

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM299886

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	CHANGE OF NAME		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Viber Media, Inc.		03/06/2014	CORPORATION: PANAMA
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Viber Media S.à r.l.		
<b>Street Address:</b>	2, rue des Fossé		
<b>City:</b>	Luxembourg		
<b>State/Country:</b>	LUXEMBOURG		
<b>Postal Code:</b>	L-1536		
<b>Entity Type:</b>	private limited company: LUXEMBOURG		
<b>PROPERTY NUMBERS Total: 3</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	4126614	VIBER	
<b>Registration Number:</b>	4345885	VIBER CONNECT. FREELY.	
<b>Registration Number:</b>	4324133	VIBER	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	6465393785		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>			
<b>Phone:</b>	646-539-3685		
<b>Email:</b>	sms@msf-law.com		
<b>Correspondent Name:</b>	Susan M. Schlesinger		
<b>Address Line 1:</b>	Meister Seelig & Fein LLP		
<b>Address Line 2:</b>	140 East 45th Street, 19th Floor		
<b>Address Line 4:</b>	New York, NEW YORK 10017		
<b>ATTORNEY DOCKET NUMBER:</b>	5727-001		
<b>DOMESTIC REPRESENTATIVE</b>			
<b>Name:</b>	Jeffrey Kimmel and Sidney D. Bluming		
<b>Address Line 1:</b>	Meister Seelig & Fein LLP		
<b>Address Line 2:</b>	140 East 45th Street, 19th floor		
<b>Address Line 4:</b>	New York, NEW YORK 10017		
<b>NAME OF SUBMITTER:</b>	Susan M. Schlesinger		

CH \$90.00 4126614

TRADEMARK

<b>SIGNATURE:</b>	/Susan M. Schlesinger/
<b>DATE SIGNED:</b>	04/01/2014
<b>Total Attachments: 11</b> source=Viber Media - Excerpt#page1.tif source=Viber Media - Excerpt#page2.tif source=Viber Media - Excerpt#page3.tif source=Viber Media - Excerpt#page4.tif source=Viber Media - Excerpt#page5.tif source=Viber Media - Excerpt#page6.tif source=Viber Media - Excerpt#page7.tif source=Viber Media - Excerpt#page8.tif source=Viber Media - Excerpt#page9.tif source=Viber Media - Excerpt#page10.tif source=Viber Media - Excerpt#page11.tif	

## Luxembourg Trade and Companies Register

### Document bearing an advanced digital signature

This document has been generated electronically and bears an advanced digital signature by the administrator of the Trade and Companies Register so as to guarantee the authenticity and integrity of the information included in this document as compared to the registered information or to the documents filed with the Trade and Companies Register.

**Michel Mathias  
G. KILL**

Digitally signed by Michel Mathias G. KILL  
DN: c=LU, l=LU, o=RCSL G.I.E., ou=C24, cn=Michel  
Mathias G. KILL, sn=KILL, givenName=Michel  
Mathias G., serialNumber=10100377150005626556,  
email=michel.kill@rcsl.lu, title=Professional Person  
Date: 2014.03.06 09:24:38 +01'00'

POUR TRADUCTION CONFORME — CERTIFIED TRANSLATION

Xavier Devanil  
traducteur assermenté  
certified translator  
beigelogter Übersetzer  
Luxembourg  
6.3.2014

Postal address: L-2961 Luxembourg Phone (+352) 26 428-1 Fax (+352) 26 42 85 55 www.rcsl.lu  
RCSL G.I.E. R.C.S. Luxembourg C24 Headquarters and desks: Centre administratif Pierre Werner, 13, rue Erasme Luxembourg-Kirchberg

**TRADEMARK**  
**REEL: 005248 FRAME: 0538**

Trade and Companies  
Register  
Luxembourg

EXCERPT

Viber Media S.à r.l.

**Registration number:** B 184956  
**Date of registration/entry:** 06/03/2014

**Denomination(s) or name(s) of the company:**  
Viber Media S.à r.l.

**Legal form:** *Société à responsabilité limitée* (private limited company)

**Registered office:**  
48, boulevard Grande-Duchesse Charlotte  
L - 1330 Luxembourg

**Indication of the corporate object:** The object of the Company is the acquisition, holding and disposal of interests in Luxembourg and/or in foreign companies and undertakings, as well as the administration, development and management of such interests. The Company may provide loans and financing in any other kind or form or grant guarantees or security in any other kind or form, in favour of the companies and undertakings forming part of the group of which the Company is a member. The Company may invest in, acquire through contributions, firm purchases, options or in any other way, manage, develop and hold patents, copyrights, trade marks, licenses and any other form of intellectual property rights, to license the right to use them, to sell or dispose of the same, in whole or in part, for such consideration as the Company may think fit, and to subcontract the management and development of intellectual property rights. The Company may also invest in real estate, in intellectual property rights or any other movable or immovable assets in any kind or form. The Company may borrow in any kind or form and privately issue bonds, notes or any other debt instruments as well as warrants or other share subscription rights\* (\*)

**Share capital / capital stock:**

Amount: 25,000 USD  
Payment status: Fully paid up

**Date of incorporation:** 19/03/2010

**Duration:**  
Unlimited

**Financial year**

By exception, the financial year began on 03/03/2014 and shall end on 31/12/2014.  
From: 01/01 to: 31/12

Xavier Devah  
traducteur assermenté  
certified translator  
beaufögter Übersetzer  
Luxembourg  
6.3.2014



---

(\*) Excerpt of the registration: for further details, please refer to the corporate file.

**Certified true excerpt (1)**

**Luxembourg, 06/03/2014**

**The administrator of the Trade and Companies Register (2)**

POUR TRADUCTION CONFORME - CERTIFIED TRANSLATION  
Xavier Devahri  
traducteur assermenté  
certified translator  
beerdigter Übersetzer  
Luxembourg  
6.3.2014

---

<sup>1</sup> Pursuant to article 21, paragraph 2, of the amended law of 19 December 2002 on the Trade and Companies Register and the account-keeping and annual accounts of companies and article 21 of the amended Grand-Ducal regulation of 23 January 2003 implementing the law of 19 December 2002, this excerpt sets out at least the updated situation of the data communicated to the Trade and Companies Register up until three days before the date of issue of the said excerpt. Any change notified to the Trade and Companies Register since then may not have been taken into account when issuing the excerpt.

<sup>2</sup> This excerpt is issued and executed electronically.

The administrator of the Trade and Companies Register ensures the true origin and the integrity of the information contained in this excerpt against the information registered in the Trade and Companies Register only if this excerpt contains the electronic signature of the administrator of the Trade and Companies Register.

**Viber Media S.à r.l.**  
**Société à responsabilité limitée**  
**Registered office: 48, boulevard Grande-Duchesse Charlotte**  
**L-1330 Luxembourg**  
**RESOLUTIONS DE L'ASSOCIE UNIQUE**  
**du 3 mars 2014                      Numéro                      /2014**

In the year two thousand and fourteen, on the third day of March,  
before Maître Marc Loesch, notary residing in Mondorf-les-Bains, Grand  
Duchy of Luxembourg.

**there appeared:**

**Viber Media Ltd.**, a company governed by the laws of Cyprus,  
registered under number HE 303929 and having its registered office at Filiou  
Zannetou, 2, C & F Orologas Building, 1st floor, Katholiki, 3021, Limassol  
(Cyprus) (the “**Shareholder**”),

hereby represented by Ms Stéphanie Weydert, LL.M., professionally  
residing in Luxembourg

by virtue of a power of attorney under private seal granted on 3  
March 2014.

Said proxy, signed “*ne varietur*” by the proxyholder and the undersigned  
notary, will be annexed to the present deed for the purpose of registration.

The appearing person, represented as stated above, has requested the  
notary to record that:

(i) The Shareholder is the sole shareholder of Viber Media Inc. (the  
“**Company**”), a company governed by the laws of Panama, registered under  
Micro Jacket 695355 and Document 1745997 of the Mercantile Section, of the  
Public Registry Office in Panama, in process of de-registration in Panama.

(ii) The issued share capital of the Company is currently fixed at

twenty-five thousand United States dollars (USD 25,000.-) represented by twenty-five thousand (25,000) shares with a nominal value of one United States dollar (USD 1.-) each, entirely paid-in.

(iii) The Shareholder, represented as mentioned above, has recognised to be fully informed of the resolutions to be taken on the basis of the following agenda:

#### **AGENDA**

**1** Acknowledgement of the resolutions taken by the board of directors of the Company on 28 February 2014 regarding the transfer of the domicile, registered office and central administrative seat of the Company without any dissolution from Panama to Luxembourg, Grand-Duchy of Luxembourg with effect as at the date of the present extraordinary general meeting of the shareholders.

**2** Transfer of the domicile, registered office and central administrative seat of the Company without dissolution from Panama, to Luxembourg, Grand-Duchy of Luxembourg, with effect as at the date of the present extraordinary general meeting of the shareholders.

**3** Adoption of the Luxembourg nationality and submission of the Company to Luxembourg laws, adoption of the legal form of a “*société à responsabilité limitée*” and change of the Company’s name to “Viber Media S.à r.l.”.

**4** Complete restatement of the Company’s articles of association in order to comply with the laws of the Grand Duchy of Luxembourg in this respect.

**5** Confirmation of the closing date of the current financial year of the Company under Panama law and of the opening date of the first financial year of the Company under Luxembourg law.

**6** Approval of an interim balance sheet of the Company as at 28 February 2014, as opening balance sheet of the Company, and of a manager’s certificate with respect to this interim balance sheet.

**7** Acknowledgement that the net value of the Company’s assets corresponds at least to the Company’s issued share capital of twenty-five thousand United States dollars (USD 25,000.-) represented by twenty-five thousand (25,000) shares, and subsequently that the Company complies with



the Luxembourg statutory requirements of the minimum share capital applicable for a *société à responsabilité limitée*.

8 Determination of the address of the registered office in Luxembourg.

9 Setting of the number of managers of the Company at four (4) and (i) re-appointment of the former directors of the Company as class A managers of the Company until the general meeting of shareholders convened to approve the Company's annual accounts for the first financial year, as follows:

- Mr Zohar Shamir;
- Mr Talmon Marco; and
- Mr Moshe Yosef;

and (ii) appointment of Mr. Laurent Schummer as class B manager of the Company until the general meeting of shareholders convened to approve the Company's annual accounts for the first financial year.

10 To delegate powers.

(iv) The undersigned notary has received an opinion from a Panama legal counsel, namely Mr. Ricardo Chanis dated 3 March 2014 stating among others that the laws of Panama permit the Company to discontinue under the laws of Panama and continue in Luxembourg, Grand Duchy of Luxembourg, without dissolution of the Company.

(v) The Shareholder took the following resolutions:

**FIRST RESOLUTION**

The Shareholder resolved to acknowledge the resolutions of the board of directors of the Company taken on 28 February 2014, in accordance to which the directors of the Company resolved, among others, the following:

- to transfer the domicile, registered office and central administrative seat of the Company without dissolution from Panama, to Luxembourg, Grand Duchy of Luxembourg;
- to set the date of effectiveness of the transfer from Panama to Luxembourg, Grand Duchy of Luxembourg as at the date of the present extraordinary general meeting of the shareholders; and
- to delegate to any director or officer, as well as to any lawyer at the

law firm Chanis Abogados y Consultores, Panama all powers to perform all the formalities and to effect all the registrations and publications in Panama and in Luxembourg, for the purpose of transferring of the domicile, registered office and central administrative seat of the Company from Panama to Luxembourg, Grand Duchy of Luxembourg.

Consequently, the Company will become a Luxembourg domiciled company falling under the laws of the Grand Duchy of Luxembourg.

Said resolutions of the board of directors of the Company, after *ne varietur* signature by the proxyholder and the undersigned notary, will remain attached to the present deed, to be filed at the same time with the registration authorities.

### **SECOND RESOLUTION**

The Shareholder resolved to transfer the domicile, registered office and central administrative seat of the Company without any dissolution from Panama to Luxembourg, Grand Duchy of Luxembourg, and to continue its corporate existence with effect as at the date of the present extraordinary general meeting of the shareholders.

### **THIRD RESOLUTION**

The Shareholder resolved that as a consequence of the above transfer, the Company shall adopt the Luxembourg nationality, shall be submitted to the laws of the Grand Duchy of Luxembourg and shall adopt the legal form of a “*société à responsabilité limitée*”.

The Shareholder further resolved that the Company will change its name to “Viber Media S.à r.l.”.

### **FOURTH RESOLUTION**

The Shareholder resolved to proceed with a complete restatement of the Company’s articles of association in order to comply with the laws of the Grand Duchy of Luxembourg in this respect and that the articles of association of the Company shall henceforth read as follows:

### **“CHAPTER I.- FORM, NAME, REGISTERED OFFICE, OBJECT, DURATION**

#### **Article 1. Form, Name**

A société à responsabilité limitée (the “**Company**”) is governed by the laws of the Grand Duchy of Luxembourg and in particular the law of 10

August 1915 on commercial companies, as amended (the “Laws”) and by the present articles of incorporation (the “Articles of Incorporation”).

The Company may be composed of one (1) single shareholder, owner of all the shares, or several shareholders, but not exceeding forty (40) shareholders.

The Company exists under the name of “Viber Media S.à r.l.”.

**Article 2. Registered Office**

The Company will have its registered office in the City of Luxembourg.

The registered office may be transferred to any other place within the City of Luxembourg by a resolution of the Manager(s).

Branches or other offices may be established either in the Grand Duchy of Luxembourg or abroad by resolution of the Manager(s).

In the event that, in the view of the Manager(s), extraordinary political, economic or social developments occur or are imminent that would interfere with the normal activities of the Company at its registered office or with the ease of communications with such office or between such office and persons abroad, the Company may temporarily transfer the registered office abroad, until the complete cessation of these abnormal circumstances. Such temporary measures will have no effect on the nationality of the Company, which, notwithstanding the temporary transfer of the registered office, will remain a company governed by the Laws. Such temporary measures will be taken and notified to any interested parties by the Manager(s).

**Article 3. Object**

The object of the Company is the acquisition, holding and disposal of interests in Luxembourg and/or in foreign companies and undertakings, as well as the administration, development and management of such interests.

The Company may provide loans and financing in any other kind or form or grant guarantees or security in any other kind or form, in favour of the companies and undertakings forming part of the group of which the Company is a member.

The Company may invest in, acquire through contributions, firm purchases, options or in any other way, manage, develop and hold patents, copyrights, trade marks, licenses and any other form of intellectual property rights, to license the right to use them, to sell or dispose of the same, in whole

or in part, for such consideration as the Company may think fit, and to subcontract the management and development of intellectual property rights.

The Company may also invest in real estate, in intellectual property rights or any other movable or immovable assets in any kind or form.

The Company may borrow in any kind or form and privately issue bonds, notes or any other debt instruments as well as warrants or other share subscription rights.

In a general fashion, the Company may carry out any commercial, industrial or financial operation, which it may deem useful in the accomplishment and development of its purposes.

#### **Article 4. Duration**

The Company is formed for an unlimited duration.

It may be dissolved at any time by a resolution of the shareholder(s), voting with the quorum and majority rules set by the Laws or by the Articles of Incorporation, as the case may be pursuant to article 29 of the Articles of Incorporation.

### **CHAPTER II. CAPITAL, SHARES**

#### **Article 5. Issued Capital**

The issued capital of the Company is set at twenty-five thousand United States dollars (USD 25,000.-) divided into twenty-five thousand (25,000) shares with a nominal value of one United States dollar (USD 1.-) each, all of which are fully paid up.

The rights and obligations attached to the shares shall be identical except to the extent otherwise provided by the Articles of Incorporation or by the Laws.

In addition to the issued capital, there may be set up a premium account to which any premium paid on any share in addition to its nominal value is transferred. The amount of the premium account may be used to provide for the payment of any shares which the Company may repurchase from its shareholder(s), to offset any net realised losses, to make distributions to the shareholder(s) in the form of a dividend or to allocate funds to the legal reserve.

#### **Article 6. Shares**

Each share entitles to one (1) vote.

euros (EUR 7.500,-).

**Dont acte**

Fait et passé à Luxembourg, date qu'en tête des présentes.

Le notaire instrumentant qui comprend et parle la langue anglaise, déclare par la présente qu'à la demande du mandataire de la comparante ci-avant, le présent acte est rédigé en langue anglaise, suivi d'une version française, et qu'à la demande du même mandataire, en cas de divergences entre le texte anglais et le texte français, la version anglaise primera.

Lecture du présent acte fait et interprétation donnée au mandataire de la comparante ci-avant, connu du notaire instrumentaire par son nom, prénom usuel, état et demeure, il a signé avec Nous, notaire, le présent acte.

CERTIFIED AS A TRUE COPY.

MONDORF. MARCH 3, 2014

