

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM333488

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT
<b>NATURE OF CONVEYANCE:</b>	MERGER
<b>EFFECTIVE DATE:</b>	09/09/2014

## CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
SHOPZILLA, INC.		09/09/2014	CORPORATION: CALIFORNIA
CONNEXITY, INC.		09/09/2014	CORPORATION: DELAWARE

## RECEIVING PARTY DATA

<b>Name:</b>	SHOPZILLA, INC.
<b>Street Address:</b>	12200 WEST OLYMPIC BLVD., SUITE 300
<b>City:</b>	LOS ANGELES
<b>State/Country:</b>	CALIFORNIA
<b>Postal Code:</b>	90064
<b>Entity Type:</b>	CORPORATION: CALIFORNIA

## PROPERTY NUMBERS Total: 20

Property Type	Number	Word Mark
Registration Number:	3894815	BE SO
Registration Number:	3894816	BESO
Registration Number:	3896354	BESO
Registration Number:	3894817	BESO SHOP IT ALL
Registration Number:	3894818	BESO SHOP IT ALL
Registration Number:	2109142	BIZRATE
Registration Number:	3926645	
Registration Number:	3926644	BIZRATE
Registration Number:	2503740	BIZRATE.COM
Registration Number:	4018652	BIZRATE CIRCLE OF EXCELLENCE
Registration Number:	3470894	BIZRATE.COM CUSTOMER CERTIFIED
Registration Number:	3489481	DISCOVERY MADE SIMPLE
Registration Number:	3466274	
Registration Number:	4251137	INSTABUY
Registration Number:	3687687	LOW PRICE SHOPPER
Registration Number:	3597888	RAISE YOUR SHOPPING IQ
Registration Number:	3020506	

CH \$515.00 3894815

Property Type	Number	Word Mark
Registration Number:	3119435	SHOPZILLA
Registration Number:	4071477	TADA
Registration Number:	3996654	TADA

**CORRESPONDENCE DATA**

**Fax Number:** 3059615812

*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:** 3055790558

**Email:** chius@gtlaw.com

**Correspondent Name:** Sandy Chiu, Esq.

**Address Line 1:** 333 S.E. 2nd Avenue, Suite 4400

**Address Line 4:** Miami, FLORIDA 33131

<b>ATTORNEY DOCKET NUMBER:</b>	144156.010800
<b>NAME OF SUBMITTER:</b>	Sandy Chiu
<b>SIGNATURE:</b>	/Sandy Chiu/
<b>DATE SIGNED:</b>	02/27/2015

**Total Attachments: 5**

source=Connexity, Inc. (DE) Merger into Shozpilla, Inc. (filed merger) 09 10 2014#page1.tif

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# Delaware

PAGE 1

*The First State*

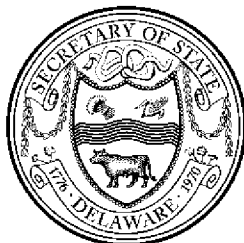
I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF OWNERSHIP, WHICH MERGES:

"CONNEXITY, INC.", A DELAWARE CORPORATION,  
WITH AND INTO "SHOPZILLA, INC." UNDER THE NAME OF  
"SHOPZILLA, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF CALIFORNIA, AS RECEIVED AND FILED IN THIS OFFICE THE NINTH DAY OF SEPTEMBER, A.D. 2014, AT 6 O'CLOCK P.M.

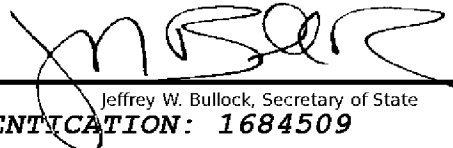
A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE KENT COUNTY RECORDER OF DEEDS.

5600505 8100M

141159950



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: 1684509

DATE: 09-10-14

TRADEMARK  
REEL: 005467 FRAME: 0760

**CERTIFICATE OF OWNERSHIP AND MERGER**

**MERGING**

**CONNEXITY, INC.**

**WITH AND INTO**

**SHOPZILLA, INC.**

Pursuant to Title 8, Section 253 of the Delaware General Corporation Law (the "DGCL"), Shopzilla, Inc. (the "Corporation"), a California corporation, does hereby certify, in his capacity as an officer of the Corporation, to the following information relating to the merger (the "Merger") of Connexity, Inc., a Delaware corporation (the "Subsidiary"), with and into the Corporation, with the Corporation remaining as the surviving corporation:

1. The Corporation owns all of the outstanding shares of capital stock of the Subsidiary.
2. The Board of Directors of the Corporation, by resolutions duly adopted by unanimous written consent dated August 20, 2014 and attached hereto as Exhibit A, determined to merge the Subsidiary with and into the Corporation pursuant to Section 253 of the DGCL.
3. The Corporation shall be the surviving corporation of the Merger.
4. The Articles of Incorporation of the Corporation, as in effect immediately prior to the Merger, shall be the Articles of Incorporation of the surviving corporation.
5. The Certificate of Ownership and Merger and the Merger shall become effective on September 9, 2014.
6. The Corporation agrees that it may be served with process in the State of Delaware in any proceeding for enforcement of any obligation of any constituent corporation of Delaware, as well as the enforcement of any obligation of the Corporation arising from the Merger, including any suit or other proceeding to enforce the rights of any stockholders as determined in appraisal proceedings pursuant to the provisions of Section 262 of the DGCL, and irrevocably appoints the Secretary of State of Delaware as its agent to accept services of process in any such suit or proceeding. The Secretary of State shall mail a copy of any such process to the Corporation at National Registered Agents, Inc., 818 W. Seventh St., Los Angeles, CA 90017.

IN WITNESS WHEREOF, the Corporation has caused this Certificate of Ownership and Merger to be signed by an authorized officer, the 9<sup>th</sup> of September, 2014.

SHOPZILLA, INC.

By ROMA

Name: BRYAN HOLDEN

Title: GEN COUNSEL & SECY

**EXHIBIT A**

**BOARD RESOLUTIONS**

**WHEREAS**, Shopzilla, Inc., a California corporation (the "Corporation"), owns all of the issued and outstanding shares of capital stock of Connexity, Inc., a Delaware corporation (the "Subsidiary"); and

**WHEREAS**, it is deemed advisable and in the best interest of the Corporation that the Corporation merge the Subsidiary with and into the Corporation.

**NOW, THEREFORE, BE IT:**

**RESOLVED**, that the Subsidiary be merged with and into the Corporation pursuant to Section 253 of the Delaware General Corporation Law and Section 1110 of the California Corporations Code (the "Merger"); and

**RESOLVED FURTHER**, that the Merger shall become effective at the time (the "Effective Time") of the filing of a Certificate of Ownership and Merger to be filed with the Secretary of State of the State of Delaware in accordance with the provisions of the Delaware General Corporation Law and the Certificate of Ownership with the State of California in accordance with the provisions of the California Corporations Code; and

**RESOLVED FURTHER**, that, at the Effective Time, Subsidiary shall be merged with and into the Corporation, the separate existence of Subsidiary shall cease, and the Corporation shall be the surviving corporation (the "Surviving Corporation"), and the Surviving Corporation, without further action, shall possess all the rights, privileges, powers and franchises, public and private, of both the Corporation and Subsidiary and shall be subject to all the debts, liabilities, obligations, restrictions, disabilities and duties of both the Corporation and Subsidiary; and

**RESOLVED FURTHER**, that the Articles of Incorporation and By-laws of the Corporation, as in effect immediately prior to the Effective Time, shall be the Articles of Incorporation and By-laws of the Surviving Corporation until thereafter amended as provided by law or such Articles of Incorporation; and

**RESOLVED FURTHER**, that, at the Effective Time, each share of the common stock, par value \$0.00001 per share, of Subsidiary which is issued and outstanding immediately prior to the Effective Time, shall be deemed cancelled; and

**RESOLVED FURTHER**, that, at the Effective Time, each share of the common stock, no par value, of the Corporation which is issued and outstanding immediately prior to the Effective Time, shall remain outstanding following the Effective Time; and

**RESOLVED FURTHER**, that the directors and officers of the Corporation as of the Effective Time shall be the directors and officers of the Surviving Corporation, until their successors are duly elected or appointed; and

**RESOLVED FURTHER**, that the President, Chief Executive Officer, General Counsel, Executive Vice President, Treasurer, Secretary and any other officer of the Corporation (each such person, an "Authorized Officer") be, and each of them hereby is, authorized to prepare and

execute a Certificate of Ownership and Merger and a Certificate of Ownership setting forth a copy of these resolutions, and to file the Certificate of Ownership and Merger with the Secretary of State of Delaware and the Certificate of Ownership with the State of California and pay any fees related to such filings; and

**RESOLVED FURTHER**, that each of the Authorized Officers be, and each of them hereby is, authorized to take all such further action and to prepare, execute, deliver and file all such agreements, instruments, documents and certificates in the name and on behalf of the Corporation, and to incur and to pay all such fees and expenses as they, or any one of them, shall deem necessary, proper or advisable in order to carry out the intent and effectuate the purpose of each of the foregoing resolutions; and

**RESOLVED FURTHER**, that any action taken by the Authorized Officers prior to the adoption of these resolutions that is within the authority conferred herein be, and it hereby is, ratified, confirmed and approved.