

## TRADEMARK ASSIGNMENT

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER		
EFFECTIVE DATE:	12/31/2008		
CONVEYING PARTY DATA			
	Name	Formerly	Execution Date
	aCerno Inc.		12/29/2008
			Entity Type
			CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	Acerno Intermediate Holdings, Inc.		
Street Address:	122 East 42nd Street		
Internal Address:	Suite 805		
City:	New York		
State/Country:	NEW YORK		
Postal Code:	10168		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 5			
	Property Type	Number	Word Mark
	Registration Number:	3691268	ACERNO THE ADD NETWORK
	Registration Number:	3426003	THE CUSTOMER CREATION COMPANY
	Registration Number:	3448281	ACERNO TRANSACTION MARKETPLACE
	Registration Number:	3422308	ACERNO
	Registration Number:	3422306	ACERNO
CORRESPONDENCE DATA			
Fax Number:	6179372400		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>			
Phone:	6179372418		
Email:	aanderson@cooley.com		
Correspondent Name:	Anna Anderson c/o Cooley LLP		
Address Line 1:	1299 Pennsylvania Ave., NW		

CH \$140.00 3691268

Address Line 2: Suite 700  
Address Line 4: Washington, DISTRICT OF COLUMBIA 20004

ATTORNEY DOCKET NUMBER:	316101-20000
NAME OF SUBMITTER:	Anna Anderson
Signature:	/Anna Anderson/
Date:	02/14/2013

Total Attachments: 5  
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source=Acerno to Acerno Intermediate Holdings Merger#page2.tif  
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source=Acerno to Acerno Intermediate Holdings Merger#page5.tif

# Delaware

PAGE 1

*The First State*

I, HARRIET SMITH WINDSOR, 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:

"ACERNO INC.", A DELAWARE CORPORATION,

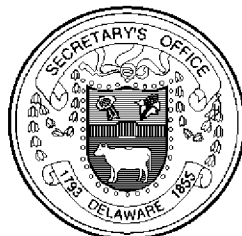
WITH AND INTO "ACERNO INTERMEDIATE HOLDINGS, INC." UNDER THE NAME OF "ACERNO INTERMEDIATE HOLDINGS, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-NINTH DAY OF DECEMBER, A.D. 2008, AT 6:16 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF OWNERSHIP IS THE THIRTY-FIRST DAY OF DECEMBER, A.D. 2008, AT 5 O'CLOCK P.M.

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

3027073 8100M

081235490



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

*Harriet Smith Windsor*  
Harriet Smith Windsor, Secretary of State  
AUTHENTICATION: 7059874

DATE: 01-05-09

TRADEMARK  
REEL: 004962 FRAME: 0798

## Document Filing Sheet

Priority 1  
(One Hr)

Priority 2  
(Two Hr)

Priority 3  
(Same Day)

Priority 4  
(24 Hr)

Priority 5  
(Must Approval)

Priority 6  
(Reg. Approval)

Priority 7  
(Reg. Work)

DATE SUBMITTED

**December 29, 2008**

REQUESTOR NAME

**The Corporation Trust Company**

FILE DATE

ADDRESS **1209 Orange Street, Wilmington, DE 19801**

FILE TIME

ATTN. **Pete Laxton Wilmington 6**

PHONE **(866)252-8615**

NAME of COMPANY/ENTITY

**Acerno Intermediate Holdings Inc. (DE Dom) 3027073 MG: Acerno Inc (DE Dom) 3292432**

**081235490**

SRV NUMBER

**3027073**

FILE NUMBER

**9000010**

FILER'S NUMBER

RESERVATION NO.

TYPE OF DOCUMENT

**Ownership**

DOCUMENT CODE

**0250**

CHANGE of NAME

CHANGE of AGENT/OFFICE

CHANGE OF STOCK

CORPORATIONS			
FRANCHISE TAX	YEAR		\$
FILING FEE TAX			\$
RECEIVING & INDEXING			\$
CERTIFIED COPIES NO.	<b>1</b>		\$
SPECIAL SERVICES			\$
KENT COUNTY RECORDER			\$
NEW CASTLE COUNTY RECORDER			\$
SUSSEX COUNTY RECORDER			\$
TOTAL			\$

METHOD of RETURN
<input type="checkbox"/> MESSENGER/PICKUP
<input type="checkbox"/> FED. EXPRESS Acct.# _____
<input type="checkbox"/> REGULAR MAIL
<input type="checkbox"/> FAX No. _____
<input checked="" type="checkbox"/> OTHER <input type="checkbox"/> e-mail _____

COMMENTS/FILING INSTRUCTIONS
<b>Part 1 of 3. Must be filed first.</b>

### CREDIT CARD CHARGES

You have my authorization to charge my credit card for this service:

Exp. Date \_\_\_\_\_

Signature \_\_\_\_\_

Printed Name \_\_\_\_\_

**XX**

AGENT USE ONLY

### INSTRUCTIONS

1. Full shade in the required Priority square using a dark pencil or marker, staying within the square.
2. Each request must be submitted as a separate item, with its own Filing sheet as the FIRST PAGE.

**TRADEMARK**  
**REEL: 004962 FRAME: 0799**

**CERTIFICATE OF OWNERSHIP AND MERGER**

**MERGING**

**aCerno Inc.**  
**(a Delaware corporation)**

**INTO**

**Acerno Intermediate Holdings, Inc.**  
**(a Delaware corporation)**

Acerno Intermediate Holdings, Inc., a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware (the "Corporation"), does hereby certify:

**FIRST:** That the Corporation was incorporated on the 7<sup>th</sup> day of April, 1999, pursuant to the General Corporation Law of the State of Delaware.

**SECOND:** That the Corporation owns all of the outstanding shares of each class of the stock of aCerno Inc., a corporation incorporated on the 25<sup>th</sup> day of September, 2000 pursuant to the General Corporation Law of the State of Delaware.

**THIRD:** That the Board of Directors of the Corporation duly adopted the following resolutions by unanimous written consent in lieu of a meeting effective the 22<sup>nd</sup> day of December, 2008:

RESOLVED: That, pursuant to Section 253 of the Delaware General Corporation Law, the Corporation is hereby authorized to merge aCerno Inc., a Delaware corporation which is a wholly owned subsidiary of the Corporation, into the Corporation;

RESOLVED: That the President, Secretary, Treasurer and Vice President of the Corporation be and each hereby is, authorized to execute a Certificate of Ownership and Merger with respect to the merger of aCerno Inc. into the Corporation, cause the same to be filed with the Secretary of State of Delaware and take all such other actions and to execute all such other instruments and agreements as they or any of them may deem appropriate to effect such merger;

RESOLVED: That the merger of aCerno Inc. into the Corporation shall be effective as of 5:00 p.m. Eastern Standard Time on December 31, 2008.

[Remainder of Page Intentionally Left Blank]

IN WITNESS WHEREOF, the Corporation has caused this Certificate to be signed by its authorized officer this 29th day of December, 2008.

Acerno Intermediate Holdings, Inc.

By: /s/ Melanie Haratunian  
Title: Secretary