

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM301031

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	07/01/2012

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
CloudSwitch, Inc.		06/29/2012	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	Terremark North America, Inc.
Street Address:	1320 North Court House Road, 9th Floor
City:	Arlington
State/Country:	VIRGINIA
Postal Code:	22201
Entity Type:	CORPORATION: FLORIDA

PROPERTY NUMBERS Total: 2

Property Type	Number	Word Mark
Registration Number:	3804551	CLOUDSWITCH
Registration Number:	4084364	CLOUDFIT

CORRESPONDENCE DATA

Fax Number: 7033513669
Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.
Phone: 703-351-3080
Email: lauren.lyles@verizon.com
Correspondent Name: Janis M. Manning
Address Line 1: 1320 North Court House Road, 9th Floor
Address Line 4: Arlington, VIRGINIA 22201

NAME OF SUBMITTER:	Janis M. Manning
SIGNATURE:	/janis m. manning/
DATE SIGNED:	04/10/2014

Total Attachments: 8

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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 OWNERSHIP, WHICH MERGES:

"CLOUDSWITCH, INC.", A DELAWARE CORPORATION,
WITH AND INTO "TERREMARK NORTH AMERICA, INC." UNDER THE NAME OF "TERREMARK NORTH AMERICA, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF FLORIDA, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-NINTH DAY OF JUNE, A.D. 2012, AT 5:31 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF OWNERSHIP IS THE FIRST DAY OF JULY, A.D. 2012.

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

5178116 8100M

120795523



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


Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 9682365

DATE: 07-02-12

TRADEMARK
REEL: 005257 FRAME: 0872

CERTIFICATE OF OWNERSHIP AND MERGER

MERGING

CLOUDSWITCH, INC.

WITH AND INTO

TERREMARK NORTH AMERICA, INC.

Effective Date: July 1, 2012

**UNDER SECTION 253 OF THE GENERAL
CORPORATION LAW OF THE STATE OF DELAWARE**

Pursuant to Section 253 of the General Corporation Law of the State of Delaware (the "DGCL"), Terremark North America, Inc., a Florida corporation ("TNA"), hereby certifies the following:

FIRST: TNA, which was incorporated on May 23, 2000 under the laws of the State of Florida, owns 100% of the issued and outstanding capital stock of Cloudswitch, Inc., which was incorporated on April 23, 2008 under the laws of the State of Delaware ("Cloudswitch");

SECOND: The resolutions set forth on Exhibit A attached hereto were duly adopted by the Board of Directors of TNA on June 29, 2012 to merge Cloudswitch with and into TNA (the "Merger"), with TNA being the surviving corporation of the Merger (the "Surviving Corporation");


THIRD: The effective date of the Merger shall be July 1, 2012;

FOURTH: The Surviving Corporation agrees that it may be served with process in the State of Delaware in any proceeding for the enforcement of any obligation of Cloudswitch, as well as for enforcement of any obligation of the Surviving Corporation arising from the Merger, including any suit or other proceeding to enforce the right of any stockholders as determined in appraisal proceedings pursuant to Section 262 of the DGCL; and the Surviving Corporation does hereby irrevocably appoint the Secretary of State of the State of Delaware as its agent to accept service of process in any such suit or other proceedings; and a copy of any such process shall be mailed by the Secretary of State of the State of Delaware to the Surviving Corporation at One Biscayne Tower, 2 South Biscayne Boulevard, Suite 2800, Miami, Florida 33131.

[signature page follows]

IN WITNESS WHEREOF, Terremark North America, Inc. has caused this Certificate of Ownership and Merger to be executed on the 29th day of June, 2012.

TERREMARK NORTH AMERICA, INC.

By: 
Name: Nelson Fonseca
Title: President

Signature page to Certificate of Ownership and Merger

TRADEMARK
REEL: 005257 FRAME: 0874

Exhibit A

[Resolutions - Attached]

UNANIMOUS WRITTEN CONSENT
of
THE BOARD OF DIRECTORS
Of
TERREMARK NORTH AMERICA, INC.
and
THE SOLE SHAREHOLDER
of
CLOUDSWITCH, INC.

Dated June 29, 2012

Pursuant to the authority contained in Section 607.0821 of the Florida Business Corporation Act (the "FBCA") and Section 141(f) of the General Corporation Law of the State of Delaware, as applicable, the undersigned, being (i) Terremark North America, Inc., a Florida corporation ("TNA") and the sole stockholder of Cloudswitch, Inc., a Delaware corporation ("Cloudswitch"), and (ii) all of the directors of the Board of Directors (the "Board") of TNA, do hereby consent that when all of the undersigned have signed this consent, the resolutions set forth below shall be deemed to have been adopted to the same extent and to have the same force as if adopted at a formal meeting of the Board and TNA, as sole stockholder of Cloudswitch, duly called and held for the purpose of acting upon proposals to adopt such resolutions. The undersigned hereby waive any notice requirement under applicable law.

Approval of Merger With and Into Terremark North America, Inc.

WHEREAS, TNA owns 100% of the issued and outstanding capital stock of Cloudswitch, and the Board deems it to be in the best interest of TNA that it adopt and approve that certain Agreement and Plan of Merger, substantially in the form previously provided to the Board (the "Plan of Merger"), by and between TNA and Cloudswitch, pursuant to which Cloudswitch will merge with and into TNA, with TNA surviving the merger (the "Merger").

NOW, THEREFORE, BE IT:

RESOLVED, that Board hereby adopts, approves, authorizes and confirms in all respects each of the Merger and the Plan of Merger; and it is

FURTHER RESOLVED, that TNA, as sole stockholder of Cloudswitch, hereby waives the mailing of a copy or summary of the Plan of Merger otherwise required by Section 607.1104(2) of the FBCA; and it is

FURTHER RESOLVED, that the appropriate officers of TNA, or any agent or attorney-in-fact of TNA authorized by any of the foregoing be, and each of them acting alone hereby is, authorized, empowered and directed, for and on behalf of TNA, to negotiate, execute and deliver the Plan of Merger, together with such amendments, modifications, changes and supplements thereto, required under the terms of, contemplated by or necessary or appropriate to effect the transactions contemplated by the Plan of Merger, with the execution and delivery of the Plan of Merger and such amendments, modifications, changes and supplements thereto, to constitute

conclusive proof of the appropriateness of the Plan of Merger and such amendments, modifications, changes and supplements thereto; and it is

FURTHER RESOLVED, that in addition to and without limiting the foregoing, the appropriate officers of TNA, or any agent or attorney-in-fact of TNA authorized by any of the foregoing be, and each of them acting alone hereby is, authorized, empowered and directed to take, or cause to be taken, such further action, and to execute and deliver, or cause to be delivered, for and in the name and on behalf of TNA, all such instruments and documents as such person deems appropriate in order to effectuate the purpose and intent of the foregoing resolutions (as conclusively evidenced by the taking of such action, or the execution and delivery of such instruments and documents, as the case may be), including, but not limited to, the filing of Articles of Merger with the Department of State of the State of Florida and the filing of a Certificate of Ownership and Merger with the Secretary of State of the State of Delaware, and all action heretofore taken by such persons and in connection with the foregoing recitals and resolutions be, and it hereby is, approved, ratified and confirmed in all respects as the act and deed of TNA; and it is

FURTHER RESOLVED, that a facsimile or other electronically scanned and transmitted copy of this consent shall be deemed an original, and any person may rely upon a facsimile or other electronically scanned copy of this consent in determining the validity of the actions taken by the Board and TNA, as the sole stockholder of Cloudswitch, hereunder; and it is

FURTHER RESOLVED, that this consent may be executed in one or more counterparts, each of which shall be deemed an original, but all of which, taken together, shall constitute one document; and it is

FURTHER RESOLVED, that the undersigned hereby direct that a copy of these resolutions be filed with the minutes of the proceedings of the Board.

[signature page follows]

IN WITNESS WHEREOF, the undersigned have executed this unanimous written consent as of the date first set forth above.

Sole Stockholder of Cloudswitch, Inc.:

Terremark North America, Inc.

By: 


Name: Nelson Fonseca

Title: President

Dated:

Board of Directors of:

TERREMARK NORTH AMERICA, INC.


Nelson Fonseca

Efrain Rodriguez

Signature Page to Unanimous Written Consent

IN WITNESS WHEREOF, the undersigned have executed this unanimous written consent as of the date first set forth above.

Sole Stockholder of Cloudswitch, Inc.:

Terremark North America, Inc.

By: _____

Name: Nelson Fonseca

Title: President

Dated:

Board of Directors of:

TERREMARK NORTH AMERICA, INC.

Nelson Fonseca



Efrain Rodriguez

Signature Page to Unanimous Written Consent