

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM328084

<b>SUBMISSION TYPE:</b>	RESUBMISSION
<b>NATURE OF CONVEYANCE:</b>	MERGER
<b>EFFECTIVE DATE:</b>	10/31/2014
<b>RESUBMIT DOCUMENT ID:</b>	900308995

## CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
ADI Software, LLC		10/31/2014	LIMITED LIABILITY COMPANY: DELAWARE

## RECEIVING PARTY DATA

<b>Name:</b>	Asure Software, Inc.
<b>Street Address:</b>	110 Wild Basin Rd., Suite 100
<b>City:</b>	Austin
<b>State/Country:</b>	TEXAS
<b>Postal Code:</b>	78746
<b>Entity Type:</b>	CORPORATION: DELAWARE

## PROPERTY NUMBERS Total: 3

Property Type	Number	Word Mark
<b>Registration Number:</b>	4204494	ADITOUCH
<b>Registration Number:</b>	4204493	ADIPAD
<b>Registration Number:</b>	3959761	ADI TIME

## CORRESPONDENCE DATA

Fax Number: 9497200182

*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: 949-224-6263

Email: Trademark@Buchalter.com

Correspondent Name: Deena Hochmuth

Address Line 1: 18400 Von Karman Ave., Suite 800

Address Line 4: Irvine, CALIFORNIA 92612

<b>ATTORNEY DOCKET NUMBER:</b>	W3344-0046
<b>NAME OF SUBMITTER:</b>	Deena Hochmuth
<b>SIGNATURE:</b>	/Deena Hochmuth/
<b>DATE SIGNED:</b>	01/06/2015

**Total Attachments: 1**

source=0 ADI Merger into Asure Software Inc\_Filed Copy#page1.tif

State of Delaware  
Secretary of State  
Division of Corporations  
Delivered 11:49 AM 10/31/2014  
FILED 11:49 AM 10/31/2014  
SRV 141366669 - 2197785 FILE

**STATE OF DELAWARE  
CERTIFICATE OF MERGER OF  
DOMESTIC LIMITED LIABILITY COMPANY  
INTO A  
DOMESTIC CORPORATION**

Pursuant to Title 8, Section 264(c) of the Delaware General Corporation Law and Title 6, Section 18-209 of the Delaware Limited Liability Company Act, the undersigned corporation executed the following Certificate of Merger:

**FIRST:** The name of the surviving corporation is Asure Software, Inc.  
\_\_\_\_\_, a Delaware Corporation, and the name of the limited liability company being merged into this surviving corporation is ADI Software, LLC.

**SECOND:** The Agreement of Merger has been approved, adopted, certified, executed and acknowledged by the surviving corporation and the merging limited liability company.

**THIRD:** The name of the surviving corporation is Asure Software, Inc.  
\_\_\_\_\_

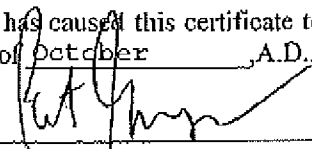
**FOURTH:** The merger is to become effective on October 31, 2014.

**FIFTH:** The Agreement of Merger is on file at 110 Wild Basin Rd, Ste 100 Austin, TX 78746, the place of business of the surviving corporation.

**SIXTH:** A copy of the Agreement of Merger will be furnished by the corporation on request, without cost, to any stockholder of any constituent corporation or member of any constituent limited liability company.

**SEVENTH:** The Certificate of Incorporation of the surviving corporation shall be it's Certificate of Incorporation

**IN WITNESS WHEREOF**, said Corporation has caused this certificate to be signed by an authorized officer, the 31st day of October, A.D., 2014.

By:   
\_\_\_\_\_  
Authorized Officer

Name: Pat Goepel  
Print or Type  
Title: CEO