

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM584422

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER AND CHANGE OF NAME		
EFFECTIVE DATE:	12/28/2012		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Modera, Inc.		12/27/2012	Corporation: NEW JERSEY
NEWLY MERGED ENTITY DATA			
Name	Execution Date	Entity Type	
Back Bay Financial Group, Inc.	12/27/2012	Corporation: MASSACHUSETTS	
MERGED ENTITY'S NEW NAME (RECEIVING PARTY)			
Name:	Modera Capital, Inc.		
Street Address:	56 Jefferson Ave.		
City:	Westwood		
State/Country:	NEW JERSEY		
Postal Code:	07675		
Entity Type:	Corporation: NEW JERSEY		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Registration Number:	3822608	MODERA	
Registration Number:	3832529	MODERA WEALTH MANAGEMENT	
CORRESPONDENCE DATA			
Fax Number:	2016786305		
<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:	201-525-6305		
Email:	dgold@coleschotz.com		
Correspondent Name:	David S. Gold, Esq. (Cole Schotz P.C.)		
Address Line 1:	Court Plaza North, 25 Main Street		
Address Line 4:	Hackensack, NEW JERSEY 07601		
NAME OF SUBMITTER:	David S. Gold		
SIGNATURE:	/David S. Gold/		
DATE SIGNED:	07/02/2020		

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Total Attachments: 4

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0100201839

CERTIFICATE OF MERGER

OF

BACK BAY FINANCIAL GROUP, INC.

WITH AND INTO

MODERA, INC.

TO: New Jersey Division of Revenue
State of New Jersey

Pursuant to the provisions of Section 14A:10-4.1 of the New Jersey Business Corporation Act (the "Act"), it is hereby certified that:

1. Name and Jurisdiction of Organization of Each Entity which is to Merge.

Modera, Inc., a New Jersey corporation (the "Surviving Corporation"); and

Back Bay Financial Group, Inc., a Massachusetts corporation (the "Merging Corporation"). 0400482362

2. Name of Surviving Company. Modera, Inc. will continue its existence as the Surviving Corporation with the name "MODERA CAPITAL, INC." pursuant to the provisions of the Act.

3. Annexed hereto as Exhibit A and made a part hereof is the Agreement and Plan of Merger (the "Plan") for merging the Merging Corporation with and into the Surviving Corporation, as approved by the Board of Directors and the shareholders of each of said merging entities entitled to vote. The Plan is on file at the offices of the Surviving Corporation located at 56 Jefferson Avenue, 2nd Floor, Westwood, New Jersey 07673.

4. The shareholders and directors of the Merging Corporation approved of the Plan on December 27, 2012 pursuant to a joint written consent in lieu of a meeting. The shareholders and directors of the Surviving Corporation approved of the Plan on December 27, 2012 pursuant to a joint written consent in lieu of a meeting.

5. The number of issued and outstanding shares of the Merging Corporation which were entitled to vote at the time of the approval of the Plan by its shareholders was Two Hundred (200), all of which are of one class. The number of issued and outstanding shares of the Surviving Corporation which were entitled to vote at the time of the approval of the Plan by its shareholders was One Thousand (1,000), all of which are of one class.

6. The number of shares of the Merging Corporation which voted for and against the Plan (all of which are of the same class) was:

<u>Shares Voting for the Merger</u>	<u>Shares Voting Against the Merger</u>
200	0 (zero)

The number of shares of the Surviving Corporation which voted for and against the Plan (all of which are of the same class) was:

<u>Shares Voting for the Merger</u>	<u>Shares Voting Against the Merger</u>
1,000	0 (zero)

7. A copy of the Plan shall be furnished by the Surviving Corporation, on request and without cost, to any shareholder of either the Merging Corporation or the Surviving Corporation.

8. The applicable provisions of the laws of the jurisdiction of organization of the Merging Corporation relating to the merger of the Merging Corporation with and into the Surviving Corporation have been, or upon compliance with the filing and recording requirements, will have been, complied with.

9. The Surviving Corporation's Certificate of Incorporation was filed by the State of New Jersey on July 25, 1983, First Certificate of Amendment to Certificate of Incorporation was filed by the State of New Jersey on April 9, 1985, Second Certificate of Amendment to Certificate of Incorporation was filed by the State of New Jersey on March 14, 2000, and Third Certificate of Amendment to Certificate of Incorporation was filed by the State of New Jersey on December 18, 2008 (collectively, the "Amended Certificate of Incorporation").

10. The following amendments to the Surviving Corporation's Amended Certificate of Incorporation were approved by the Joint Unanimous Written Consent of the Corporation's Board of Directors and Stockholder on the 27th day of December, 2012.

(a) Article 4 of the Surviving Corporation's Amended Certificate of Incorporation is hereby deleted and the following new Article 4 shall be substituted in its place:

4. The aggregate number of shares which the Corporation is authorized to issue is two thousand (2,000) shares of common stock, no par value.

All or any part of said shares of common stock with no par value may be issued by the Corporation from time to time and for such consideration as may be determined upon and fixed by the Corporation's Board of Directors, in accordance with the Corporation's Certificate of Incorporation, as amended, By-Laws, as amended, and applicable laws.

11. This Certificate of Amendment may be executed in counterparts and by 'pdf' or facsimile.

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IN WITNESS WHEREOF, the parties hereto have executed this Certificate of Merger between Modera, Inc. and Back Bay Financial Group, Inc. as of this 27th day of December, 2012.

Surviving Corporation:

MODERA, INC., a New Jersey corporation

By: Thomas Orecchio
Thomas Orecchio, President

Merging Corporation:

BACK BAY FINANCIAL GROUP, INC., a Massachusetts corporation

By: Robert D. Siefert
Robert D. Siefert, President

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