

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	11/30/2009

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Ellie Mae, Inc.		11/30/2009	CORPORATION: CALIFORNIA

RECEIVING PARTY DATA

Name:	Ellie Mae, Inc.
Street Address:	4155 Hopyard Road, Suite 200
City:	Pleasanton
State/Country:	CALIFORNIA
Postal Code:	94588
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 12

Property Type	Number	Word Mark
Registration Number:	2890448	ENCOMPASS
Registration Number:	2879407	ENCOMPASS
Registration Number:	2992246	EPASS ENABLED
Registration Number:	2963348	ELLIE MAE
Registration Number:	3000653	CLICKLOAN
Serial Number:	77685068	ENCOMPASS 360
Serial Number:	77685065	ENCOMPASS 360
Registration Number:	2883573	ONLINE EXPRESS
Registration Number:	2790404	ONLINE DOCUMENTS, INC.
Registration Number:	2503951	ELLIE MAE
Registration Number:	2494371	CLICKLOAN
Registration Number:	2438836	ELLIE MAE

CH \$315.00 2890448

CORRESPONDENCE DATA

Fax Number: (949)567-6710
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: (650) 614.7400
Email: orapoort@orrick.com, drutowski@orrick.com
Correspondent Name: Diana M. Rutowski
Address Line 1: 4 Park Plaza, Suite 1600
Address Line 2: IP Prosecution Department
Address Line 4: Irvine, CALIFORNIA 92614-2558

ATTORNEY DOCKET NUMBER:	9852.11
NAME OF SUBMITTER:	Diana M. Rutowski
Signature:	/dr/
Date:	10/04/2010

Total Attachments: 4
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Delaware

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The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"ELLIE MAE, INC.", A CALIFORNIA CORPORATION,
WITH AND INTO "ELLIE MAE, INC." UNDER THE NAME OF "ELLIE MAE, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE THIRTIETH DAY OF NOVEMBER, A.D. 2009, AT 8:33 O'CLOCK A.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.

4716848 8100M

091051064

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




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 7664792

DATE: 11-30-09

TRADEMARK
REEL: 004289 FRAME: 0671

CERTIFICATE OF MERGER OF

ELLIE MAE, INC.
a California corporation

with and into

ELLIE MAE, INC.
a Delaware corporation

Pursuant to Section 252 of the General Corporation Law of the State of Delaware, Ellie Mae, Inc., a Delaware corporation (the "Corporation"), hereby certifies that:

1. The name and state of incorporation of each of the constituent corporations is as follows:
 - (a) Ellie Mae, Inc., a Delaware corporation
 - (b) Ellie Mae, Inc., a California corporation ("Parent")
2. An Agreement and Plan of Merger has been approved, adopted, certified, executed and acknowledged by the Corporation and Parent in accordance with Subsection 252(c) of the General Corporation Law of the State of Delaware (and, with respect to the Corporation, by the written consent of its sole stockholder in accordance with Section 228 of the General Corporation Law of the State of Delaware).
3. At the effective time of the merger of Parent with and into the Corporation (the "Merger"), the name of the surviving corporation shall be "Ellie Mae, Inc." (the "Surviving Corporation").
4. The Certificate of Incorporation of the Corporation immediately prior to the effective time of the Merger shall be the Certificate of Incorporation of the Surviving Corporation.
5. The executed Agreement and Plan of Merger is on file at the principal executive offices of the Surviving Corporation. The address of the principal executive offices of the Surviving Corporation is 4155 Hopyard Road, Suite 200, Picasanton California 94588.
6. A copy of the Agreement and Plan of Merger will be furnished by the Surviving Corporation, on request and without cost, to any stockholder of Parent or the Corporation.
7. The Merger shall be effective upon filing this Certificate of Merger.
8. The total number of shares of all classes of stock which Parent is authorized to issue is 107,971,150 consisting of 65,000,000 shares of common stock, no par value ("Common").

Stock"), and 42,971,150 shares of Preferred Stock, no par value ("Preferred Stock"). The Preferred Stock consists of nine series, of which 2,000,000 shares have been designated as Series A Preferred Stock ("Series A Preferred Stock"), 3,000,000 shares have been designated as Series B Preferred Stock ("Series B Preferred Stock"), 500,000 shares have been designated as Series C Preferred Stock ("Series C Preferred Stock"), 10,000,000 shares have been designated as Series D Preferred Stock ("Series D Preferred Stock"), 13,195,000 shares have been designated as Series E Preferred Stock (the "Series E Preferred Stock"), 4,000,000 shares have been designated as Series F Preferred Stock (the "Series F Preferred Stock"), 6,276,150 shares have been designated as Series G Preferred Stock (the "Series G Preferred Stock"), 3,000,000 shares have been designated as Series G-2 Preferred Stock (the "Series G-2 Preferred Stock") and 1,000,000 shares have been designated as Series H Preferred Stock (the "Series H Preferred Stock").

(Signature Page Follows)

IN WITNESS WHEREOF, ELLIE MAE, INC. has caused this Certificate of Merger to be executed on this 30th day of November, 2009.

ELLIE MAE, INC.
a Delaware corporation

By: 

Name: Sigmund Anderman

Title: President and Chief Executive Officer

(Signature Page to Certificate of Merger)