

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM301047

| | |
|------------------------------|----------------|
| SUBMISSION TYPE: | NEW ASSIGNMENT |
| NATURE OF CONVEYANCE: | MERGER |
| EFFECTIVE DATE: | 03/31/2014 |

CONVEYING PARTY DATA

| Name | Formerly | Execution Date | Entity Type |
|--------------------------|----------|----------------|----------------------|
| Wireless Extenders, Inc. | | 03/31/2014 | CORPORATION: GEORGIA |

RECEIVING PARTY DATA

| | |
|------------------------|-------------------------------------|
| Name: | zBoost, LLC |
| Street Address: | One Meca Way |
| City: | Norcross |
| State/Country: | GEORGIA |
| Postal Code: | 30093 |
| Entity Type: | LIMITED LIABILITY COMPANY: DELAWARE |

PROPERTY NUMBERS Total: 12

| Property Type | Number | Word Mark |
|----------------|----------|-----------------------|
| Serial Number: | 86214437 | MOBILEWORKS |
| Serial Number: | 86099069 | WE'VE GOT YOU COVERED |
| Serial Number: | 86099050 | TRIO |
| Serial Number: | 86099063 | REACH |
| Serial Number: | 85923357 | EXTENDING CELL ZONES |
| Serial Number: | 85831654 | DATABLAST |
| Serial Number: | 85754935 | WIRELESS EXTENDERS |
| Serial Number: | 85432544 | ZFORCE |
| Serial Number: | 77044728 | ZBOOST |
| Serial Number: | 77044727 | WI-EX |
| Serial Number: | 77044718 | EXTENDING CELL ZONES |
| Serial Number: | 77044707 | Z |

CORRESPONDENCE DATA

Fax Number: 2485668531

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

Phone: 248-566-8530

Email: tmdocketing@honigman.com

Correspondent Name: Julie E. Reitz

TRADEMARK

Address Line 1: 39400 Woodward Avenue, Suite 101
Address Line 4: Bloomfield Hills, MICHIGAN 48304-5151

ATTORNEY DOCKET NUMBER: 235524-349323 TMK

NAME OF SUBMITTER: Jennifer Sheehan Anderson

SIGNATURE: /Jennifer Sheehan Anderson/

DATE SIGNED: 04/10/2014

Total Attachments: 9

source=Merger Agreement_Wireless Extenders, Inc into zBoost, LLC#page1.tif
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source=Merger Agreement_Wireless Extenders, Inc into zBoost, LLC#page3.tif
source=Merger Agreement_Wireless Extenders, Inc into zBoost, LLC#page4.tif
source=Filed DE Certificate of Merger (Wireless Extenders, Inc. into zBoost, LLC)#page1.tif
source=Filed DE Certificate of Merger (Wireless Extenders, Inc. into zBoost, LLC)#page2.tif
source=Filed DE Certificate of Merger (Wireless Extenders, Inc. into zBoost, LLC)#page3.tif
source=Filed GA Certificate of Merger (WIEX into zBoost)#page1.tif
source=Filed GA Certificate of Merger (WIEX into zBoost)#page2.tif

AGREEMENT AND PLAN OF MERGER

This AGREEMENT AND PLAN OF MERGER (this "Agreement") is made as of March 31, 2014, by and between Wireless Extenders, Inc., a Georgia corporation ("WEI"), and zBoost, LLC, a Delaware limited liability company ("zBoost").

WITNESSETH:

WHEREAS, the issued and outstanding capital stock of WEI consists of 1,000 shares of Common Stock (the "WEI Shares"), each being fully paid and nonassessable and held by Wilson Electronics, LLC, a Delaware limited liability company ("Wilson");

WHEREAS, the issued and outstanding capital stock of zBoost consists of 1,000 Units (the "zBoost Units"), each being fully paid and nonassessable and held by Wilson;

WHEREAS, (i) Wilson, as the (a) sole shareholder of WEI and (b) sole member of zBoost, (ii) the board of directors of WEI (the "Board of Directors"), and (iii) the board of managers of zBoost (the "Board of Managers"), each deem it advisable and in the best interests of WEI and zBoost to consummate the merger, pursuant to the terms and subject to the conditions set forth herein and in accordance with Section 18-209 of the Delaware Limited Liability Company Act (the "DLLCA") and Section 14-2-1109 of the Georgia Business Corporation Code (the "GBCC"), of WEI with and into zBoost, with zBoost continuing as the surviving entity (the "Merger"); and

WHEREAS, (i) Wilson, as the (a) sole shareholder of WEI and (b) sole member of zBoost, (ii) the Board of Directors of WEI, and (iii) the Board of Managers of zBoost, have by resolutions duly approved and adopted the provisions of this Agreement as the plan of merger required by Section 18-209 of the DLLCA and Section 14-2-1109 of the GBCC.

NOW, THEREFORE, in consideration of the mutual covenants and agreements herein contained and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the parties hereto, intending to be legally bound, hereby agree as follows:

ARTICLE I

Effect of the Merger; Manner and Basis of Converting and Canceling Shares and Units

Section 1.1 At the Effective Time (as hereinafter defined), WEI shall be merged with and into zBoost pursuant to Section 18-209 of the DLLCA and Section 14-2-1109 of the GBCC, the separate existence of WEI shall cease, and zBoost shall continue as the surviving entity, all with the effects provided by applicable law. zBoost, in its capacity as the surviving entity of the Merger, is hereinafter sometimes referred to as the "Surviving Entity."

Section 1.2 At the Effective Time, each zBoost Unit issued and outstanding immediately prior to the Effective Time shall, by virtue of the Merger and without any action by WEI or zBoost, automatically be converted into one Unit of the Surviving Entity.

Section 1.3 At the Effective Time, the WEI Shares issued and outstanding immediately prior to the Effective Time shall, by virtue of the Merger and without any action by WEI or zBoost, automatically be canceled and retired and shall cease to exist, and no consideration shall be delivered or deliverable in respect thereof or in exchange therefore.

Section 1.4 The Merger will have the effects set forth in Section 18-209 of the DLLCA and Section 14-2-1106 of the GBCC. At and after the Effective Time, all properties, rights, privileges and powers of WEI will vest in the Surviving Entity and all debts, liabilities and obligations of WEI will become debts, liabilities and obligations of the Surviving Entity.

Section 1.5 The name of the Surviving Entity shall be “zBoost, LLC”. The address of the Surviving Entity’s principal place of business shall be One Meca Way, Norcross, GA 30093.

ARTICLE II

Effective Time

Section 2.1 An appropriate certificate of merger (the “DE Certificate of Merger”) will be filed with the Secretary of State of Delaware in accordance with Section 18-209(c) of the DLLCA and an appropriate certificate of merger (the “GA Certificate of Merger”) will be filed with the Secretary of State of Georgia in accordance with Section 14-2-1105 of the GBCC.

Section 2.2 The Merger shall become effective at such time as the DE Certificate of Merger is duly filed with the Secretary of State of the State of Delaware and at such time as the GA Certificate of Merger is duly filed with the Secretary of State of Georgia or at such subsequent time as WEI and zBoost shall agree and shall specify in the DE Certificate of Merger and the GA Certificate of Merger (the time at which the Merger becomes effective, the “Effective Time”).

ARTICLE III

Certificate of Formation and Operating Agreement; Managers; Officers

Section 3.1 At the Effective Time, upon the filing of the DE Certificate of Merger and the GA Certificate of Merger, the Certificate of Formation of zBoost, as in effect at the Effective Time, shall be the Certificate of Formation of the Surviving Entity.

Section 3.2 At the Effective Time, upon the filing of the DE Certificate of Merger and the GA Certificate of Merger, the Operating Agreement of zBoost, as in effect at the Effective Time, shall be the Operating Agreement of the Surviving Entity.

Section 3.3 At the Effective Time, upon the filing of the DE Certificate of Merger and the GA Certificate of Merger, the managers and the officers of zBoost holding office immediately prior to the Effective Time shall be the managers and the officers respectively (holding the same positions as they held with zBoost immediately prior to the Effective Time) of the Surviving Entity and shall hold such offices until the expiration of their current terms, or their prior resignation, removal or death, or as otherwise provided in the Operating Agreement of the Surviving Entity.

ARTICLE IV

Amendment and Termination

Section 4.1 At any time prior to the Effective Time, this Agreement may be amended, to the fullest extent permitted by applicable law, by an agreement in writing duly approved by the Board of Directors of WEI and the Board of Managers of zBoost.

Section 4.2 At any time prior to the Effective Time, this Agreement may be terminated and abandoned by the Board of Directors of WEI or the Board of Managers of zBoost.

ARTICLE V

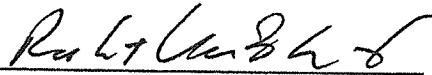
Governing Law

Section 5.1 This Agreement will be governed by and construed in accordance with the laws of the State of Delaware without giving effect to any law or rule that would cause the laws of any jurisdiction other than the State of Delaware to be applied.

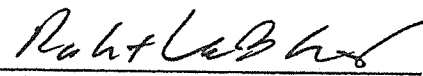
* * * * *

IN WITNESS WHEREOF, the parties hereto have caused this Agreement and Plan of Merger to be signed by their respective officers thereunto duly authorized, all as of the day and year first written above. This Agreement and Plan of Merger may be executed in one or more counterparts (including by means of portable document format or similar format by electronic mail), all of which taken together shall constitute one and the same instrument.

WIRELESS EXTENDERS, INC.

By: 
Name: Robert Van Buskirk
Its: President and Chief Executive Officer

ZBOOST, LLC

By: 
Name: Robert Van Buskirk
Its: President and Chief Executive Officer

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:

"WIRELESS EXTENDERS, INC.", A GEORGIA CORPORATION,
WITH AND INTO "ZBOOST, LLC" UNDER THE NAME OF "ZBOOST, LLC",
A LIMITED LIABILITY COMPANY ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE THIRTY-FIRST DAY OF MARCH, A.D. 2014, AT 12:15 O'CLOCK P.M.

5504018 8100M

140405297



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


Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 1252663

DATE: 03-31-14

TRADEMARK

REEL: 005257 FRAME: 0975

State of Delaware
Secretary of State
Division of Corporations
Delivered 12:15 PM 03/31/2014
FILED 12:15 PM 03/31/2014
SRV 140405297 - 5504018 FILE

CERTIFICATE OF MERGER

for the merger of

WIRELESS EXTENDERS, INC.

with and into

ZBOOST, LLC

Pursuant to Section 18-209 of the
Delaware Limited Liability Company Act

The undersigned limited liability company, organized and existing under and by virtue of the Delaware Limited Liability Company Act, DOES HERBY CERTIFY:

First: That the name and state of domicile of each of the constituent entities in the merger (the "Merger") is as follows:

| <u>Name</u> | <u>State of Domicile</u> |
|--------------------------|--------------------------|
| Wireless Extenders, Inc. | Georgia |
| zBoost, LLC | Delaware |

Second: That an Agreement and Plan of Merger, dated as of March 31, 2014, between the parties to the Merger has been approved, adopted, executed and acknowledged by the domestic constituent limited liability company and the constituent corporation in accordance with the requirements of Section 18-209 of the Delaware Limited Liability Company Act

Third: That zBoost, LLC shall be the surviving limited liability company of the Merger and will continue its existence under the name zBoost, LLC.

Fourth: The Certificate of Formation of zBoost, LLC, without any amendments, shall be the Certificate of Formation of the surviving limited liability company of the Merger.

Fifth: That an executed copy of the Agreement and Plan of Merger is on file at an office of the surviving limited liability company. The address of such office is One Meca Way, Norcross, GA 30093.

Sixth: That a copy of the Agreement and Plan of Merger will be furnished by the surviving limited liability company, on request and without cost, to any member of the domestic constituent limited liability company and to any stockholder of the constituent corporation.

Seventh: That the Merger shall be effective upon the filing of this Certificate of Merger with the Secretary of State of the State of Delaware.

[Signature Page follows]

14279072.4

TRADEMARK

REEL: 005257 FRAME: 0976

IN WITNESS WHEREOF, zBoost, LLC has caused this Certificate of Merger to be executed by its duly authorized officer this 31st day of March, 2014.

ZBOOST, LLC

By: *Robert Van Baskirk*
Name: Robert Van Baskirk
Its: President and Chief Executive Officer

142790724

TOTAL P.03

TRADEMARK

REEL: 005257 FRAME: 0977

STATE OF GEORGIA

Secretary of State
Corporations Division
313 West Tower
#2 Martin Luther King, Jr. Dr.
Atlanta, Georgia 30334-1530

CERTIFICATE OF MERGER

I, **Brian P. Kemp**, the Secretary of State and Corporations Commissioner of the State of Georgia, do hereby issue this certificate pursuant to Title 14 of the Official Code of Georgia Annotated certifying that articles or a certificate of merger and fees have been filed regarding the merger of the below entities, effective as of March 31, 2014. Attached is a true and correct copy of the said filing

Surviving Entity:
zBoost, LLC

Nonsurviving Entity/Entities
WIRELESS EXTENDERS, INC.

WITNESS my hand and official seal in the City of Atlanta and the State of Georgia on April 1, 2014.



A handwritten signature in black ink, appearing to read "B. P. Kemp".

Brian P. Kemp
Secretary of State

Tracking #: RjckHDXb

TRADEMARK
REEL: 005257 FRAME: 0978

CERTIFICATE OF MERGER
OF
WIRELESS EXTENDERS, INC.
(a Georgia corporation)
WITH AND INTO
ZBOOST, LLC
(a Delaware limited liability company)

Pursuant to Section 14-2-1105 and Section 14-2-1109 of the Georgia Business Corporation Code (the "GBCC"), the undersigned entity is filing the following Certificate of Merger in the Office of the Secretary of State of the State of Georgia in order to merge Wireless Extenders, Inc., a Georgia corporation ("WEI"), with and into zBoost, LLC, a Delaware limited liability company ("zBoost" or the "Surviving Entity"), which shall be the Surviving Entity (the "Merger"):

FIRST: The name and state of incorporation or organization, as the case may be, of each of the constituent entities to the Merger are Wireless Extenders, Inc., a Georgia corporation, and zBoost, LLC, a Delaware limited liability company.

SECOND: The name of the Surviving Entity in the Merger is zBoost, LLC, a Delaware limited liability company.

THIRD: The Certificate of Formation of zBoost shall be the Certificate of Formation of the Surviving Entity.

FOURTH: The executed plan of merger is on file at the principal place of business of the Surviving Entity, the address of which is One Meca Way, Norcross, GA 30093.

FIFTH: A copy of the plan of merger will be furnished by the Surviving Entity, on request and without cost, to any shareholder or member of any entity that is a party to the Merger.

SIXTH: The Merger was duly approved by the sole shareholder of WEI pursuant to Section 14-2-1103(e) of the GBCC. The Merger was duly approved by the sole member of zBoost pursuant to Section 18-209 of the Delaware Limited Liability Company Act.

SEVENTH: A request for publication of a notice of filing this Certificate of Merger, and payment therefore, will be made as required by Section 14-2-1105.1(b) of the GBCC.

IN WITNESS WHEREOF, the Surviving Entity has caused this Certificate of Merger to be executed on its behalf by its duly authorized officer as of this 31st day of March, 2014.

ZBOOST, LLC

By: Robert Van Buskirk
Name: Robert Van Buskirk
Its: President and Chief Executive Officer

SECRETARY OF STATE
CORPORATIONS DIVISION
2014 MAR 31 PM 5:17