#### TRADEMARK ASSIGNMENT

### Electronic Version v1.1 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	01/28/2013

#### **CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
Pagelever, Inc.		01/28/2013	CORPORATION: DELAWARE

#### **RECEIVING PARTY DATA**

Name:	PLM Unified Co.
Street Address:	180 Madison Avenue, 23rd FL.
City:	New York
State/Country:	NEW YORK
Postal Code:	10016
Entity Type:	CORPORATION: DELAWARE

#### PROPERTY NUMBERS Total: 2

Property Type	Number	Word Mark
Serial Number:	85806037	PAGELEVER
Serial Number:	85813213	MINILYTICS BY PAGELEVER

#### **CORRESPONDENCE DATA**

Fax Number:

Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent

via US Mail.

Email: BKemp@mofo.com, LHumphreys@mofo.com

Correspondent Name: Lynn Humphreys / Morrison & Foerster

Address Line 1: 425 Market Street

Address Line 4: San Francisco, CALIFORNIA 94105-2482

ATTORNEY DOCKET NUMBER:	17776-6000000
NAME OF SUBMITTER:	Lynn M. Humphreys
Signature:	/Lynn M. Humphreys/

900252711 REEL: 005008 FRAME: 0846

85806037

SSS 00 598 HO

Date:	04/17/2013
Total Attachments: 6 source=21 Certificate of Merger#page1.tif source=21 Certificate of Merger#page2.tif source=21 Certificate of Merger#page3.tif source=21 Certificate of Merger#page4.tif source=21 Certificate of Merger#page5.tif source=21 Certificate of Merger#page6.tif	

Delaware

# 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:

"PAGELEVER, INC", A DELAWARE CORPORATION,

WITH AND INTO "PLUTO MERGER CO." UNDER THE NAME OF "PLM UNIFIED CO.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-EIGHTH DAY OF JANUARY, A.D. 2013, AT 12:53 O'CLOCK P.M.

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

8100M

DATE: 01-29-13

AUTHENTICATION: 0175121

**TRADEMARK REEL: 005008 FRAME: 0848** 

Jeffrey W. Bullock, Secretary of State

5274419

130096576

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

State of Delaware Secretary of State Division of Corporations Delivered 12:53 PM 01/28/2013 FILED 12:53 PM 01/28/2013 SRV 130096576 - 5274419 FILE

# CERTIFICATE OF MERGER MERGING PAGELEVER, INC WITH AND INTO PLUTO MERGER CO.

Pluto Merger Co., a corporation organized and existing under the Delaware General Corporation Law (the "**DGCL**"), does hereby certify that:

**<u>FIRST</u>**: The name and state of incorporation of each of the constituent corporations of the Merger (as defined below) are:

- (a) PageLever, Inc., a Delaware corporation (the "Company"), and
- (b) Pluto Merger Co., a Delaware corporation (the "Merger Subsidiary").

SECOND: That an Agreement and Plan of Merger, dated as of January 28, 2013 (the "Merger Agreement"), by and among Unified Social, Inc., a Delaware corporation, the Merger Subsidiary and the Company, pursuant to which the Company will merge with and into the Merger Subsidiary (the "Merger"), has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations in accordance with the requirements of Section 251 of the DGCL (and, with respect to Merger Subsidiary, by the written consent of its sole stockholder in accordance with Section 228 of the DGCL).

<u>THIRD</u>: That the surviving corporation of the Merger shall be the Merger Subsidiary (the "Surviving Corporation"). The name of the Surviving Corporation shall be "PLM Unified Co."

**FOURTH**: That at the effective time of the Merger, the certificate of incorporation of the Merger Subsidiary shall be amended to read in its entirety as set forth in Exhibit A hereto, and as so amended shall be the Amended and Restated Certificate of Incorporation of the Surviving Corporation.

**FIFTH**: That at the effective time of the Merger, the bylaws of the Company, as in effect immediately prior to the effective time of the Merger, shall be the bylaws of the Surviving Corporation until thereafter amended as provided by the DGCL and such bylaws.

<u>SIXTH</u>: That the executed Merger Agreement is on file at the principal place of business of the Surviving Corporation. The address of said principal place of business is 180 Madison Avenue, 23d Floor, New York, New York 10016.

**SEVENTH**: That an executed copy of the Merger Agreement will be furnished on request and without cost to any stockholder of the Company or the Merger Subsidiary.

**EIGHTH**: That the Merger shall be effective January 28, 2013.

[Signature Page Follows]

IN WITNESS WHEREOF, Pluto Merger Co. has caused this Certificate of Merger to be executed by its duly authorized officer this January 28, 2013.

PΓ	JUTO MERGER CO.
Ву	z: /s/ Calvin Lui
	Calvin Lui, President, Secretary, and Treasurer

## EXHIBIT A

# AMENDED AND RESTATED CERTIFICATE OF INCORPORATION OF PLM UNIFIED CO.

sf-3238901

#### AMENDED AND RESTATED CERTIFICATE OF INCORPORATION

#### FOR

#### PLM UNIFIED CO.

#### ARTICLE 1

The name of the Corporation is PLM Unified Co.

#### **ARTICLE 2**

The address of the Corporation's registered office in the State of Delaware is 2711 Centerville Road, Suite 400, Wilmington, 19808, County of New Castle. The name of its registered agent at such address is Corporation Service Company.

#### **ARTICLE 3**

The nature of the business of the Corporation and the objects or purposes to be transacted, promoted or carried on by it are as follows: To engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of the State of Delaware.

#### **ARTICLE 4**

The total number of shares of all classes of stock that the Corporation is authorized to issue is one thousand (1,000) shares of Common Stock with a par value of one tenth of one cent (\$0.001) per share.

#### ARTICLE 5

- A. The Board of Directors is expressly authorized to adopt, amend and repeal the Bylaws of the Corporation.
- B. The stockholders are expressly authorized to adopt, amend and repeal the Bylaws of the Corporation, by the affirmative vote of a majority of the outstanding shares entitled to vote thereon.

#### **ARTICLE 6**

Elections of directors need not be by written ballot unless the Bylaws of the Corporation shall so provide.

#### ARTICLE 7

Whenever a compromise or arrangement is proposed between the Corporation and its creditors or any class of them and/or between the Corporation and its stockholders or any class of

l

them, any court of equitable jurisdiction within the State of Delaware may, on the application in a summary way of the Corporation or of any creditor or stockholder thereof, or on the application of any receiver or receivers appointed for the Corporation under the provisions of Section 291 of Delaware General Corporation Law or on the application of trustees in dissolution or of any receiver or receivers appointed for the Corporation under the provisions of Section 279 of Delaware General Corporation Law order a meeting of the creditors or class of creditors, and/or of the stockholders or class of stockholders of the Corporation, as the case may be, to be summoned in such manner as the said court directs. If a majority in number representing three-fourths in value of the creditors or class of creditors, and/or of the stockholders or class of stockholders of the Corporation, as the case may be, agree to any compromise or arrangement and to any reorganization of the Corporation as a consequence of such compromise or arrangement, the said compromise or arrangement and the said reorganization shall, if sanctioned by the court to which the said application has been made, be binding on all the creditors or class of creditors, and/or on all the stockholders or class of stockholders, of the Corporation, as the case may be, and also on the Corporation.

#### ARTICLE 8

The Corporation reserves the right to amend, alter, change or repeal any provision contained in this Certificate of Incorporation, in the manner now or hereafter prescribed by statute, and all rights conferred upon stockholders herein are granted subject to this reservation.

#### **ARTICLE 9**

To the fullest extent permitted by Delaware statutory or decisional law, as amended or interpreted, no director of this Corporation shall be personally liable to the Corporation or its stockholders for monetary damages for breach of fiduciary duty as a director. No amendment to, or modification or repeal of, this Article 9 shall adversely affect any right or protection of a director of the Corporation existing hereunder with respect to any act or omission occurring prior to such amendment, modification or repeal. This Article 9 does not affect the availability of equitable remedies for breach of fiduciary duties.

\* \* \*

2