, NY 12231-0001  
www.dos.ny.gov

*(This form must be printed or typed in black ink)*

## ARTICLES OF ORGANIZATION OF

Vitech Systems Sub LLC

*(Insert name of Limited Liability Company)*

Under Section 203 of the Limited Liability Company Law

FIRST: The name of the limited liability company is:

Vitech Systems Sub LLC

SECOND: The county within this state in which the office of the limited liability company is to be located is: New York County

THIRD: The Secretary of State is designated as agent of the limited liability company upon whom process against it may be served. The address within or without this state to which the Secretary of State shall mail a copy of any process against the limited liability company served upon him or her is:

401 Park Avenue South  
New York, NY 10016

FOURTH: The name and address of the Organizer is Jamie Shinn at Orrick, Herrington & Sutcliffe LLP, 51 West 52nd Street, New York, NY 10019. The powers of the Organizer shall terminate upon the filing of these Articles of Organization.

/s/ Jamie Shinn  
*(Signature of Organizer)*

Jamie Shinn  
*(Print or Type Name of Organizer)*



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ARTICLES OF ORGANIZATION  
OF

Vitech Systems Sub LLC

(Insert name of Limited Liability Company)

Under Section 203 of the Limited Liability Company Law

Filer's Name and Mailing Address:

Jamie Shinn

Name:

Orrick, Herrington & Sutcliffe LLP

Company, if Applicable:

51 West 52nd Street

Mailing Address:

New York, NY 10019

City, State and Zip Code:

100  
STATE OF NEW YORK  
DEPARTMENT OF STATE

FILED JUN 11 2019

TAX \$

BY: JW

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NOTES:

1. This form was prepared by the New York State Department of State for filing articles of organization for a domestic limited liability company. It does not contain all optional provisions under the law. You are not required to use this form. You may draft your own form or use forms available at legal stationery stores.
2. The Department of State recommends that legal documents be prepared under the guidance of an attorney.
3. The Limited Liability Company Law requires that the name end with "Limited Liability Company," "LLC" or "L.L.C." The name of the limited liability company must be uniformly stated throughout this certificate.
4. The filer may not be the limited liability company being formed.
5. The certificate must be submitted with a \$200 filing fee made payable to the Department of State.

(For Office Use Only)

DRAWDOWN  
DELANEY #30

RECEIVED

2019 JUN 11 PM 12:15

2019 JUN 11 PM 2:20

FILED

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**SCHEDULE**

**TRADEMARKS**

<b>Trademark</b>	<b>App. No.</b>	<b>App. Date</b>	<b>Reg. No.</b>	<b>Reg. Date</b>	<b>Previous Owner</b>	<b>Current Owner</b>
V3	87516834	05-JUL-2017	5411437	27-FEB-2018	Vitech Systems Group, Inc.	Vitech Systems Sub LLC
VITECH	87516872	05-JUL-2017	5411438	27-FEB-2018	Vitech Systems Group, Inc.	Vitech Systems Sub LLC
VITECH	86236791	31-MAR-2014	4609883	23-SEP-2014	Vitech Systems Group, Inc.	Vitech Systems Sub LLC
V3	86236843	31-MAR-2014	4609884	23-SEP-2014	Vitech Systems Group, Inc.	Vitech Systems Sub LLC
V3 SYSTEM	86236854	31-MAR-2014	4710797	31-MAR-2015	Vitech Systems Group, Inc.	Vitech Systems Sub LLC
VITECH V3	86236861	31-MAR-2014	4662463	30-DEC-2014	Vitech Systems Group, Inc.	Vitech Systems Sub LLC
GREAT SOFTWARE GREAT SOLUTIONS	86200732	21-FEB-2014	4586304	12-AUG-2014	Vitech Systems Group, Inc.	Vitech Systems Sub LLC
V3LOCITY	87804326	20-FEB-2018	N/A	N/A	Vitech Systems Group, Inc.	Vitech Systems Sub LLC