

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM311708

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT
<b>NATURE OF CONVEYANCE:</b>	MERGER
<b>EFFECTIVE DATE:</b>	11/07/2013

## CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Validity Sensors, Inc.		11/07/2013	CORPORATION: DELAWARE

## RECEIVING PARTY DATA

<b>Name:</b>	Validity Sensors, LLC
<b>Street Address:</b>	1251 McKay Dr.
<b>City:</b>	San Jose
<b>State/Country:</b>	CALIFORNIA
<b>Postal Code:</b>	95131
<b>Entity Type:</b>	LIMITED LIABILITY COMPANY: DELAWARE

## PROPERTY NUMBERS Total: 13

Property Type	Number	Word Mark
Registration Number:	3145308	VALIDITY
Registration Number:	3694756	V VALIDITY
Registration Number:	3219646	VALIDITY SENSORS
Registration Number:	3345277	LIVEFLEX
Registration Number:	3719541	SECUREMATCH
Registration Number:	3719542	TOUCH OF COLOR
Registration Number:	3691245	V
Registration Number:	3941145	EASE OF USE, EASE OF MIND
Registration Number:	3772935	
Registration Number:	3971051	SECURESENSE
Registration Number:	4032026	EZSENSE
Registration Number:	3880745	GIVE YOUR PASSWORDS THE FINGER
Registration Number:	4035598	PASSWORD INDEPENDENCE

## CORRESPONDENCE DATA

Fax Number: 4803855061

*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.*

Phone: 480-385-5060

Email: docketing@ifllaw.com

TRADEMARK

**Correspondent Name:** ingrassia fisher & lorenz, P.C.  
**Address Line 1:** 7010 E. Cochise Road  
**Address Line 4:** Scottsdale, ARIZONA 85253

**ATTORNEY DOCKET NUMBER:** 028.9999

**NAME OF SUBMITTER:** SEAN D. JOHNSON

**SIGNATURE:** /SEAN D. JOHNSON, REG. NO. 56383/

**DATE SIGNED:** 07/24/2014

**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 MERGER, WHICH MERGES:

"VALIDITY SENSORS, INC.", A DELAWARE CORPORATION,  
WITH AND INTO "ITSME ACQUISITION II LLC" UNDER THE NAME OF "ITSME ACQUISITION II LLC", A LIMITED LIABILITY COMPANY ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE SEVENTH DAY OF NOVEMBER, A.D. 2013, AT 4:51 O'CLOCK P.M.

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

5397499 8100M

131285431



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: 0878749

DATE: 11-07-13

TRADEMARK  
REEL: 005328 FRAME: 0866

**CERTIFICATE OF MERGER  
FOR THE MERGER OF VALIDITY SENSORS, INC.  
WITH AND INTO  
ITSME ACQUISITION II LLC**

Pursuant to Section 264(c) of the  
General Corporation Law of the State of Delaware  
and Section 18-209 of the Delaware Limited Liability Company Act

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Itsme Acquisition II LLC, a Delaware limited liability company ("*Sub*"), does hereby certify to the following facts relating to the merger (the "*Merger*") of Validity Sensors, Inc., a Delaware corporation (the "*Company*"), with and into Sub, with Sub continuing as the surviving entity of the Merger (the "*Surviving Entity*"):

- FIRST:** The constituent business entities participating in the Merger herein certified are (i) the Company, a corporation, which is incorporated under the laws of the State of Delaware, and (ii) Sub, a limited liability company, which is organized under the laws of the State of Delaware.
- SECOND:** An Agreement and Plan of Reorganization (the "*Merger Agreement*") has been approved, adopted, certified, executed and acknowledged by Sub and the Company in accordance with the provisions of subsection (b) of Section 18-209 of the Delaware Limited Liability Company Act and in accordance with the provisions of Section 228, and subsection (c) of Section 264 of the Delaware General Corporation Law.
- THIRD:** The name of the Surviving Entity in the Merger herein certified is Itsme Acquisition II LLC, which shall continue its existence as said surviving limited liability company under the name Validity Sensors, LLC upon the effective date of said merger, pursuant to the provisions of the Delaware Limited Liability Company Act.
- FOURTH:** The Certificate of Formation of Sub, as now in force and effect, shall continue to be the Certificate of Formation of the Surviving Entity, provided that the Surviving Entity shall continue its existence under the name Validity Sensors, LLC, until amended and changed pursuant to the provisions of the Delaware Limited Liability Company Act.
- FIFTH:** The executed Merger Agreement is on file at the principal place of business of Sub, the Surviving Entity, at 1251 McKay Dr., San Jose, CA 95131.
- SIXTH:** A copy of the executed Merger Agreement will be furnished by Sub, the Surviving Entity, on request and without cost, to any member of Sub or any stockholder of the Company.

IN WITNESS WHEREOF, Sub has caused this Certificate of Merger to be executed by its duly authorized person as of November 7, 2013.

ITSME ACQUISITION II LLC,  
a Delaware limited liability company

By: Rich Bergman  
Name: Rich Bergman  
Title: CEO

[Signature Page to Itsme Acquisition II LLC Certificate of Merger]

# 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:

"ITSME ACQUISITION CORP.", A DELAWARE CORPORATION,  
WITH AND INTO "VALIDITY SENSORS, INC." UNDER THE NAME OF  
"VALIDITY SENSORS, INC.", A CORPORATION ORGANIZED AND EXISTING  
UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED  
IN THIS OFFICE THE SEVENTH DAY OF NOVEMBER, A.D. 2013, AT 4:50  
O'CLOCK P.M.

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

3573629 8100M

131285484



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: 0878725

DATE: 11-07-13

TRADEMARK  
REEL: 005328 FRAME: 0869

**CERTIFICATE OF MERGER  
FOR THE MERGER OF ITSME ACQUISITION CORP.  
WITH AND INTO  
VALIDITY SENSORS, INC.**

Pursuant to Section 251(c) of the  
General Corporation Law of the State of Delaware

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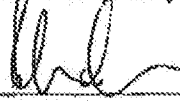
Validity Sensors, Inc., a Delaware corporation (the "*Company*"), does hereby certify to the following facts relating to the merger (the "*Merger*") of Itsme Acquisition Corp., a Delaware corporation ("*Sub*"), with and into the Company, with the Company continuing as the surviving corporation after the Merger (the "*Surviving Corporation*"):

- FIRST: The Company and Sub are the constituent corporations in the Merger, and each is a corporation incorporated pursuant to the laws of the State of Delaware.
- SECOND: An Agreement and Plan of Reorganization (the "*Merger Agreement*"), has been approved, adopted, executed and acknowledged by the Company and by Sub in accordance with the provisions of Section 228 and subsection (c) of Section 251 of the Delaware General Corporation Law.
- THIRD: The surviving corporation of the Merger shall be Validity Sensors, Inc.
- FOURTH: Upon the effectiveness of the Merger, the Certificate of Incorporation of the Surviving Corporation shall be amended and restated to read in its entirety as set forth in the Restated Certificate in Attachment A hereto.
- FIFTH: The executed Merger Agreement is on file at the principal place of business of the Surviving Corporation, at 1251 McKay Dr., San Jose, CA 95131.
- SIXTH: A copy of the executed Merger Agreement will be furnished by the Surviving Corporation on request and without cost, to any stockholder of any constituent corporation of the Merger.
- SEVENTH: The Merger shall become effective upon filing of this Certificate of Merger with the Delaware Secretary of State.

[signature follows on next page]

IN WITNESS WHEREOF, Validity Sensors, Inc. has caused this Certificate of Merger to be executed by its duly authorized officer as of November 7, 2013.

VALIDITY SENSORS, INC.

By:   
\_\_\_\_\_  
Rob Baxter  
Chief Executive Officer



Attachment A

**RESTATED CERTIFICATE OF INCORPORATION  
OF  
VALIDITY SENSORS, INC.**

**ARTICLE I**

The name of the corporation is Validity Sensors, Inc.

**ARTICLE II**

The address of the registered office of the corporation in the State of Delaware is 2711 Centerville Road, Suite 400, City of Wilmington, County of New Castle, Delaware 19808. The name of its registered agent at that address is Corporation Service Company.

**ARTICLE III**

The purpose of the corporation is to engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of the State of Delaware.

**ARTICLE IV**

The total number of shares of stock which the corporation has authority to issue is One Thousand (1,000) shares, all of which shall be Common Stock, \$0.0001 par value per share.

**ARTICLE V**

The Board of Directors of the corporation (the "*Board*") shall have the power to adopt, amend or repeal Bylaws of the corporation.

**ARTICLE VI**

Election of directors need not be by written ballot unless the Bylaws of the corporation shall so provide.

**ARTICLE VII**

To the fullest extent permitted by the General Corporation Law of the State of Delaware, as the same exists or as may hereafter be amended from time to time, a director of the corporation shall not be personally liable to the corporation or its stockholders for monetary damages for breach of fiduciary duty as a director. If the General Corporation Law of the State of Delaware is amended to authorize corporate action further eliminating or limiting the personal liability of directors, then the liability of a director of the corporation shall be eliminated or limited to the fullest extent permitted by the General Corporation Law of the State of Delaware, as so amended.

The corporation shall indemnify, to the fullest extent permitted by applicable law, any director or officer of the corporation who was or is a party or is threatened to be made a party to any threatened, pending

or completed action, suit or proceeding, whether civil, criminal, administrative or investigative (a "Proceeding") by reason of the fact that he or she is or was a director, officer, employee or agent of the corporation or is or was serving at the request of the corporation as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise, including service with respect to employee benefit plans, against expenses (including attorneys' fees), judgments, fines and amounts paid in settlement actually and reasonably incurred by such person in connection with any such Proceeding. The corporation shall be required to indemnify a person in connection with a Proceeding initiated by such person only if the Proceeding was authorized by the Board.

The corporation shall have the power to indemnify, to the extent permitted by the General Corporation Law of the State of Delaware, as it presently exists or may hereafter be amended from time to time, any employee or agent of the Company who was or is a party or is threatened to be made a party to any Proceeding by reason of the fact that he or she is or was a director, officer, employee or agent of the corporation or is or was serving at the request of the corporation as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise, including service with respect to employee benefit plans, against expenses (including attorneys' fees), judgments, fines and amounts paid in settlement actually and reasonably incurred by such person in connection with any such Proceeding.

Neither any amendment nor repeal of this Article, nor the adoption of any provision of this Certificate of Incorporation inconsistent with this Article, shall eliminate or reduce the effect of this Article in respect of any matter occurring, or any cause of action, suit or claim accruing or arising or that, but for this Article, would accrue or arise, prior to such amendment, repeal or adoption of an inconsistent provision.

#### ARTICLE VIII

To the fullest extent permitted by applicable law, the Corporation is authorized to provide indemnification of (and advancement of expenses to) directors, officers and agents of the Corporation (and any other persons to which General Corporation Law of the State of Delaware permits the Corporation to provide indemnification) through Bylaw provisions, agreements with such agents or other persons vote of stockholders or disinterested directors or otherwise, in excess of the indemnification and advancement otherwise permitted by Section 145 of the General Corporation Law of the State of Delaware.

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