

## TRADEMARK ASSIGNMENT

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER		
EFFECTIVE DATE:	04/09/2013		
CONVEYING PARTY DATA			
	Name	Formerly	Execution Date
	Gilt Travel, Inc.		04/09/2013
			Entity Type
			CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	Jetsetter, Inc.		
Street Address:	2 Park Avenue		
Internal Address:	4th Floor		
City:	New York		
State/Country:	NEW YORK		
Postal Code:	10016		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 4			
	Property Type	Number	Word Mark
	Registration Number:	4327697	JETSETTER JOURNEYS
	Registration Number:	4105707	JETSETTER HOMES
	Registration Number:	4108402	JETSET HOMES
	Registration Number:	3958544	JETSETTER
CORRESPONDENCE DATA			
Fax Number:	6172613175		
	<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>		
Phone:	617-261-3100		
Email:	pitrademarks@klgates.com		
Correspondent Name:	David J. Byer & Emily C. Tseng		
Address Line 1:	K&L Gates LLP, One Lincoln Street		
Address Line 2:	State Street Financial Center		
Address Line 4:	Boston, MASSACHUSETTS 02111		

OP \$115.00 4327697

TRADEMARK

ATTORNEY DOCKET NUMBER:	STM-626, 628, 629, 630
NAME OF SUBMITTER:	Emily C. Tseng
Signature:	/emily c. tseng/
Date:	09/10/2013
Total Attachments: 7 source=Gilt Travel Inc - Merger_Name Change#page1.tif source=Gilt Travel Inc - Merger_Name Change#page2.tif source=Gilt Travel Inc - Merger_Name Change#page3.tif source=Gilt Travel Inc - Merger_Name Change#page4.tif source=Gilt Travel Inc - Merger_Name Change#page5.tif source=Gilt Travel Inc - Merger_Name Change#page6.tif source=Gilt Travel Inc - Merger_Name Change#page7.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:


"SUMMIT ACQUISITION CORP.", A DELAWARE CORPORATION, WITH AND INTO "GILT TRAVEL, INC." UNDER THE NAME OF "JETSETTER, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE NINTH DAY OF APRIL, A.D. 2013, AT 2:20 O'CLOCK P.M.

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

4658442 8100M

130415506



  
Jeffrey W. Bullock, Secretary of State  
AUTHENTICATION: 0345326

DATE: 04-09-13

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

TRADEMARK  
REEL: 005108 FRAME: 0078

CERTIFICATE OF MERGER  
OF  
SUMMIT ACQUISITION CORP.  
WITH AND INTO  
GILT TRAVEL, INC.

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Pursuant to Section 251 of the General Corporation Law of the State of Delaware (the "DGCL"), the undersigned corporation does hereby certify that:

1. The constituent corporations (the "*Constituent Corporations*") participating in the merger herein certified (the "*Merger*") are:

a. Summit Acquisition Corp., which is incorporated under the laws of the State of Delaware ("*Merger Sub*"); and

b. Gilt Travel, Inc., which is incorporated under the laws of the State of Delaware ("*Jetsetter*").

2. An Agreement and Plan of Merger, dated as of April 9, 2013, by and among Smarter Travel Media LLC, Merger Sub, Jetsetter and the securityholders representative named therein (the "*Merger Agreement*"), has been approved, adopted, certified, executed and acknowledged by each of the Constituent Corporations in accordance with Section 251 and 228 of the DGCL.

3. The name of the surviving corporation in the Merger is Gilt Travel, Inc., which shall change its name to Jetsetter, Inc.

4. The certificate of incorporation of the surviving corporation at the effective time of the Merger shall be amended and restated as set forth on Exhibit A hereto, and as so amended and restated, shall be the certificate of incorporation of the surviving corporation until thereafter amended as provided therein or pursuant to the provisions of the laws of the State of Delaware.

5. The Merger shall be effective upon the filing of this Certificate of Merger with the Secretary of the State of Delaware.

6. An executed copy of the Merger Agreement is on file at an office of the aforesaid surviving corporation, the address of which is as follows:

Jetsetter, Inc.  
c/o TripAdvisor, Inc.  
141 Needham Street  
Newton, MA 02464

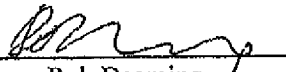
7. A copy of the Merger Agreement will be furnished by the aforesaid surviving corporation, on request, and without cost, to any stockholder of either of the Constituent Corporations.

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**TRADEMARK**  
**REEL: 005108 FRAME: 0080**

IN WITNESS WHEREOF, Gilt Travel, Inc. has caused this Certificate to be executed by its duly authorized officer this 9<sup>th</sup> day of April, 2013.

GILT TRAVEL, INC.

By:   
Name: Rob Deeming  
Title: authorized officer

SIGNATURE PAGE TO CERTIFICATE OF MERGER

TRADEMARK  
REEL: 005108 FRAME: 0081

**EXHIBIT A**

LIBC/4778574.3

**TRADEMARK**  
**REEL: 005108 FRAME: 0082**

**AMENDED AND RESTATED  
CERTIFICATE OF INCORPORATION  
OF  
JETSETTER, INC.**

**FIRST:** The name of this corporation shall be:

Jetsetter, Inc.

**SECOND:** Its registered office in the State of Delaware is to be located at:

1209 Orange Street, in the City of Wilmington, County of New Castle, 19801, and its registered agent at such address is: THE CORPORATION TRUST COMPANY.

**THIRD:** The purpose or purposes of the corporation shall be:

To carry on any and all business and to engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of the State of Delaware.

**FOURTH:** The total number of shares of stock which this corporation is authorized to issue is 1,000 shares of Common Stock, par value \$0.001 per share.

**FIFTH:** In furtherance and not in limitation of the powers conferred by the laws of the State of Delaware, the Board of Directors is expressly authorized to adopt, amend or repeal the bylaws of the corporation.

**SIXTH:** Elections of directors need not be by written ballot unless the bylaws of the corporation shall so provide.

**SEVENTH:** To the fullest extent permitted by the General Corporation Law of the State of Delaware, a director of the corporation shall not be personally liable to the corporation or its stockholders for monetary damages for breach of fiduciary duty as a director, except for liability (i) for any breach of the director's duty of loyalty to the corporation or its stockholders, (ii) for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, (iii) under Section 174 of the General Corporation Law of the State of Delaware, or (iv) for any transaction from which the director derived any improper personal benefit. If the General Corporation Law of the State of Delaware is amended after the effective date of this Certificate of Incorporation to authorize corporate action further eliminating or limiting the personal liability of directors, then the liability of a director of the corporation shall be eliminated or limited to the fullest extent permitted by the General Corporation Law of the State of Delaware. The corporation shall indemnify to the fullest extent permitted by law any person made or threatened to be made a party to an action or proceeding, whether criminal, civil, administrative or investigative, by reason of the fact that he, his testator or intestate is or was a



director or officer of the corporation or any predecessor of the corporation, or serves or served at any other enterprise as a director or officer at the request of the corporation or any predecessor to the corporation. No amendment, modification or repeal of this Section or adoption of any provision of the corporation's certificate of incorporation inconsistent with this Section shall adversely affect the rights and protection afforded to a director of the corporation under this Section for any matter occurring, or any action or proceeding accruing or arising or that, but for this Section, would accrue or arise, prior to such amendment, modification, repeal or adoption of an inconsistent provision.

EIGHTH: The corporation reserves the right at any time, and from time to time, to amend, alter, change or repeal any provision contained in this Certificate of Incorporation, and to add or insert other provisions authorized by the laws of the State of Delaware at the time in force, in the manner now or hereafter prescribed by law; and all rights, preferences and privileges of whatsoever nature conferred upon stockholders, directors or any other persons whomsoever by and pursuant to this Certificate of Incorporation in its present form or as hereafter amended are granted subject to the rights reserved in this Section.

NINTH: Whenever a compromise or arrangement is proposed between this corporation and its creditors or any class of them and/or between this corporation and its stockholders or any class of them, any court of equitable jurisdiction within the State of Delaware may, on the application in a summary way of this corporation or of any creditor or stockholder thereof or on the application of any receiver or receivers appointed for this corporation under the provisions of Section 291 of Title 8 of the Delaware Code or on the application of trustees in dissolution or of any receiver or receivers appointed for this corporation under the provisions of Section 279 of Title 8 of the Delaware Code order a meeting of the creditors or class of creditors, and/or of the stockholders or class of stockholders of this 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 this corporation, as the case may be, agree to any compromise or arrangement and to any reorganization of this corporation as 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 this corporation, as the case may be, and also on this corporation.

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