

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM389560

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	MERGER AND CHANGE OF NAME		
<b>EFFECTIVE DATE:</b>	12/31/2014		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Visual Aids Electronics Corp.		12/31/2014	Corporation: D.C.
<b>NEWLY MERGED ENTITY DATA</b>			
<b>Name</b>	<b>Execution Date</b>	<b>Entity Type</b>	
Audio Visual Services Group, Inc.	12/31/2014	Corporation: DELAWARE	
<b>MERGED ENTITY'S NEW NAME (RECEIVING PARTY)</b>			
<b>Name:</b>	Audio Visual Services Group, Inc.		
<b>Doing Business As:</b>	PSAV Presentation Services		
<b>Street Address:</b>	5100 N. River Road, Suite 300		
<b>City:</b>	Schiller Park		
<b>State/Country:</b>	ILLINOIS		
<b>Postal Code:</b>	60176		
<b>Entity Type:</b>	Corporation: DELAWARE		
<b>PROPERTY NUMBERS Total: 1</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
Registration Number:	3826749	VAE	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	9498256141		
<i>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.</i>			
<b>Phone:</b>	9498256140		
<b>Email:</b>	eschiffer@lexopusfirm.com		
<b>Correspondent Name:</b>	Eric Schiffer		
<b>Address Line 1:</b>	3070 Bristol Street, Suite 530		
<b>Address Line 4:</b>	Costa Mesa, CALIFORNIA 92626		
<b>NAME OF SUBMITTER:</b>	Eric M. Schiffer		
<b>SIGNATURE:</b>	/Eric M. Schiffer/		
<b>DATE SIGNED:</b>	06/28/2016		

OP \$40.00 3826749

**Total Attachments: 5**

source=Certificate of Merger- VAE into Audio Visual Services Group, Inc. - DE - Certificate of Ownership#page1.tif

source=Certificate of Merger- VAE into Audio Visual Services Group, Inc. - DE - Certificate of Ownership#page2.tif

source=Certificate of Merger- VAE into Audio Visual Services Group, Inc. - DE - Certificate of Ownership#page3.tif

source=Certificate of Merger- VAE into Audio Visual Services Group, Inc. - DE - Certificate of Ownership#page4.tif

source=Certificate of Merger- VAE into Audio Visual Services Group, Inc. - DE - Certificate of Ownership#page5.tif

# 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:

"VISUAL AIDS ELECTRONICS CORP.", A DISTRICT OF COLUMBIA CORPORATION,

WITH AND INTO "AUDIO VISUAL SERVICES GROUP, INC." UNDER THE NAME OF "AUDIO VISUAL SERVICES GROUP, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE EIGHTEENTH DAY OF DECEMBER, A.D. 2014, AT 7:39 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF OWNERSHIP IS THE THIRTY-FIRST DAY OF DECEMBER, A.D. 2014, AT 11:59 O'CLOCK P.M.

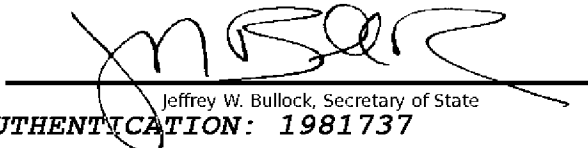
A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.

2948389 8100M

141561310

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: 1981737

DATE: 12-22-14

TRADEMARK  
REEL: 005824 FRAME: 0174

**CERTIFICATE OF OWNERSHIP AND MERGER  
OF  
VISUAL AIDS ELECTRONICS CORP.  
(a District of Columbia corporation)  
INTO  
AUDIO VISUAL SERVICES GROUP, INC.  
(a Delaware corporation)**

(Pursuant to Section 253 of the Delaware General Corporation Law (the "DGCL"))

Audio Visual Services Group, Inc., a Delaware corporation (the "Company"), does hereby certify:

**FIRST:** that the Company owns 100% of the outstanding shares of common stock, no par value (the "Common Shares"), of Visual Aids Electronics Corp., a District of Columbia corporation (the "Subsidiary"). The Common Shares constitute the only issued and outstanding class of stock of the Subsidiary.

**SECOND:** that the Company, by the following resolutions of its board of directors duly adopted by unanimous written consent, dated December 18, 2014, authorized and approved the merger of the Subsidiary with and into the Company on the terms and conditions set forth in such resolutions:

**"WHEREAS,** the Company owns 100% of the outstanding shares of the capital stock of Visual Aids Electronics Corp. (the "Subsidiary");

**WHEREAS,** it is proposed that the Company enter into that certain Agreement and Plan of Merger by and between the Company and the Subsidiary, in substantially the form attached hereto as Exhibit A (the "Plan of Merger") with the intention that the Plan of Merger constitutes a plan of liquidation for purposes of Sections 332, 334(b)(1) and 337(a) of the Internal Revenue Code of 1986, as amended; and

**WHEREAS,** in connection with the Plan of Merger, the Subsidiary will be merged with and into the Company, to be effective as of 11:59PM on December 31, 2014 (the "Effective Time"), with the Company being the surviving corporation (in such capacity, the "Surviving Corporation") pursuant to Section 253 of the DGCL and Section 29-202 of the District of Columbia Code (the "Merger").

**NOW, THEREFORE, BE IT RESOLVED,** that the Merger and the execution, delivery and performance of the Plan of Merger is approved and authorized;

**RESOLVED FURTHER**, the Surviving Corporation will assume all of the Subsidiary's liabilities and obligations upon consummation of the Merger at the Effective Time pursuant to the Plan of Merger;

**RESOLVED FURTHER**, that at the Effective Time, by virtue of the Merger and without any action on the part of the holders of any capital stock of the Company or the Subsidiary, each share of common stock, no par value per share, of the Subsidiary outstanding prior to the Merger shall be cancelled, retired and cease to exist, and no consideration shall be delivered with respect to such shares of common stock;

**RESOLVED FURTHER**, that the Certificate of Incorporation and Bylaws of the Company in effect at the Effective Time shall be the Certificate of Incorporation and Bylaws of the Surviving Corporation, until thereafter amended as provided therein and under the DGCL;

**RESOLVED FURTHER**, that the officers and directors of the Company at the Effective Time shall be the officers and directors of the Surviving Corporation, until removed or replaced in accordance with the Bylaws and the DGCL;

**RESOLVED FURTHER**, that the officers of the Company (each, a "Company Officer"), any one of whom may act without the joinder of any of the others, be, and hereby are, authorized, empowered and directed for, on behalf of and in the name of the Company to execute and deliver the Certificate of Ownership and Merger setting forth a copy of these resolutions in accordance with Section 253 of the DGCL and to cause the same to be filed with the Secretary of State of the State of Delaware; and

**RESOLVED FURTHER**, that the Company Officers, any one of whom may act without the joinder of any of the others, be, and hereby are, authorized, empowered, and directed for, on behalf of and in the name of the Company to (a) negotiate, execute, deliver and file any agreements, certificates, other instruments or documents, (b) modify or amend any of the terms and conditions of the Plan of Merger, (c) pay any consideration, (d) pay expenses and taxes and (e) do or cause to be done any and all such other acts and things as they, or any of them, may deem necessary, appropriate or advisable to effect or implement the transactions contemplated under the Plan of Merger, any such action taken by any such Company Officer to be conclusive evidence of such determination.

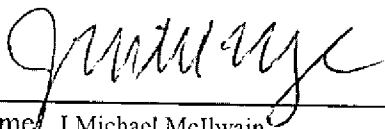
**RESOLVED FURTHER**, that any actions taken by any Company Officer, for or on behalf of the Company prior to the date hereof that would have been authorized by these resolutions but for the fact that such actions were taken prior to the date hereof be, and hereby are, authorized, adopted, approved, confirmed, and ratified in all respects as the actions of the Company."

**THIRD:** that this Certificate of Ownership and Merger shall be effective as of 11:59PM on December 31, 2014.

*[The remainder of this page is intentionally left blank.]*

IN WITNESS WHEREOF, the undersigned has caused this Certificate of Ownership and Merger to be executed on the date set forth below.

**AUDIO VISUAL SERVICES GROUP, INC.**

By:   
Name: J Michael McIlwain  
Title: President and CEO  
Date: December 18, 2014