

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER		
EFFECTIVE DATE:	04/02/2013		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
SECURECONNECT, INC.		04/01/2013	CORPORATION: MINNESOTA
RECEIVING PARTY DATA			
Name:	TRUSTWAVE SECURECONNECT, INC.		
Street Address:	70 West Madison, Suite 1050		
City:	Chicago		
State/Country:	ILLINOIS		
Postal Code:	60602		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 6			
Property Type	Number	Word Mark	
Registration Number:	3126101	SECURECONNECT	
Registration Number:	3594840	TOTAL SECURITY, COMPLETE PEACE-OF-MIND	
Registration Number:	3668582	BHI ADVANCED INTERNET SOLUTIONS	
Registration Number:	3668581	BHI	
Registration Number:	3940378	SECURITY BEYOND PCI	
Registration Number:	3869940	EASYPECI	
CORRESPONDENCE DATA			
Fax Number:	3128637806		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>			
Phone:	312-863-7198		
Email:	nancy.brougher@goldbergkohn.com		
Correspondent Name:	Nancy Brougher		
Address Line 1:	Goldberg Kohn Ltd.		

OP \$165.00 3126101

Address Line 2: 55 East Monroe Street, Suite 3300
Address Line 4: Chicago, ILLINOIS 60603

ATTORNEY DOCKET NUMBER: 1989.318

NAME OF SUBMITTER: Nancy Brougher

Signature: /njb/

Date: 04/03/2013

Total Attachments: 9

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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 MERGER, WHICH MERGES:

"SECURECONNECT, INC.", A MINNESOTA CORPORATION,

WITH AND INTO "TRUSTWAVE SECURECONNECT, INC." UNDER THE NAME OF "TRUSTWAVE SECURECONNECT, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE SECOND DAY OF APRIL, A.D. 2013, AT 10:15 O'CLOCK A.M.

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

5308465 8100M

130385269



AUTHENTICATION: 0328244

DATE: 04-02-13

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

TRADEMARK
REEL: 004997 FRAME: 0660

STATE OF DELAWARE
CERTIFICATE OF MERGER OF
SECURECONNECT, INC.,
(a Minnesota corporation)

INTO
TRUSTWAVE SECURECONNECT, INC.
(a Delaware corporation)

Pursuant to Title 8, Section 252 of the Delaware General Corporation Law, the undersigned corporation executed the following Certificate of Merger:

FIRST: The name of the surviving corporation is **Trustwave SecureConnect, Inc.**, a Delaware domestic corporation and the name of the corporation being merged into this surviving corporation is **SecureConnect, Inc.**, a Minnesota corporation.

SECOND: The Agreement and Plan of Merger and Reorganization has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations pursuant to Title 8 Section 252 of the General Corporation Law of the State of Delaware.

THIRD: The name of the surviving corporation is **Trustwave SecureConnect, Inc.**, a Delaware corporation.

FOURTH: The Certificate of Incorporation of the surviving corporation, as in effect immediately prior to the merger, shall be its Certificate of Incorporation.

FIFTH: The authorized stock and par value of the non-Delaware corporation is as follows: 50,000,000 shares authorized, par value \$0.01.

SIXTH: The merger is to become effective upon filing with Secretary of State of the State of Delaware.

SEVENTH: The Agreement and Plan of Merger and Reorganization is on file at 70 W. Madison Street, Suite 1050, Chicago, Illinois 60602, an office of the surviving corporation.

EIGHTH: A copy of the Agreement and Plan of Merger and Reorganization will be furnished by the surviving corporation upon request, without cost, to any stockholder of the constituent corporations.

IN WITNESS WHEREOF, said surviving corporation has caused this certificate to be signed
by an authorized officer, this 15th day of April, 2013.

SURVIVING CORPORATION:

Trustwave SecureConnect, Inc.

By: Robert J. McCullen

Name: Robert J. McCullen

Title: Chief Executive Officer

112-274

DC



ARTICLES OF MERGER
OF

SECURECONNECT INC.,
(a Minnesota corporation)

INTO

TRUSTWAVE SECURECONNECT, INC.
(a Delaware corporation)

To the Secretary of State
State of Minnesota

Pursuant to the provisions of Chapter 302A, Minnesota Statutes (the "Minnesota Business Corporation Act") governing the merger of a domestic corporation for profit into a foreign corporation for profit, the corporations hereinafter named do hereby adopt the following Articles of Merger.

1. The names of the merging corporations SecureConnect Inc., which is a corporation for profit organized under the laws of the State of Minnesota ("SecureConnect"), and which is subject to the provisions of the Minnesota Business Corporation Act, and Trustwave SecureConnect, Inc., which is a corporation for profit organized under the laws of the State of Delaware ("Trustwave").

2. Annexed hereto and made a part hereof is the Plan of Merger for merging SecureConnect with and into Trustwave as set forth in a resolution approved by the affirmative vote of at least a majority of the board of directors of SecureConnect.

3. The Plan of Merger has been approved by a majority vote of the SecureConnect shareholders pursuant to Section 302A.613 of the Minnesota Business Corporation Act.

4. The laws of the jurisdiction of organization of Trustwave permit the merger of a corporation for profit of another jurisdiction with and into a corporation for profit of the jurisdiction of organization of Trustwave; and the merger of SecureConnect with and into Trustwave is in compliance with the laws of the jurisdiction of organization of Trustwave.

5. Trustwave will continue its existence as the surviving corporation under its present name pursuant to the provisions of the laws of the jurisdiction of its organization.

6. Trustwave does hereby: (a) agree that it may be served with process in the State of Minnesota in a proceeding for the enforcement of an obligation of SecureConnect and Trustwave and in a proceeding for the enforcement of the rights of a dissenting shareholder of SecureConnect and Trustwave against Trustwave; (b) irrevocably appoint the Secretary of State of the State of Minnesota as its agent to accept service of process in any proceeding; and (c) agree that it will

promptly pay to the dissenting shareholders of SecureConnect and Trustwave the amount, if any, to which they are entitled under the provisions of Section 302A.473 of the Minnesota Business Corporation Act with respect to the rights of dissenting shareholders.

7. The address to which process may be forwarded is 70 W. Madison Street, Suite 1050, Chicago, Illinois 60602, an office of the surviving corporation.

8. The merger of SecureConnect with and into Trustwave shall become effective in the State of Minnesota when the Secretary of State of the State of Minnesota files these Articles of Merger.

I certify that I am authorized to execute this document and I further certify that I understand that by signing this document, I am subject to the penalties of perjury as set forth in Section 609.48, Minnesota Statutes as if I had signed this document under oath.

Executed on April 1, 2013

SecureConnect Inc.

By: Steve Paul
Name: Steve Paul
Its: CEO

I certify that I am authorized to execute the document and I further certify that I understand that by signing this document, I am subject to the penalties of perjury as set forth in Section 609.48, Minnesota Statutes as if I had signed this document under oath.

Executed on April , 2013

Trustwave SecureConnect, Inc.

By: _____
Name: _____
Its: _____

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7. The address to which process may be forwarded is 70 W. Madison Street, Suite 1050, Chicago, Illinois 60602, an office of the surviving corporation.

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Executed on April 1, 2013

SecureConnect Inc.

By: _____

Name: _____

Its: _____

I certify that I am authorized to execute the document and I further certify that I understand that by signing this document, I am subject to the penalties of perjury as set forth in Section 609.48, Minnesota Statutes as if I had signed this document under oath.

Executed on April 1, 2013

Trustwave SecureConnect, Inc.

By: Robert J. McCullen

Name: Robert J. McCullen

Its: President

PLAN OF MERGER
OF
SECURECONNECT INC.,
(a Minnesota corporation)
INTO
TRUSTWAVE SECURECONNECT, INC.
(a Delaware corporation)

PLAN OF MERGER approved on April 1, 2013 by SecureConnect Inc., which is a corporation for profit organized under the laws of the State of Minnesota ("SecureConnect"), and which is subject to the provisions of Chapter 302A, Minnesota Statutes (the "Minnesota Business Corporation Act"), and by resolution adopted by the affirmative vote of at least a majority of its board of directors on said date, and approved on April 1, 2013 by Trustwave SecureConnect, Inc., which is a corporation for profit organized under the laws of the State of Delaware ("Trustwave"), and by resolution adopted by its board of directors on said date.

1. SecureConnect shall, pursuant to the provisions of the Minnesota Business Corporation Act and the provisions of the Delaware General Corporation Law, be merged with and into Trustwave, which shall be the surviving corporation upon the effective date of the merger and which is sometimes herein-after referred to as the "surviving corporation", and which shall continue to exist as said surviving corporation under its present name pursuant to the provisions of the Delaware General Corporation Law. The separate existence of SecureConnect, which is sometimes hereinafter referred to as the "terminating corporation", shall cease upon the effective date of the merger in accordance with the provisions of the Minnesota Business Corporation Act.
2. The Certificate of Incorporation of the surviving corporation upon the effective date of the merger in the jurisdiction of its organization shall be the Certificate of Incorporation of said surviving corporation, and said Certificate of Incorporation shall continue in full force and effect until amended and changed in the manner prescribed by the provisions of the Delaware General Corporation Law.
3. The by-laws of the surviving corporation as in force and effect upon the effective date of the merger in the jurisdiction of its organization shall continue to be the by-laws of said surviving corporation and shall continue in full force and effect until changed, altered, or amended as therein provided and in the manner prescribed by the provisions of the Delaware General Corporation Law.
4. The directors and officers in office of the surviving corporation upon the effective date of the merger in the jurisdiction of its organization shall continue to be the members of the board of directors and the officers of the surviving corporation, all of whom shall hold their directorships and offices until the election and qualification of their respective successors or until their tenure is otherwise terminated in accordance with the by-laws of the surviving corporation.

5. Each issued share of the terminating corporation shall, upon the effective date of the merger, be converted into the right to receive the proportionate share of the aggregate consideration for SecureConnect consisting of (a) cash in the aggregate amount of \$4,000,000 (subject to certain adjustments), (b) 500,000 newly issued shares of the common stock of Trustwave Holdings, Inc., a Delaware corporation and the parent of Trustwave (subject to certain adjustments), and (iii) a three-year seller note in the amount of \$8,000,000. The issued shares of the surviving corporation shall not be converted or exchanged in any manner, but each said share which is issued as of the effective date of the merger shall continue to represent one issued share of the surviving corporation. The terms herein are subject to further supplementation pursuant to additional agreements, instruments and documents between the parties with respect to the subject matter of this Plan of Merger.

6. In the event that the merger of the terminating corporation with and into the surviving corporation shall have been fully authorized in accordance with the provisions of the Minnesota Business Corporation Act and in accordance with the provisions of the Delaware General Corporation Law, the terminating corporation and the surviving corporation hereby stipulate that they will cause to be executed and filed and/or recorded any document or documents prescribed by the laws of the State of Minnesota and of the State of Delaware, and that they will cause to be performed all necessary acts therein and elsewhere to effectuate the merger.

7. The board of directors and the proper officers of the terminating corporation and of the surviving corporation, respectively, are hereby authorized, empowered, and directed to do any and all acts and things, and to make, execute, deliver, file, and/or record any and all instruments, papers, and documents which shall be or become necessary, proper, or convenient to carry out or put into effect any of the provisions of this Plan of Merger or of the merger herein provided for.

8. The merger herein provided for shall become effective in the State of Minnesota on the date on which the Secretary of State of the State of Minnesota files these Articles of Merger.

STATE OF MINNESOTA
DEPARTMENT OF STATE
FILED

APR 02 2013

Mark Ritchie
Secretary of State *m*

STATE OF MINNESOTA

DEPARTMENT OF STATE

I hereby certify that this is a
true and complete copy of the
document as filed for record in
this office.

DATED 2 April 2013

Mark Kitchie



By

Secretary of State