

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM347335

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	01/01/2015

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Sharebuilder Corporation		01/01/2015	CORPORATION: WASHINGTON

RECEIVING PARTY DATA

Name:	Capital One Holdings
Street Address:	1680 Capital One Drive
City:	McLean
State/Country:	VIRGINIA
Postal Code:	22102
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE

PROPERTY NUMBERS Total: 23

Property Type	Number	Word Mark
Registration Number:	2452226	KIDSTOCK
Registration Number:	3876902	GIVE THE GIFT OF STOCK
Registration Number:	2924550	INVESTOR REWARDS
Registration Number:	3876878	IT'S YOUR FUTURE. GET YOUR SHARE.
Registration Number:	3962095	SHAREBUILDER
Registration Number:	3168638	SHAREBUILDER 401K
Registration Number:	3111304	SHAREBUILDER INVESTOR REWARDS
Registration Number:	3880737	SIMPLIFY YOUR FINANCIAL LIFE
Registration Number:	3876900	THE GIFT OF STOCK
Registration Number:	3839180	THE INNERVESTOR
Registration Number:	3876871	THERE'S AN INVESTOR IN EVERYONE
Registration Number:	2657521	NETSTOCK
Registration Number:	2253902	NETSTOCK DIRECT
Registration Number:	2800553	NETSTOCK DIRECT
Registration Number:	2495850	NSD
Serial Number:	75852915	NETSTOCK SHAREBUILDER
Registration Number:	2893162	SHAREBUILDER BUILD YOUR FUTURE
Registration Number:	3045966	PLANBUILDER

TRADEMARK

Property Type	Number	Word Mark
Registration Number:	3041327	SHAREBUILDER INVESTOR STARTER KIT
Serial Number:	78575218	BECAUSE A 401K IS NOT ENOUGH
Serial Number:	78575223	INVESTMENT CASH CERTIFICATE
Registration Number:	3219163	FAMILY MATCH PROGRAM
Serial Number:	78827902	SHAREBUILDER FAMILY MATCH PROGRAM

CORRESPONDENCE DATA

Fax Number: 8042846924

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: 804-284-1155

Email: Trademarks@capitalone.com

Correspondent Name: Capital One Financial Corporation

Address Line 1: 15000 Capital One Drive

Address Line 2: 12077-0270 / Trademarks

Address Line 4: Richmond, VIRGINIA 23238

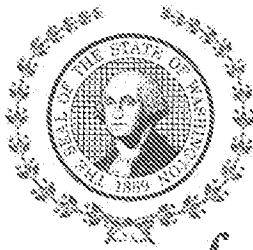
ATTORNEY DOCKET NUMBER:	SHAREBUILDER ASSIGNMENTS
NAME OF SUBMITTER:	MIKE CRANE
SIGNATURE:	/mikecrane/
DATE SIGNED:	07/08/2015

Total Attachments: 7

- source=ShareBuilder Corporation - WA Certificate of Merger with and into Capital One Holdings LLC#page1.tif
- source=ShareBuilder Corporation - WA Certificate of Merger with and into Capital One Holdings LLC#page2.tif
- source=ShareBuilder Corporation - WA Certificate of Merger with and into Capital One Holdings LLC#page3.tif
- source=ShareBuilder Corporation - WA Certificate of Merger with and into Capital One Holdings LLC#page4.tif
- source=ShareBuilder Corporation - WA Certificate of Merger with and into Capital One Holdings LLC#page5.tif
- source=ShareBuilder Corporation - WA Certificate of Merger with and into Capital One Holdings LLC#page6.tif
- source=ShareBuilder Corporation - WA Certificate of Merger with and into Capital One Holdings LLC#page7.tif

UNITED STATES OF AMERICA

The State of Washington



Secretary of State

CERTIFICATE OF MERGER

I, Kim Wyman, Secretary of State of the State of Washington and custodian of its seal, hereby certify that documents meeting statutory requirements have been filed and processed with the Secretary of State merging the listed "Merging Entities" into:

CAPITAL ONE HOLDINGS LLC

DE Limited Liability Company

UBI: 000-000-000

Filing Date: December 29, 2014

Effective Date: January 1, 2015

Merging Entities:

601-676-993

SHAREBUILDER CORPORATION



Given under my hand and the Seal of the State of Washington at Olympia, the State Capital

Handwritten signature of Kim Wyman in cursive script.

Kim Wyman, Secretary of State

Date Issued: 12/29/2014

TRADEMARK

REEL: 005572 FRAME: 0460

FILED
DEC 29 2014

WA SECRETARY OF STATE

ARTICLES OF MERGER
OF
SHAREBUILDER CORPORATION WITH AND INTO
CAPITAL ONE HOLDINGS, LLC

January 1, 2015


Pursuant to Section 23B.11.050 of the Revised Code of Washington ("RCW"), the undersigned as the entities in the merger hereby submit the following information:

1. The names of the entities proposing to merge are SHAREBUILDER CORPORATION, a Washington corporation ("ShareBuilder Corp.") and CAPITAL ONE HOLDINGS, LLC, a Delaware limited liability company ("Capital One Holdings").
2. The name of the surviving entity is Capital One Holdings, LLC.
3. Attached hereto as Exhibit A and incorporated herein by reference is the Plan of Merger ("Plan of Merger"), which sets forth the plan of merger under which ShareBuilder Corp. will merge with and into Capital One Holdings.
4. The Plan of Merger was duly approved by the sole member of Capital One Holdings as of December 18, 2014, in accordance with 6 Del. C. 18-209, pursuant to a written consent of the sole member dated December 18, 2014.
5. The Plan of Merger was duly approved by the sole shareholder of ShareBuilder Corp. as of December 19, 2014, in accordance with RCW 23B.11.030, pursuant to a written consent of the sole shareholder dated December 19, 2014.
6. The Certificate of Formation of Capital One Holdings will serve as the surviving entity's Certificate of Formation.
7. The effective date of these Articles of Merger shall be **12:08 a.m. Eastern Time on January 1, 2015.**

[Signature Page Follows]

SHAREBUILDER CORPORATION

CAPITAL ONE HOLDINGS, LLC

By: 

By: _____

Name: Andrew D. Greenshields

Name: James J. Kelly

Its: President

Its: Manager

*Signature Page to Washington Articles of Merger
ShareBuilder Corporation with and into Capital One Holdings, LLC*

TRADEMARK
REEL: 005572 FRAME: 0462

SHAREBUILDER CORPORATION

By: _____

Name: Andrew D. Greenshields

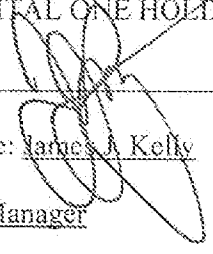
Its: President

CAPITAL ONE HOLDINGS, LLC

By: _____

Name: James A. Kelly

Its: Manager

A handwritten signature in black ink, appearing to read "James A. Kelly", is written over the signature line and extends slightly into the name field.

*Signature Page to Washington Articles of Merger
ShareBuilder Corporation with and into Capital One Holdings, LLC*

EXHIBIT A
PLAN OF MERGER
OF
SHAREBUILDER CORPORATION WITH AND INTO
CAPITAL ONE HOLDINGS, LLC

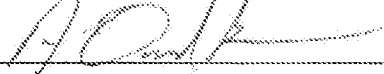
January 1, 2015

This Plan of Merger is entered into by SHAREBUILDER CORPORATION, a Washington corporation ("ShareBuilder Corp.") and CAPITAL ONE HOLDINGS, LLC, a Delaware limited liability company ("Capital One Holdings").

1. At the effective time of the merger as set forth in the Articles of Merger (the "Effective Time"), ShareBuilder Corp. shall be merged with and into Capital One Holdings (the "Merger"). Capital One Holdings shall be the surviving entity (the "Surviving Entity").
2. At the Effective Time, the separate existence of ShareBuilder Corp. shall cease and Capital One Holdings, as the Surviving Entity, shall become the owner of all the rights and property of ShareBuilder Corp. and shall be subject to all its debts and liabilities.
3. ShareBuilder Corp. and Capital One Holdings are parties to that certain Agreement and Plan of Merger, dated as of December 19, 2014 (the "Merger Agreement").
4. Each share of ShareBuilder Corp. stock that is issued and outstanding immediately prior to the Effective Time, by virtue of the Merger and without any action on the part of the sole shareholder of ShareBuilder Corp., be automatically cancelled and retired and cease to exist, and no cash, new shares of common stock, or other property shall be delivered in exchange therefor.
5. The Certificate of Formation and Limited Liability Company Agreement of the Surviving Entity shall continue in full force and effect notwithstanding the Merger.

[Signature Page Follows]

SHAREBUILDER CORPORATION

By: 

Name: Andrew D. Greenshields

Its: President

CAPITAL ONE HOLDINGS, LLC

By: _____

Name: James J. Kelly

Its: Manager

*Signature Page to Washington Plan of Merger
ShareBuilder Corporation with and into Capital One Holdings, LLC*

SHAREBUILDER CORPORATION

By: _____

Name: Andrew D. Greenshields

Its: President

CAPITAL ONE HOLDINGS, LLC

By: _____

Name: James J. Kelly

Its: Manager

*Signature Page to Washington Plan of Merger
ShareBuilder Corporation with and into Capital One Holdings, LLC*