

TRADEMARK ASSIGNMENT

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT
<b>NATURE OF CONVEYANCE:</b>	MERGER
<b>EFFECTIVE DATE:</b>	02/07/2013

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
CDC SOFTWARE, INC.		02/07/2013	CORPORATION: DELAWARE

**RECEIVING PARTY DATA**

<b>Name:</b>	APTEAN, INC.
<b>Street Address:</b>	1155 PERIMETER CENTER WEST, SUITE 700
<b>City:</b>	ATLANTA
<b>State/Country:</b>	GEORGIA
<b>Postal Code:</b>	30338
<b>Entity Type:</b>	CORPORATION: DELAWARE

**PROPERTY NUMBERS Total: 5**

Property Type	Number	Word Mark
Registration Number:	2663515	MARKETFIRST
Registration Number:	2663516	MARKETFIRST
Registration Number:	2632057	MARKETFIRST
Registration Number:	2954048	MARKETFIRST
Serial Number:	85663821	APTEAN

**CORRESPONDENCE DATA**

Fax Number: 2124464900  
*Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.*

Email: susan.zablocki@kirkland.com  
 Correspondent Name: Susan Zablocki  
 Address Line 1: Kirkland & Ellis LLP  
 Address Line 2: 601 Lexington Avenue  
 Address Line 4: New York, NEW YORK 10022

CH \$140.00 2663515

ATTORNEY DOCKET NUMBER:	13999-1
NAME OF SUBMITTER:	Susan Zablocki
Signature:	/susan zablocki/
Date:	04/10/2013
Total Attachments: 3 source=MERGER CDC SOFTWARE INTO APTEAN#page1.tif source=MERGER CDC SOFTWARE INTO APTEAN#page2.tif source=MERGER CDC SOFTWARE INTO APTEAN#page3.tif	

# 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 MERGER, WHICH MERGES:

"CDC SOFTWARE, INC.", A DELAWARE CORPORATION,  
WITH AND INTO "APTEAN HOLDINGS, INC." UNDER THE NAME OF "APTEAN HOLDINGS, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE SEVENTH DAY OF FEBRUARY, A.D. 2013, AT 5:55 O'CLOCK P.M.

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

3664566 8100M

130146264



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: 0201981

DATE: 02-07-13

TRADEMARK  
REEL: 005004 FRAME: 0238

**CERTIFICATE OF MERGER  
OF  
APTEAN HOLDINGS, INC.,  
a Delaware corporation  
AND  
CDC SOFTWARE, INC.,  
a Delaware corporation**

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

February 7, 2013

APTEAN HOLDINGS, INC., a corporation organized and existing under the laws of the State of Delaware, does hereby certify the following as the surviving corporation in a merger between two Delaware corporations:

1. The names and states of incorporation of the merging corporations are as follows:
  - a. Apteian Holdings, Inc., a Delaware corporation ("Apteian Holdings"); and
  - b. CDC Software, Inc., a Delaware corporation ("CDC").
2. A merger has been approved, adopted, certified, executed and acknowledged by the Board of Directors and sole stockholders of Apteian Holdings and CDC in accordance with the laws of Delaware and according to the terms of a certain Agreement and Plan of Merger.
3. Apteian Holdings, pursuant to Section 251 of the Delaware General Corporation Law, does hereby merge CDC with and into itself, with Apteian Holdings being the surviving corporation (the "Merger"). As a result, the name of the surviving corporation in the Merger is "Apteian Holdings, Inc."
4. The Certificate of Incorporation of Apteian Holdings shall be the Certificate of Incorporation of the surviving corporation.
5. The executed Agreement and Plan of Merger is on file at the office of Apteian Holdings at 1155 Perimeter Center West, Suite 700, Atlanta, Georgia 30338.
6. A copy of the executed Agreement and Plan of Merger will be furnished by Apteian Holdings, on request and without cost, to any stockholder of either of the merging corporations.
7. The Merger shall be effective upon the filing of this Certificate of Merger with the Secretary of State of Delaware, but shall be contingent upon and immediately follow the separate merger of Yaletown US Holdings, Inc. into Apteian Superior Holdings, Inc.

[Signature begin on following page.]

**IN WITNESS WHEREOF**, the undersigned have caused their corporate seal to be affixed and this certificate to be signed by an authorized officer as of the date first set forth above.

**APTEAN HOLDINGS:**

**APTEAN HOLDINGS, INC.**

By: /s/ Vincent L. Burkett  
Name: Vincent L. Burkett  
Title: President

**CDC:**

**CDC SOFTWARE, INC.**

By: /s/ Vincent L. Burkett  
Name: Vincent L. Burkett  
Title: President