

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM323964

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	11/12/2014

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Newtek Business Services, Inc.		11/12/2014	CORPORATION: NEW YORK

RECEIVING PARTY DATA

Name:	Newtek Business Services Corp.
Street Address:	212 West 35th Street, 2nd Floor
City:	New York
State/Country:	NEW YORK
Postal Code:	10001
Entity Type:	CORPORATION: MARYLAND

PROPERTY NUMBERS Total: 65

Property Type	Number	Word Mark
Registration Number:	4083618	A NEW WAY TO THINK ABOUT SMALL-BUSINESS
Registration Number:	3312445	AT NEWTEK, WE DO IT BETTER.
Registration Number:	3454309	BIZEXEC
Registration Number:	3546590	BIZEXEC
Registration Number:	4199660	CLOUD AUTHORITY
Registration Number:	4188263	CONTINUOUS CYBER SECURITY SCANNING
Registration Number:	3241162	CRYSTALTECH
Registration Number:	3315432	CRYSTALTECH WEB HOSTING
Registration Number:	3241164	CT
Registration Number:	4322321	INSURED CLOUD COMPUTING
Registration Number:	3929756	NEWT NEWTEK
Registration Number:	3318058	NEWTEK
Registration Number:	4571461	NEWTEK ADVANTAGE
Registration Number:	4472143	NEWTEK ADVANTAGE
Registration Number:	3450028	NEWTEK BIZEXEC
Registration Number:	3546589	NEWTEK BIZEXEC
Registration Number:	3648453	NEWTEK BUSINESS CREDIT
Registration Number:	3344122	NEWTEK BUSINESS SERVICES

TRADEMARK

Property Type	Number	Word Mark
Registration Number:	3951155	NEWTEK BUSINESS SERVICES, INC.
Registration Number:	3865773	NEWTEK BUSINESS SOLUTIONS
Registration Number:	3547273	NEWTEK BUSINESS SOLUTIONS
Registration Number:	3680700	NEWTEK DATA STORAGE
Registration Number:	4421105	NEWTEK HOSTING
Registration Number:	4470792	NEWTEK NEWT
Registration Number:	3454308	NEWTEK NEWT
Registration Number:	4126653	NEWTEK PAYROLL
Registration Number:	3455741	NEWTEK REFERRAL SYSTEM
Registration Number:	4125981	NEWTEK SITECENTER
Registration Number:	3521979	NEWTEK TECHNOLOGY SERVICES
Registration Number:	3781711	NEWTEK WEB DESIGN AND DEVELOPMENT
Registration Number:	3857554	NEWTEK WEB HOSTING
Registration Number:	3437414	NEWTEK WEB SERVICES
Registration Number:	3929746	NEWTPAY
Registration Number:	4425712	NEWTPAY MOBILE
Registration Number:	3929747	NEWTPAY PRO
Registration Number:	3455742	NEWTRACKER
Registration Number:	4188023	THE BUSINESS AUTHORITY
Registration Number:	4083612	THE CLOUD AUTHORITY
Registration Number:	4083613	THE CLOUD AUTHORITY
Registration Number:	4323546	THE ECOMMERCE AUTHORITY
Registration Number:	4491925	THE IT AUTHORITY
Registration Number:	4386766	THE MOBILE APPLICATION AUTHORITY
Registration Number:	4327504	THE PAYROLL AUTHORITY
Registration Number:	4143606	THE SB AUTHORITY INDEX
Registration Number:	3955632	THE SMALL BUSINESS AUTHORITY
Registration Number:	4028665	THE SMALL BUSINESS AUTHORITY
Registration Number:	4028645	THE SMALL BUSINESS AUTHORITY HOUR
Registration Number:	4126182	THE SMALL BUSINESS AUTHORITY INDEX
Registration Number:	4230429	THESBA
Registration Number:	4258106	THESBA INDEX
Registration Number:	4289513	THESBA.COM THE SMALL BUSINESS AUTHORITY
Registration Number:	4286512	THESBA.COM THE SMALL BUSINESS AUTHORITY
Registration Number:	4028666	THESBA.COM THE SMALL BUSINESS AUTHORITY
Registration Number:	3870846	WE DO IT BETTER.
Registration Number:	3337878	WEBCONTROLCENTER
Serial Number:	85755259	NEWTEK EDGE
Serial Number:	85369225	NEWTEK INSURED CLOUD COMPUTING

TRADEMARK

Property Type	Number	Word Mark
Serial Number:	85704115	NEWTEK INSURED ECOMMERCE
Serial Number:	85366371	NEWTEK INSURED HOSTING
Serial Number:	85366361	NEWTEK INSURED MERCHANT PROCESSING
Serial Number:	85704301	NEWTEK INSURED MERCHANT SERVICES
Serial Number:	85366355	NEWTEK INSURED PAYROLL
Serial Number:	85704089	THE SMALL BUSINESS TECHNOLOGY AUTHORITY
Serial Number:	85704072	THE TECH AUTHORITY
Serial Number:	85704018	THE TECHNOLOGY AUTHORITY

CORRESPONDENCE DATA

Fax Number: 2157012273
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: 215-665-7273
Email: cmiller@cozen.com
Correspondent Name: Camille M. Miller
Address Line 1: Cozen O'Connor
Address Line 2: 1900 Market Street
Address Line 4: Philadelphia, PENNSYLVANIA 19103

ATTORNEY DOCKET NUMBER:	NEWTEK BUSINESS SERVICES
NAME OF SUBMITTER:	Camille M. Miller
SIGNATURE:	/Camille M. Miller/
DATE SIGNED:	11/21/2014

Total Attachments: 8
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ARTICLES OF MERGER

RECEIVED

MERGING

NOV 12 10 11 AM

Newtek Business Services, Inc.
(a corporation of the State of New York)

STATE OF NEW YORK
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS AND BUSINESSES

INTO

Newtek Business Services Corp.
(a corporation of the State of Maryland)

Pursuant to the provisions of Section 3-109 of the Maryland General Corporation Law (the "MGCL") and Section 907 of the Business Corporation Law of the State of New York (the "BCL"), the undersigned hereby certify that:

ARTICLE I.
Agreement to Merge

Newtek Business Services, Inc. (the "Merging Corporation"), a corporation formed under the laws of the State of New York, and Newtek Business Services Corp. (the "Surviving Corporation" and together with the Merging Corporation, the "Constituent Corporations"), a corporation formed under the laws of the State of Maryland and a wholly-owned subsidiary of the Merging Corporation, each agree to the merger of the Merging Corporation with and into the Surviving Corporation (the "Merger"). At the Effective Time (as defined in Article VIII) of these Articles of Merger, the Merging Corporation will be merged with and into the Surviving Corporation in accordance with the provisions of the MGCL and the BCL. The Surviving Corporation shall continue in existence under its charter (the "Charter") and the separate existence of the Merging Corporation shall cease. The terms and conditions of the Merger hereby agreed upon and the manner of carrying the same into effect are hereinafter set forth.

ARTICLE II.
Place of Incorporation; Principal Offices

2.01 Newtek Business Services, Inc. was organized under the general law of New York State on June 29, 1999 under the name Whitestone Holdings, Inc. Newtek Business Services, Inc. is not registered or qualified to do business in the State of Maryland and does not have a principal office in the State of Maryland.

2.02 Newtek Business Services Corp. is organized under the laws of Maryland with its principal office located in the county of Baltimore.

2.03 Neither the Merging Corporation nor the Surviving Corporation owns an interest in land in the State of Maryland.

374074-5 EXR

STATE OF MARYLAND

I hereby certify that this is a true and complete copy of the page document on file in this office.

BY: *[Signature]* Custodian

This stamp replaces our previous certification system. Effective 8/98

11-12-2014

ARTICLE III.
Approvals

The terms and conditions of the transaction set forth in these Articles of Merger were advised, authorized and approved by each party to these Articles of Merger in the manner and by the vote required by its charter and the laws of the place where it is organized. The manner of approval was as follows:

(a) **Merging Corporation.**

- i. The board of directors of the Merging Corporation, at a meeting duly convened on September 12, 2014, adopted a resolution approving the Merger and the Agreement and Plan of Merger between the Merging Corporation and the Surviving Corporation in accordance with the BCL; and
- ii. The shareholders of the Merging Corporation approved the Merger and the Agreement and Plan of Merger in accordance with the BCL on October 22, 2014.

(b) **Surviving Corporation.**

- i. The board of directors of the Surviving Corporation, by a unanimous written consent dated September 17, 2014, adopted a resolution in accordance with the MGCL that declared that the Merger was advisable and approved the Merger and the Agreement and Plan of Merger between the Merging Corporation and the Surviving Corporation; and
- ii. The sole stockholder of the Surviving Corporation approved the Merger and the Agreement and Plan of Merger between the Merging Corporation and the Surviving Corporation in accordance with the MGCL on September 18, 2014.

ARTICLE IV.

No Amendment to the Charter of the Surviving Corporation

The Charter of the Surviving Corporation will not be amended as a result of the Merger.

ARTICLE V.

Capitalization

The total number of shares authorized of all classes and the total number of shares authorized and par value of each class, and the aggregate par value of all the shares of all classes that each Constituent Corporation has the authority to issue are as follows:

2403383L7

Merging Corporation

<u>Classes of Shares</u>	<u>Number of Shares Authorized</u>	<u>Par Value per Share</u>	<u>Aggregate Par Value</u>
Common Shares	54,000,000	\$0.02	\$1,080,000
Preferred Shares	1,000,000	\$0.02	\$20,000

Surviving Corporation

<u>Classes of Shares</u>	<u>Number of Shares Authorized</u>	<u>Par Value per Share</u>	<u>Aggregate Par Value</u>
Common Stock	200,000,000	\$0.02	\$4,000,000

ARTICLE VI.

Manner of Effectuating the Merger and Converting or Exchanging Stock

The manner and basis of converting or exchanging issued shares of the Merging Corporation into equity interests of the Surviving Corporation or other consideration shall be as follows:

1. As a result of the Merger, and effective as of the Effective Time, each share of the Surviving Corporation's Common Stock ("Maryland Common Stock") outstanding immediately prior to the Effective Time shall be canceled.
2. As a result of the Merger, and effective as of the Effective Time, each outstanding Common Share of the Merging Corporation, including Common Shares issued upon exercise of outstanding options and vesting of outstanding stock awards in accordance with the Agreement and Plan of Merger, shall automatically be converted into one share of Maryland Common Stock.

ARTICLE VII.

Directors and Officers

The directors of the Merging Corporation immediately prior to the Effective Time shall be the directors of the Surviving Corporation and the officers of the Merging Corporation immediately prior to the Effective Time shall be the officers of the Surviving Corporation. Such directors and officers will hold office from the Effective Time until their respective successors are duly elected or appointed and qualified in the manner provided in the Articles of Incorporation and Bylaws of the Surviving Corporation, as the same may be lawfully amended, or as otherwise provided by law.

ARTICLE VIII.
Effective Time of Merger

The Merger shall become effective at the time Maryland's State Department of Assessments and Taxation accepts these Articles of Merger for record (the "Effective Time").

ARTICLE IX.
Abandonment

Notwithstanding anything to the contrary set forth herein, prior to the Effective Time, the Merger may be terminated and abandoned by the taking of the actions, and executing and filing the relevant documents, required by applicable law in order to effect such termination and abandonment.

Each undersigned officer acknowledges these Articles of Merger to be the act of the corporation on whose behalf he or she has signed, and further, as to all matters or facts required to be verified under oath, each officer acknowledges that, to the best of his or her knowledge, information and belief, these matters and facts relating to the corporation on whose behalf he has signed are true in all material respects and that this statement is made under the penalties for perjury.

[Signature Page Follows]

24033831.7

IN WITNESS WHEREOF, these Articles of Merger have been duly executed by the parties hereto this 12th day of November, 2014.

ATTEST:

NEWTEK BUSINESS SERVICES, INC

By: Matthew G. Ash
Matthew G. Ash
Secretary and Chief Legal Officer

By: Barry Sloane
Barry Sloane
Chairman, President and Chief Executive Officer

ATTEST:

NEWTEK BUSINESS SERVICES CORP.

By: Matthew G. Ash
Matthew G. Ash
Secretary and Chief Legal Officer

By: Barry Sloane
Barry Sloane
Chairman, President and Chief Executive Officer

CUST ID: 0003167174
WORK ORDER: 0004383754
DATE: 11-12-2014 11:48 AM
AMT. PAID: \$571.00

[Signature Page to Articles of Merger]