

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM349069

<b>SUBMISSION TYPE:</b>	RESUBMISSION
<b>NATURE OF CONVEYANCE:</b>	MERGER
<b>EFFECTIVE DATE:</b>	03/25/2014
<b>RESUBMIT DOCUMENT ID:</b>	900320443

## CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Klout, Inc.		03/25/2014	CORPORATION: DELAWARE

## RECEIVING PARTY DATA

<b>Name:</b>	Lithium Technologies, Inc.
<b>Street Address:</b>	225 Bush St. 15th Floor
<b>City:</b>	San Francisco
<b>State/Country:</b>	CALIFORNIA
<b>Postal Code:</b>	94104
<b>Entity Type:</b>	CORPORATION: DELAWARE

## PROPERTY NUMBERS Total: 1

Property Type	Number	Word Mark
<b>Registration Number:</b>	3979065	KLOUT

## CORRESPONDENCE DATA

## Fax Number:

*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:** 6265779888  
**Email:** dean.kayes@lithium.com  
**Correspondent Name:** Lithium Technologies, Inc.  
**Address Line 1:** 225 Bush St. 15th Floor  
**Address Line 4:** San Francisco, CALIFORNIA 94104

<b>NAME OF SUBMITTER:</b>	Dean H. Kayes
<b>SIGNATURE:</b>	//DEANHKAYES//
<b>DATE SIGNED:</b>	07/23/2015

## Total Attachments: 6

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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:

"LAUD ACQUISITION ONE CORPORATION", A DELAWARE CORPORATION, WITH AND INTO "KLOUT, INC." UNDER THE NAME OF "KLOUT, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-FIFTH DAY OF MARCH, A.D. 2014, AT 3 O'CLOCK P.M.

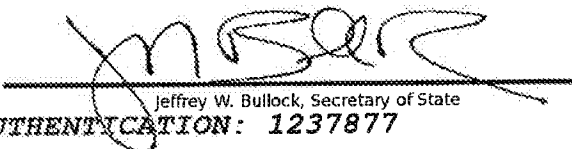
A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.

4685784 8100M

140377342

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: 1237877

DATE: 03-25-14

TRADEMARK  
REEL: 005583 FRAME: 0714

**CERTIFICATE OF MERGER**

**MERGING**

**LAUD ACQUISITION ONE CORPORATION  
A DELAWARE CORPORATION**

**WITH AND INTO**

**KLOUT, INC.  
A DELAWARE CORPORATION**

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Pursuant to Section 251 of the  
General Corporation Law of the  
State of Delaware

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Klout, Inc., a Delaware corporation (the "**Company**"), does hereby certify as follows:

**FIRST:** Each of the constituent corporations, the Company and Laud Acquisition One Corporation ("**Sub**"), is a corporation duly organized and existing under the laws of the State of Delaware.

**SECOND:** An Agreement and Plan of Merger (the "**Merger Agreement**"), dated as of March 17, 2014, by and among Lithium Technologies, Inc., a Delaware corporation ("**Parent**"), Sub, a Delaware corporation and wholly-owned subsidiary of Parent, Laud Acquisition Two LLC, a Delaware limited liability company and wholly-owned subsidiary of Parent, the Company and certain other parties set forth therein (the "**Merger Agreement**"), and setting forth the terms and conditions of the merger of Sub with and into the Company (the "**Merger**"), has been approved, adopted, executed and acknowledged by each of the constituent corporations in accordance with Section 251 (Merger or consolidation of domestic corporations), and with respect to Sub, Section 228 (Consent of its sole stockholder in lieu of a meeting) of the General Corporation Law of the State of Delaware.

**THIRD:** The name of the surviving corporation in the Merger (the "**Surviving Corporation**") shall be Klout, Inc.

**FOURTH:** Upon the effectiveness of the Merger, the certificate of incorporation of the Surviving Corporation shall be amended to read in its entirety as set forth on Exhibit A hereto.

**FIFTH:** The executed Merger Agreement is on file at an office of the Surviving Corporation at the following address:

c/o Lithium Technologies, Inc.  
225 Bush St., 15th Floor  
San Francisco, CA 94104

SIXTH: A copy of the Merger Agreement will be furnished by the Surviving Corporation, on request and without cost, to any stockholder of either constituent corporation.

SEVENTH: The Merger shall become effective upon the filing of this Certificate of Merger with the Secretary of State of the State of Delaware.

*{Remainder of page intentionally left blank.}*

IN WITNESS WHEREOF, Klout, Inc. has caused this Certificate of Merger to be executed by a duly authorized officer on March 25, 2014.

**Klout, Inc.**

By: \_\_\_\_\_ /s/ Robert Tarkoff  
Robert Tarkoff  
Chief Executive Officer

EXHIBIT A  
**CERTIFICATE OF INCORPORATION  
OF KLOUT, INC.**

**ARTICLE I**

The name of the corporation is Klout, Inc. (the "*Company*").

**ARTICLE II**

The address of the Company's registered office in the State of Delaware is Corporation Trust Center, 1209 Orange Street, Wilmington, New Castle County, Delaware 19801. The name of its registered agent at such address is The Corporation Trust Company.

**ARTICLE III**

The purpose of the Company is to engage in any lawful act or activity for which corporations may be organized under the Delaware General Corporation Law, as the same exists or as may hereafter be amended from time to time.

**ARTICLE IV**

This Company is authorized to issue one class of shares to be designated Common Stock. The total number of shares of Common Stock the Company has authority to issue is 1,000 with par value of \$0.001 per share.

**ARTICLE V**

In furtherance and not in limitation of the powers conferred by statute, the board of directors of the Company is expressly authorized to make, alter, amend or repeal the bylaws of the Company.

**ARTICLE VI**

Elections of directors need not be by written ballot unless otherwise provided in the bylaws of the Company.

**ARTICLE VII**

To the fullest extent permitted by the Delaware General Corporation Law as the same exists or as may hereafter be amended, a director of the Corporation or any subsidiary of the Corporation shall not be personally liable to the Corporation or its stockholders and shall otherwise be indemnified by the Corporation for monetary damages for breach of fiduciary duty as a director of the Corporation, any predecessor of the Corporation or any subsidiary of the Corporation.

The Corporation shall indemnify to the fullest extent permitted by law any person made or threatened to be made a party to an action or proceeding, whether criminal, civil, administrative or investigative, by reason of the fact that he, his testator or intestate is or was a director or officer of the Corporation, any predecessor of the Corporation or any subsidiary of the Corporation or serves or served at any other enterprise as a director or officer at the request of the Corporation, any predecessor to the Corporation or any subsidiary of the Corporation.

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

#### ARTICLE VIII

Except as provided in Article VII above, the Company reserves the right to amend, alter, change or repeal any provision contained in this Certificate of Incorporation, in the manner now or hereafter prescribed by statute, and all rights conferred upon stockholders herein are granted subject to this reservation.