

TRADEMARK ASSIGNMENT

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER		
EFFECTIVE DATE:	04/30/2013		
<b>CONVEYING PARTY DATA</b>			
Name	Formerly	Execution Date	Entity Type
AbilTo LLC		04/30/2013	LIMITED LIABILITY COMPANY: NEW YORK
<b>RECEIVING PARTY DATA</b>			
Name:	Abilto, Inc.		
Street Address:	505 Eighth Avenue		
Internal Address:	Suite 1601		
City:	New York		
State/Country:	NEW YORK		
Postal Code:	10018		
Entity Type:	CORPORATION: DELAWARE		
<b>PROPERTY NUMBERS Total: 1</b>			
Property Type	Number	Word Mark	
Registration Number:	3907194	ABILTO	
<b>CORRESPONDENCE DATA</b>			
Fax Number:	2123553333		
	<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>		
Phone:	212-813-8800		
Email:	NY-TM-Admin@goodwinprocter.com		
Correspondent Name:	Goodwin Procter LLP/Janis Nici		
Address Line 1:	620 Eighth Avenue		
Address Line 4:	New York, NEW YORK 10018		
ATTORNEY DOCKET NUMBER:	129782223844		
NAME OF SUBMITTER:	Janis Nici		

OP \$40.00 3907194

Signature:	/janis nici/
Date:	01/16/2014
Total Attachments: 3 source=AbilTo - Certificate of Merger (DE)#page1.tif source=AbilTo - Certificate of Merger (DE)#page2.tif source=AbilTo - Certificate of Merger (DE)#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:


"ABILTO, LLC", A NEW YORK LIMITED LIABILITY COMPANY, WITH AND INTO "ABILTO, INC." UNDER THE NAME OF "ABILTO, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE THIRTIETH DAY OF APRIL, A.D. 2013, AT 10:58 O'CLOCK A.M.

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

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Jeffrey W. Bullock, Secretary of State  
AUTHENTICATION: 0394793

DATE: 04-30-13

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

TRADEMARK  
REEL: 005194 FRAME: 0115

**CERTIFICATE OF MERGER**  
  
**OF**  
  
**ABILTO LLC**  
**(a New York limited liability company)**  
  
**INTO**  
  
**ABILTO, INC.**  
**(a Delaware corporation)**

Pursuant to Section 264 of the Delaware General Corporation Law ("DGCL"), the undersigned corporation executed the following Certificate of Merger:

**FIRST:** The name of the surviving corporation is AbilTo, Inc., a Delaware corporation (the "Surviving Corporation"), and the name of the foreign limited liability company being merged into the Surviving Corporation is AbilTo LLC, a New York limited liability company (the "LLC").

**SECOND:** The Agreement and Plan of Merger has been approved, adopted, certified, executed and acknowledged by each of the constituent entities pursuant to Section 264 of the DGCL.

**THIRD:** The name of the surviving corporation is AbilTo, Inc.

**FOURTH:** No amendments or changes to the Certificate of Incorporation of AbilTo, Inc. as filed with the Delaware Secretary of State (the "Certificate of Incorporation") are desired therefore, the Certificate of Incorporation shall be the Certificate of Incorporation of the Surviving Corporation.

**FIFTH:** The merger is to become effective upon the filing of this Certificate of Merger.

**SIXTH:** The Agreement and Plan of Merger is on file at the principal place of business of the Surviving Corporation which is located at 954 Lexington Ave, #132, New York, NY 10021.

**SEVENTH:** A copy of the Agreement and Plan of Merger will be furnished by the Surviving Corporation on request, without cost, to any stockholder of the constituent corporation or any member of the constituent limited liability company.

[SIGNATURE PAGE IMMEDIATELY FOLLOWS]

IN WITNESS WHEREOF, said Surviving Corporation has caused this Certificate of Merger to be signed by an authorized officer, the 30<sup>th</sup> day of April, 2013, A.D.

ABILTO, INC.,  
a Delaware corporation

By: 

Name: Michael Laskoff

Title Chief Executive Officer