

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	12/20/2010

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Smart Bear Inc.		12/30/2010	CORPORATION: TEXAS

RECEIVING PARTY DATA

Name:	Automated QA Corporation
Street Address:	100 Cummings Center, Suite 234N
City:	Beverly
State/Country:	MASSACHUSETTS
Postal Code:	01915
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 6

Property Type	Number	Word Mark
Registration Number:	3593132	CODE COLLABORATOR
Registration Number:	3593131	CODE PICKLE
Registration Number:	3209835	CODE REPORTS
Registration Number:	3209834	CODE REVIEWER
Registration Number:	3596632	CODEHISTORIAN
Registration Number:	3263045	SMART BEAR

CORRESPONDENCE DATA

Fax Number: (617)526-5000
 Phone: 617-526-6448
 Email: janey.davidson@wilmerhale.com
Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.
 Correspondent Name: Michael J. Bevilacqua, Esquire
 Address Line 1: Wilmer Cutler Pickering Hale and DorrLLP

900202073

**TRADEMARK
 REEL: 004622 FRAME: 0587**

OP \$165.00 3593132

Address Line 2: 60 State Street
Address Line 4: Boston, MASSACHUSETTS 02109

ATTORNEY DOCKET NUMBER:	2204147122
NAME OF SUBMITTER:	Michael J. Bevilacqua
Signature:	/michael j. bevilacqua/
Date:	09/14/2011

Total Attachments: 3
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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 OWNERSHIP, WHICH MERGES:

"SMART BEAR INC.", A TEXAS CORPORATION,

WITH AND INTO "AUTOMATED QA CORPORATION" UNDER THE NAME OF "SMART BEAR SOFTWARE 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 DECEMBER, A.D. 2010, AT 6:49 O'CLOCK P.M.

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

4306079 8100M

101252680

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




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 8465230

DATE: 12-31-10

TRADEMARK
REEL: 004622 FRAME: 0589

CERTIFICATE OF OWNERSHIP

MERGING

SMART BEAR INC.

INTO

AUTOMATED QA CORPORATION

(Subsidiary into parent pursuant to Section 253 of the General Corporation Law of Delaware)

Automated QA Corporation, a corporation incorporated on the 23rd day of April, 2007, pursuant to the provisions of the General Corporation Law of the State of Delaware (the "Corporation"),

DOES HEREBY CERTIFY:

FIRST: That the Corporation owns all of the capital stock of Smart Bear Inc. a corporation incorporated on the 18th day of February, 2003, pursuant to the provisions of the Texas Business Organizations Code and that the Corporation, by a resolution of its Board of Directors duly adopted by written consent dated December 30, 2010, determined to and did merge into itself said Smart Bear Inc. which resolution is in the following words to wit:

WHEREAS the Corporation lawfully owns all of the outstanding stock of Smart Bear Inc. a corporation organized and existing under the laws of Texas, and

WHEREAS the Corporation desires to merge into itself the said Smart Bear Inc. and to be possessed of all the estate, property, rights, privileges and franchises of said corporation,

NOW, THEREFORE, BE IT RESOLVED, that the Corporation merges into itself said Smart Bear Inc. and assumes all of its obligations, and

FURTHER RESOLVED, that an authorized officer of the Corporation be and he or she is hereby directed to make and execute a certificate of ownership setting forth a copy of the resolution to merge said Smart Bear Inc. and assume its liabilities and obligations, and the date of adoption thereof, and to file the same in the office of the Secretary of State of the State of Delaware, and a certified copy thereof in the office of the Recorder of Deeds of New Castle County,

FURTHER RESOLVED, that the name of the Corporation, upon the filing of the certificate of ownership, shall be changed from Automated QA Corporation to Smart Bear Software Inc.; and

FURTHER RESOLVED, that the officers of the Corporation be and they hereby are authorized and directed to do all acts and things whatsoever, whether within or without the State of Delaware; which may be in any way necessary or proper to effect said merger, and

FURTHER RESOLVED, that the merger shall become effective on January 1, 2011.

IN WITNESS WHEREOF, the Corporation has caused its corporate seal to be affixed and this Certificate to be signed by its President this 30th day of December, 2010.

AUTOMATED QA CORPORATION

By: 
Derek Langone, President

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