

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM720372

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ENTITY CONVERSION		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Yuga Labs LLC		02/22/2022	Limited Liability Company: DELAWARE
RECEIVING PARTY DATA			
Name:	Yuga Labs, Inc.		
Street Address:	1430 S. Dixie Hwy		
Internal Address:	Ste. 105 1075		
City:	Coral Gables		
State/Country:	FLORIDA		
Postal Code:	33146-3108		
Entity Type:	Corporation: DELAWARE		
PROPERTY NUMBERS Total: 38			
Property Type	Number	Word Mark	
Serial Number:	97126390		
Serial Number:	97126377	BA KC	
Serial Number:	97126372	BAYC	
Serial Number:	97125958		
Serial Number:	97125954	BA YC	
Serial Number:	97126376	BORED APE	
Serial Number:	97132908	MAYC	
Serial Number:	97015921	BA YC	
Serial Number:	97015915		
Serial Number:	97132910		
Serial Number:	97132903	MAYC	
Serial Number:	97132900	MUTANT APE YACHT CLUB	
Serial Number:	97132894	BAKC	
Serial Number:	97132892	BORED APE	
Serial Number:	97132886	BAYC	
Serial Number:	97132880		
Serial Number:	97132877	BAYC	
Serial Number:	97132874	BA YC BORED APE YACHT CLUB	

CH \$965.00 97126390

TRADEMARK

Property Type	Number	Word Mark
Serial Number:	97132870	BORED APE YACHT CLUB
Serial Number:	97126389	MAYC
Serial Number:	97126387	MAYC
Serial Number:	97126382	MUTANT APE YACHT CLUB
Serial Number:	97125951	BA YC BORED APE YACHT CLUB
Serial Number:	97125945	BORED APE YACHT CLUB
Serial Number:	97106855	APE
Serial Number:	97015931	BAYC BORED APE YACHT CLUB
Serial Number:	97015925	BORED APE YACHT CLUB
Serial Number:	90901415	MAYC
Serial Number:	90837143	BA KC
Serial Number:	90903954	
Serial Number:	90901417	
Serial Number:	90901412	MAYC
Serial Number:	90901396	MUTANT APE YACHT CLUB
Serial Number:	90884286	BORED APE
Serial Number:	90837138	BAYC
Serial Number:	90739994	BA YC
Serial Number:	90739987	BA YC BORED APE YACHT CLUB
Serial Number:	90739977	BORED APE YACHT CLUB

CORRESPONDENCE DATA

Fax Number: 650-938-52

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: 6509888500

Email: trademarks@fenwick.com

Correspondent Name: Mark A. Jansen

Address Line 1: 801 California Street

Address Line 4: Mountain View, CALIFORNIA 94041

ATTORNEY DOCKET NUMBER: 39048-00070-5668

NAME OF SUBMITTER: Anne Marie Longobucco

SIGNATURE: /alongobucco/

DATE SIGNED: 04/11/2022

Total Attachments: 5

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Delaware

The First State

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I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED ARE TRUE AND CORRECT COPIES OF ALL DOCUMENTS ON FILE OF "YUGA LABS, INC." AS RECEIVED AND FILED IN THIS OFFICE.

THE FOLLOWING DOCUMENTS HAVE BEEN CERTIFIED:

CERTIFICATE OF FORMATION, FILED THE EIGHTH DAY OF FEBRUARY, A.D. 2021, AT 8:29 O`CLOCK A.M.

CERTIFICATE OF CONVERSION, CHANGING ITS NAME FROM "YUGA LABS LLC" TO "YUGA LABS, INC.", FILED THE TWENTY-SECOND DAY OF FEBRUARY, A.D. 2022, AT 7:43 O`CLOCK P.M.

CERTIFICATE OF INCORPORATION, FILED THE TWENTY-SECOND DAY OF FEBRUARY, A.D. 2022, AT 7:43 O`CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID CERTIFICATES ARE THE ONLY CERTIFICATES ON RECORD OF THE AFORESAID CORPORATION, "YUGA LABS, INC.".




Jeffrey W. Bullock, Secretary of State

5029180 8100H
SR# 20220861659

You may verify this certificate online at corp.delaware.gov/authver.shtml

Authentication: 202810765
Date: 03-02-22

TRADEMARK
REEL: 007687 FRAME: 0821

State of Delaware
Secretary of State
Division of Corporations
Delivered 08:29 AM 02/08/2021
FILED 08:29 AM 02/08/2021
SR 20210363484 - File Number 5029180

STATE OF DELAWARE
CERTIFICATE OF FORMATION
OF LIMITED LIABILITY COMPANY

The undersigned authorized person, desiring to form a limited liability company pursuant to the Limited Liability Company Act of the State of Delaware, hereby certifies as follows:

1. The name of the limited liability company is Yuga Labs LLC.

2. The Registered Office of the limited liability company in the State of Delaware is located at 221 N. Broad Street, Suite 3A (street), in the City of Middletown, Zip Code 19709. The name of the Registered Agent at such address upon whom process against this limited liability company may be served is United States Corporation Agents, Inc.

By: /s/ Cheyenne Moseley
Authorized Person

Name: Cheyenne Moseley, Assistant Secretary,
Legalzoom.com, Inc, Organizer
Print or Type

CERTIFICATE OF CONVERSION
OF
YUGA LABS LLC
(a Delaware limited liability company)
TO
YUGA LABS, INC.
(a Delaware corporation)

Pursuant to Section 265 of the Delaware General Corporation Law, the undersigned, Yuga Labs LLC, a Delaware limited liability company (the "*LLC*"), has executed the following Certificate of Conversion:

1. The date on which the LLC was first formed is February 8, 2021.
2. The jurisdiction in which the LLC was first formed is the State of Delaware.
3. The jurisdiction immediately prior to the filing of this Certificate of Conversion is the State of Delaware.
4. Yuga Labs LLC is the name of the LLC immediately prior to the filing of this Certificate of Conversion.
5. Yuga Labs, Inc. is the name of the corporation as set forth in its Certificate of Incorporation filed in accordance with Section 265(b)(2) of the Delaware General Corporation Law.

IN WITNESS WHEREOF, the undersigned being duly authorized to sign on behalf of the converting LLC has executed this Certificate of Conversion this 22nd day of February, 2022.

By: Gregory Solano
Gregory Solano, Co-President

YUGA LABS, INC.

CERTIFICATE OF INCORPORATION

ARTICLE I: NAME

The name of the corporation is Yuga Labs, Inc.

ARTICLE II: AGENT FOR SERVICE OF PROCESS

The address of the registered office of the corporation in the State of Delaware is 1209 Orange Street, City of Wilmington, County of New Castle, Delaware 19801. The name of the registered agent of the corporation at that address is The Corporation Trust Company.

ARTICLE III: PURPOSE

The purpose of the corporation is to engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of the State of Delaware.

ARTICLE IV: AUTHORIZED STOCK

The total number of shares of stock which the corporation has authority to issue is Ten Million (10,000,000) shares, all of which shall be Common Stock, \$0.00001 par value per share.

ARTICLE V: AMENDMENT OF BYLAWS

The Board of Directors of the corporation shall have the power to adopt, amend or repeal Bylaws of the corporation.

ARTICLE VI: VOTE BY BALLOT

Election of directors need not be by written ballot unless the Bylaws of the corporation shall so provide.

ARTICLE VII: DIRECTOR LIABILITY

1. **Limitation of Liability.** To the fullest extent permitted by law, no director of the corporation shall be personally liable for monetary damages for breach of fiduciary duty as a director. Without limiting the effect of the preceding sentence, if the Delaware General Corporation Law is hereafter amended to authorize the further elimination or limitation of the liability of a director, then the liability of a director of the corporation shall be eliminated or limited to the fullest extent permitted by the Delaware General Corporation Law, as so amended.

2. **Change in Rights.** Neither any amendment nor repeal of this Article VII, nor the adoption of any provision of this Certificate of Incorporation inconsistent with this Article VII,

shall eliminate, reduce or otherwise adversely affect any limitation on the personal liability of a director of the corporation existing at the time of such amendment, repeal or adoption of such an inconsistent provision.

ARTICLE VIII: FORUM SELECTION

Unless the corporation consents in writing to the selection of an alternative forum, the Court of Chancery of the State of Delaware shall, to the fullest extent permitted by law, be the sole and exclusive forum for (a) any derivative action or proceeding brought on behalf of the corporation; (b) any action asserting a breach of a fiduciary duty owed by any current or former director, officer, employee or stockholder of the corporation to the corporation or the corporation's stockholders; (c) any action asserting a claim arising pursuant to any provision of the Delaware General Corporation Law, this Certificate of Incorporation or the Bylaws or as to which the Delaware General Corporation Law confers jurisdiction on the Court of Chancery of the State of Delaware; (d) any action to interpret, apply, enforce or determine the validity of this Certificate of Incorporation or the Bylaws; or (e) any action asserting a claim governed by the internal affairs doctrine. Any person or entity purchasing or otherwise acquiring or holding any interest in any security of the Corporation shall be deemed to have notice of and consented to the provisions of this Article VIII.

ARTICLE IX: INCORPORATOR

The name and mailing address of the incorporator is Whitney Bishop, c/o Fenwick & West LLP, 1191 2nd Ave, Fl 1000, Seattle, WA 98101.

The undersigned incorporator hereby acknowledges that the foregoing certificate is the act and deed of the undersigned and that the facts stated herein are true.

Dated: February 22, 2022

Whitney Bishop
Whitney Bishop, Incorporator