

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER		
EFFECTIVE DATE:	12/31/2009		
CONVEYING PARTY DATA			
	Name	Formerly	Execution Date
	Prophesy Transportation Solutions, Inc.		12/31/2009
			Entity Type
			CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	Accellos, Inc.		
Street Address:	90 South Cascade Ave., Suite 1200		
City:	Colorado Springs		
State/Country:	COLORADO		
Postal Code:	80903		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 3			
	Property Type	Number	Word Mark
	Registration Number:	2271556	PROPHECY
	Registration Number:	2002996	PROPHECY
	Registration Number:	2002960	SHIPPERPLUS
CORRESPONDENCE DATA			
Fax Number:	3128622200		
	<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>		
Phone:	312-862-6371		
Email:	renee.prescan@kirkland.com		
Correspondent Name:	Renee Prescan		
Address Line 1:	300 North LaSalle Street		
Address Line 2:	Kirkland & Ellis LLP		
Address Line 4:	Chicago, ILLINOIS 60654		

CH \$90.00 2271556

ATTORNEY DOCKET NUMBER:	40105-61 RMP
NAME OF SUBMITTER:	Renee M. Prescan
Signature:	/Renee M. Prescan/
Date:	10/25/2012
Total Attachments: 3 source=Accellos_Prophesy Merger Certificate#page1.tif source=Accellos_Prophesy Merger Certificate#page2.tif source=Accellos_Prophesy Merger Certificate#page3.tif	

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 MERGER, WHICH MERGES:

"PROPHECY TRANSPORTATION SOLUTIONS, INC.", A DELAWARE CORPORATION,


WITH AND INTO "ACCELLOS, INC." UNDER THE NAME OF "ACCELLOS, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE THIRTY-FIRST DAY OF DECEMBER, A.D. 2009, AT 2:42 O'CLOCK P.M.

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


Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 9904118

DATE: 10-09-12

TRADEMARK
REEL: 004888 FRAME: 0304

CERTIFICATE OF MERGER

MERGING

**PROPHESY TRANSPORTATION SOLUTIONS, INC.,
a Delaware corporation**

WITH AND INTO

**ACCELLOS, INC.,
a Delaware corporation**

Pursuant to Section 251(c) of the General Corporation Law
of the State of Delaware

Pursuant to Title 8, Section 251(c) of the Delaware General Corporation Law (the
"DGCL"), the undersigned does hereby certify as follows:

FIRST: The name of the surviving corporation is Accellos, Inc., a Delaware corporation ("Accellos"), and the name of the corporation being merged into this surviving corporation is Prophecy Transportation Solutions, Inc., a Delaware corporation ("Prophecy").

SECOND: The Agreement and Plan of Merger has been approved, adopted, certified, executed and acknowledged by each of Accellos and Prophecy in accordance with Section 251 of the DGCL.

THIRD: The name of the surviving corporation is "Accellos, Inc." a Delaware corporation.

FOURTH: The Certificate of Incorporation of Accellos shall be the Certificate of Incorporation of the surviving corporation.

FIFTH: Immediately upon the merger becoming effective and as provided under the DGCL, all of the property, rights, privileges, powers and franchises of Prophecy shall vest in Accellos, and all debts, liabilities and duties of Prophecy shall become the debts, liabilities and duties of Accellos.

SIXTH: The merger is to become effective as of December 31, 2009.

SEVENTH: The Agreement and Plan of Merger is on file at 90 South Cascade Avenue, Suite 1200, Colorado Springs, CO 80903, the place of business of Accellos and a copy of the Agreement of Merger will be furnished by Accellos on request, without cost, to any stockholder of the constituent corporations.

IN WITNESS WHEREOF, each of Accellos and Prophecy has caused this Certificate of Merger to be executed in its corporate name this 30th day of December, 2009, and each undersigned signatory acknowledges that his execution of this Certificate is the act and deed of the applicable corporation and that the facts set forth herein are true and correct.

ACCELLOS, INC., a Delaware corporation

By: Michael J. Cornell

Name: Michael J. Cornell

Title: Chief Executive Officer

PROPHECY TRANSPORTATION SOLUTIONS, INC., a Delaware corporation

By: Michael J. Cornell

Name: Michael J. Cornell

Title: Chief Executive Officer

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