

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

|                       |                |
|-----------------------|----------------|
| SUBMISSION TYPE:      | NEW ASSIGNMENT |
| NATURE OF CONVEYANCE: | MERGER         |
| EFFECTIVE DATE:       | 10/01/2011     |

**CONVEYING PARTY DATA**

| Name                     | Formerly | Execution Date | Entity Type  |
|--------------------------|----------|----------------|--------------|
| Apropos Technology, Inc. |          | 10/01/2011     | CORPORATION: |

**RECEIVING PARTY DATA**

|                 |                                      |
|-----------------|--------------------------------------|
| Name:           | Enghouse Interactive Inc.            |
| Street Address: | 2095 W Pinnacle Peak Road, Suite 110 |
| City:           | Phoenix                              |
| State/Country:  | ARIZONA                              |
| Postal Code:    | 85027                                |
| Entity Type:    | CORPORATION: DELAWARE                |

**PROPERTY NUMBERS Total: 2**

| Property Type        | Number   | Word Mark |
|----------------------|----------|-----------|
| Registration Number: | 2563931  | APROPOS   |
| Serial Number:       | 75274338 | APROPOS   |

**CORRESPONDENCE DATA**

Fax Number: (602)789-2768  
 Phone: (602) 789-2714  
 Email: nbarton@enghouse.com  
*Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.*  
 Correspondent Name: Enghouse Interactive Inc.  
 Address Line 1: 2095 W Pinnacle Peak Road, Suite 110  
 Address Line 4: Phoenix, ARIZONA 85027

|                    |               |
|--------------------|---------------|
| NAME OF SUBMITTER: | Nick Barton   |
| Signature:         | /Nick Barton/ |

**900204220**

**TRADEMARK  
 REEL: 004639 FRAME: 0030**

**OP \$65.00 2563931**

Date:

10/10/2011

**Total Attachments: 5**

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# Delaware

PAGE 1

## 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:

"APROPOS TECHNOLOGY, INC.", AN ILLINOIS CORPORATION, WITH AND INTO "SYNTELLECT INC." UNDER THE NAME OF "SYNTELLECT INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-THIRD DAY OF SEPTEMBER, A.D. 2011, AT 1:15 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF OWNERSHIP IS THE FIRST DAY OF OCTOBER, A.D. 2011, AT 12 O'CLOCK A.M.


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

2048652 8100M

111036564

You may verify this certificate online  
at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)



  
Jeffrey W. Bullock, Secretary of State  
AUTHENTICATION: 9051104

DATE: 09-23-11

TRADEMARK  
REEL: 004639 FRAME: 0032

State of Delaware  
Secretary of State  
Division of Corporations  
Delivered 01:15 PM 09/23/2011  
FILED 01:15 PM 09/23/2011  
SRV 111036564 - 2048652 FILE

STATE OF DELAWARE  
CERTIFICATE OF OWNERSHIP

MERGING

APROPOS TECHNOLOGY, INC.  
(an Illinois corporation)

INTO

SYNTELLECT INC.  
(a Delaware corporation)

(Pursuant to Section 253 of the General Corporation Law of Delaware)

Syn intellect Inc., a corporation organized and existing pursuant to the laws of the State of Delaware (the "Corporation"), DOES HEREBY CERTIFY:

1. The Corporation was incorporated on the November 16, 1984, pursuant to the provisions of the General Corporation Law of Delaware.
2. The Corporation is the owner of all of the outstanding shares of the capital stock of Apropos Technology, Inc., which is a corporation organized and existing pursuant to the laws of the State of Illinois incorporated on April 17, 1989 (the "Subsidiary").
3. The laws of the jurisdiction of organization of the Subsidiary and the Corporation both permit the merger of a corporation of that jurisdiction with a corporation of another jurisdiction.
4. The Corporation hereby merges Apropos Technology, Inc. into the Corporation effective as of 12:00 a.m. on October 1, 2011.
5. The following is a copy of the resolutions adopted on September 23, 2011 by the Board of Directors of the Corporation authorizing the merger of Apropos Technology, Inc. into the Corporation:

WHEREAS, the Corporation is the sole owner of all of the issued and outstanding shares of Apropos Technology, Inc., an Illinois corporation ("ATI").

WHEREAS, the Board of Directors has determined that it is in the best interest of the Corporation to merge ATI into the Corporation (the "Illinois Merger") with the Corporation to be the surviving entity, as permitted pursuant to Section 253 of the General Corporation Law of Delaware and Section 11.30 of the Illinois Business Corporation Act of 1983.

WHEREAS, the Illinois Merger is intended to be a tax-free reorganization under the Internal Revenue Code.

WHEREAS, to effectuate the Illinois Merger, there has been submitted to the Board of Directors for approval a proposed Plan of Merger for the merger of ATI into the Corporation, a copy of each is attached hereto as Exhibit 2 (the "Illinois Plan of Merger").

NOW, THEREFORE, BE IT RESOLVED, that the Illinois Merger and the Illinois Plan of Merger are approved in all respects and that all of the estate, property, rights, privileges, powers, and franchises of ATI shall be vested in and held and enjoyed by the Corporation as fully and entirely and without change or diminution as the same were before held and enjoyed by ATI in its name.

FURTHER RESOLVED, that the Corporation shall assume all of the liabilities and obligations of ATI.

FURTHER RESOLVED, that the Corporation does hereby agree that:

(a) the Corporation, as the surviving corporation, may be served with process in the State of Illinois in any proceeding for the enforcement of any obligation of any corporation organized under the laws of the State of Illinois which is a party to the Illinois Merger and in any proceeding for the enforcement of the rights of a dissenting shareholder of any such corporation organized under the laws of the State of Illinois against the Corporation, as the surviving corporation;

(b) the Secretary of State of the State of Illinois shall be and hereby is irrevocably appointed as the agent of the Corporation, as the surviving corporation, to accept service of process in any such proceedings; and

(c) the Corporation, as the surviving corporation, will promptly pay to the dissenting shareholders of any corporation organized under the laws of the State of Illinois which is a party to the Illinois Merger the amount, if any, to which they shall be entitled under the provisions of The Business Corporation Act of 1983 of the State of Illinois with respect to the rights of dissenting shareholders.

FURTHER RESOLVED, that the Corporation shall cause to be executed and filed and/or recorded the documents, instruments, agreements and filings prescribed by the laws of the State of Delaware, by the laws of the State of Illinois, and by the laws of any other appropriate jurisdiction and will cause to be performed all necessary acts within the jurisdiction of organization of ATI and of the Corporation and in any other appropriate jurisdiction.

FURTHER RESOLVED, that the officers of the Corporation be and each of them hereby is authorized, empowered and directed to execute, sign, attest, accept, deliver and perform the Illinois Plan of Merger, certificate of ownership, articles of merger and to take all such other actions, effect all such other filings and execute and deliver all such other agreements, instruments, powers of

attorney and certificates as may be required to effectuate the Merger and the transactions contemplated hereby, all upon such terms and conditions as may be approved by an officer of the Corporation, with the execution thereof by any of the officers to constitute conclusive evidence of approval by the Corporation of any and all changes or revisions thereto from any forms submitted to the undersigned.


**FURTHER RESOLVED**, that the Corporation shall change its name to Enghouse Interactive Inc.

**FURTHER RESOLVED**, that all actions taken on or prior to the date hereof by any officer or director of the Corporation in connection with the Illinois Merger, the Illinois Plan of Merger, the change of the Corporation's name and the transactions contemplated thereby which actions would have been authorized by the foregoing resolutions except that such actions were taken prior to the adoption of such resolutions, be and hereby are severally confirmed, ratified, adopted and approved in all respects.

(Signature Page Follows)

IN WITNESS WHEREOF, the Corporation has signed this certificate by an authorized officer  
this 23rd day of September, 2011.

SYNTELLECT INC.

By:   
Name: Todd M. May  
Title: Vice President and Secretary

N:\SYS2\113047\Restructuring\Cert of Ownership Agmex (07.24.2011)