

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM310417

<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>
USA Mobility, Inc.		07/08/2014	CORPORATION: DELAWARE
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Spok Holdings, Inc.		
<b>Street Address:</b>	6850 Versar Center, Suite 420		
<b>City:</b>	Springfield		
<b>State/Country:</b>	VIRGINIA		
<b>Postal Code:</b>	22151		
<b>Entity Type:</b>	CORPORATION: DELAWARE		
<b>PROPERTY NUMBERS Total: 3</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Serial Number:</b>	86074394	SPOK	
<b>Serial Number:</b>	86136047	HARKEN	
<b>Serial Number:</b>	86254350		
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	7147558290		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.</i>			
<b>Email:</b>	ipdocket@lw.com		
<b>Correspondent Name:</b>	Patrick Justman		
<b>Address Line 1:</b>	650 Town Center Dr, 20th floor		
<b>Address Line 2:</b>	(039376-0001)		
<b>Address Line 4:</b>	Costa Mesa, CALIFORNIA 92626		
<b>ATTORNEY DOCKET NUMBER:</b>	(039376-0001)		
<b>NAME OF SUBMITTER:</b>	Adam Kummins		
<b>SIGNATURE:</b>	/Adam Kummins/		
<b>DATE SIGNED:</b>	07/11/2014		
<b>Total Attachments: 6</b>			
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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:

"SPOK HOLDINGS, INC.", A DELAWARE CORPORATION,  
WITH AND INTO "USA MOBILITY, INC." UNDER THE NAME OF "SPOK HOLDINGS, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE EIGHTH DAY OF JULY, A.D. 2014, AT 9 O'CLOCK A.M.

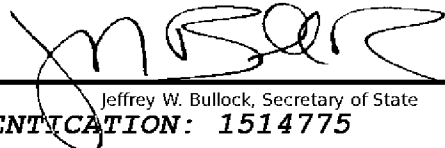
A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.

3773712 8100M

140925743



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

  
Jeffrey W. Bullock, Secretary of State  
AUTHENTICATION: 1514775

DATE: 07-08-14

TRADEMARK  
REEL: 005320 FRAME: 0907

**CERTIFICATE OF OWNERSHIP AND MERGER**

**MERGING**

**SPÖK HOLDINGS, INC.**

**WITH AND INTO**

**USA MOBILITY, INC.**

**(Pursuant to Section 253 of the  
General Corporation Law of the State of Delaware)**

USA Mobility, Inc., a Delaware corporation, (the "**Company**") does hereby certify to the following facts relating to the merger of Spök Holdings, Inc., a Delaware corporation (the "**Subsidiary**"), with and into the Company, with the Company remaining as the surviving corporation under the name of Spök Holdings, Inc. (the "**Merger**"):

FIRST: The Company is incorporated pursuant to the General Corporation Law of the State of Delaware (the "**DGCL**"). The Subsidiary is incorporated pursuant to the DGCL.

SECOND: The Company owns all of the outstanding shares of each class of capital stock of the Subsidiary.

THIRD: The Board of Directors of the Company, by the following resolutions duly adopted on May 28, 2014, determined to merge the Subsidiary with and into the Company pursuant to Section 253 of the DGCL:

WHEREAS, the Company, pursuant to Section 253(b) of the Delaware General Corporation Law of the State of Delaware (the "**DGCL**"), desires to change its name to Spök Holdings, Inc. (the "**Name Change**");

WHEREAS, in order to effect the Name Change, the Company desires to incorporate a corporation named Spök Holdings, Inc. (the "**Subsidiary**") under the DGCL and to acquire one (1) share of common stock, par value of \$0.0001 per share, of the Subsidiary (collectively, the "**Incorporation**");

WHEREAS, following the effectiveness of the Incorporation, the Company will own all of the outstanding shares of the capital stock of the Subsidiary; and

WHEREAS, in order to effect the Name Change, the Board has deemed it advisable that the Subsidiary be merged with and into the Company, with the Company continuing as the surviving entity (the "**Merger**") pursuant to Section 253 of the DGCL following the effectiveness of the Incorporation.

NOW, THEREFORE, BE IT AND IT HEREBY IS RESOLVED, that the Incorporation is hereby authorized and approved in all respects;

RESOLVED FURTHER, that following the Incorporation, the Company is hereby authorized to effect the Name Change by merging the Subsidiary with and into the Company, with the Company continuing as the surviving entity, pursuant to Section 253 of the DGCL;

RESOLVED FURTHER, that by virtue of the Merger and without any action on the part of the holder thereof, each then outstanding share of Common Stock, par value \$0.0001 per share of the Company (the "Common Stock") shall remain unchanged and continue to remain outstanding as one share of Common Stock, held by the person who was the holder of such share of Common Stock immediately prior to the Merger;

RESOLVED FURTHER, that by virtue of the Merger and without any action on the part of the holder thereof, each then outstanding share of common stock, par value \$0.0001 per share, of the Subsidiary shall be cancelled and no consideration shall be issued in respect thereof;

RESOLVED FURTHER, that the Certificate of Incorporation of the Company as in effect immediately prior to the effective time of the Merger shall be the certificate of incorporation of the surviving corporation, except that the introductory paragraphs thereof shall be amended to read in their entirety as follows:

Spök Holdings, Inc., formerly USA Mobility, Inc. (the "Corporation"), a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware, does hereby certify as follows:

FIRST: The name of the Corporation is Spök Holdings, Inc. The Corporation filed its original Certificate of Incorporation with the Secretary of the State of Delaware on March 5, 2004 under the name Wizards-Patriots Holdings, Inc.; filed a Certificate of Amendment to its Certificate of Incorporation, changing its name to USA Mobility, Inc., on July 13, 2004; and filed a Certificate of Ownership and Merger, changing its name to Spök Holdings, Inc. on July 8, 2014.

SECOND: This Amended and Restated Certificate of Incorporation amends and restates the Corporation's Certificate of Incorporation, as amended to date, in its entirety and is intended to supersede the Corporation's Certificate of Incorporation, in all respects.

THIRD: This Amended and Restated Certificate of Incorporation has been duly adopted by the directors and stockholders of the Corporation pursuant to Sections 228, 242 and 245 of the General Corporation Law of the State of Delaware.

FOURTH: Pursuant to Sections 242 and 245 of the General Corporation Law of the State of Delaware, the text of the Corporation's Certificate of Incorporation is hereby amended and restated to read in its entirety as follows:

RESOLVED FURTHER, that the effective time of the Merger shall be at 9:00 A.M. Eastern Daylight Time on July 8, 2014;

RESOLVED FURTHER, that effective immediately following the effective time of the Merger, the Bylaws of the Company shall be amended by deleting the name "USA Mobility, Inc." from the Heading and substituting therefor the name "Spök Holdings, Inc.";

RESOLVED FURTHER, that the proper officers of the Company be and they hereby are authorized and directed to do all acts and things that may be necessary to carry out and effectuate the purpose and intent of the resolutions relating to the Name Change, the Incorporation and the Merger;

RESOLVED FURTHER, that the proper officers of the Company be and they hereby are authorized and directed following the effectiveness of the Incorporation to make, execute and acknowledge, in the name and under the corporate seal of the Company, a certificate of ownership and merger for the purpose of consummating the Merger and to file the same in the office of the Secretary of State of the State of Delaware, and to do all other acts and things that may be necessary to carry out and effectuate the purpose and intent of the resolutions relating to the Merger; and

RESOLVED FURTHER, that all lawful actions previously taken by officers and employees of the Company in connection with the transaction referred to above and all other actions taken incidental thereto are hereby ratified.

FOURTH: The Company shall be the surviving corporation of the Merger.

FIFTH: The certificate of incorporation of the Company as in effect immediately prior to the effective time of the Merger shall be the certificate of incorporation of the surviving corporation, except that the introductory paragraphs thereof shall be amended to read in their entirety as follows:

Spök Holdings, Inc., formerly USA Mobility, Inc. (the "Corporation"), a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware, does hereby certify as follows:

FIRST: The name of the Corporation is Spök Holdings, Inc. The Corporation filed its original Certificate of Incorporation with the Secretary of the State of Delaware on March 5, 2004 under the name Wizards-Patriots Holdings, Inc.; filed a Certificate of Amendment to its Certificate of Incorporation, changing its name to USA Mobility, Inc., on July 13, 2004; and

filed a Certificate of Ownership and Merger, changing its name to Spök Holdings, Inc. on July 8, 2014.

SECOND: This Amended and Restated Certificate of Incorporation amends and restates the Corporation's Certificate of Incorporation, as amended to date, in its entirety and is intended to supersede the Corporation's Certificate of Incorporation, in all respects.

THIRD: This Amended and Restated Certificate of Incorporation has been duly adopted by the directors and stockholders of the Corporation pursuant to Sections 228, 242 and 245 of the General Corporation Law of the State of Delaware.

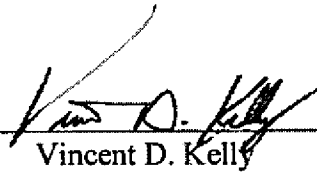
FOURTH: Pursuant to Sections 242 and 245 of the General Corporation Law of the State of Delaware, the text of the Corporation's Certificate of Incorporation is hereby amended and restated to read in its entirety as follows:

*[Signatures on Next Page]*

IN WITNESS WHEREOF, the Company has caused this Certificate of Ownership and Merger to be executed by its duly authorized officer this 28th day of May, 2014.

USA MOBILITY, INC.

By: \_\_\_\_\_



Vincent D. Kelly

President and Chief Executive Officer