

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
 Stylesheet Version v1.2

ETAS ID: TM395551

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER		
EFFECTIVE DATE:	03/29/2013		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
NetPro Computing, Inc.		04/02/2013	Corporation: DELAWARE
RECEIVING PARTY DATA			
Name:	Quest Software, Inc.		
Street Address:	5 Polaris Way		
City:	Aliso Viejo		
State/Country:	CALIFORNIA		
Postal Code:	92656		
Entity Type:	Corporation: DELAWARE		
PROPERTY NUMBERS Total: 4			
Property Type	Number	Word Mark	
Registration Number:	2378246	DIRECTORY ANALYZER	
Registration Number:	2020485	DS EXPERT	
Registration Number:	3363957	GPOADMIN	
Registration Number:	2045527	NETPRO	
CORRESPONDENCE DATA			
Fax Number:	8453626111		
<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>			
Phone:	845-362-6100		
Email:	watrademarks@weissarons.com		
Correspondent Name:	Abigail Rubinstein		
Address Line 1:	1540 Route 202 Suite 8		
Address Line 2:	Weiss and Arons LLP		
Address Line 4:	Pomona, NEW YORK 10970		
NAME OF SUBMITTER:	Abigail Rubinstein		
SIGNATURE:	/Abigail Rubinstein/		
DATE SIGNED:	08/18/2016		
Total Attachments: 5			

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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:

"NETPRO COMPUTING, INC.", A DELAWARE CORPORATION,
WITH AND INTO "QUEST SOFTWARE, INC." UNDER THE NAME OF
"QUEST SOFTWARE, INC.", A CORPORATION ORGANIZED AND EXISTING
UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED
IN THIS OFFICE THE TWENTY-EIGHTH DAY OF MARCH, A.D. 2013, AT
8:03 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF
THE AFORESAID CERTIFICATE OF OWNERSHIP IS THE TWENTY-NINTH DAY
OF MARCH, A.D. 2013.

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

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You may verify this certificate online
at corp.delaware.gov/authver.shtml




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 0328353

DATE: 04-02-13

TRADEMARK
REEL: 005858 FRAME: 0758

**STATE OF DELAWARE
CERTIFICATE OF OWNERSHIP**

**SUBSIDIARY INTO PARENT
Section 253**

**CERTIFICATE OF OWNERSHIP
MERGING**

**NETPRO COMPUTING, INC.
INTO
QUEST SOFTWARE, INC.**

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

Quest Software, Inc., a Corporation incorporated on the 14th day of January, 2009, (the "**Corporation**") pursuant to the provisions of the General Corporation Law of the State of Delaware (the "**Delaware Law**");

DOES HEREBY CERTIFY, that this Corporation owns 100% of the capital stock of NetPro Computing, Inc. (the "**Subsidiary**"). The original Certificate of Incorporation was filed with the Secretary of State of the State of Delaware on June 30, 1998. On July 23, 1998, a Restated Certificate of Incorporation of the Subsidiary was filed with the Secretary of State of the State of Delaware. On July 23, 1998, a Certificate of Merger of the Subsidiary was filed with the Secretary of State of the State of Delaware. On May 26, 1999, a Certificate of Amendment to the Restated Certificate of Incorporation of the Subsidiary was filed with the Secretary of State of the State of Delaware. On May 22, 2001, a Certificate of Amendment to the Restated Certificate of Incorporation was filed with the Secretary of State of the State of Delaware. On June 20, 2001, a Certificate of Correction to the Certificate of Amendment to the Certificate of Incorporation of the Subsidiary was filed with the Secretary of State of the State of Delaware. On October 29, 2003, Certificate for Renewal and Revival of Charter of the Subsidiary was filed

with the Secretary of State of the State of Delaware. On December 12, 2003, a Certificate of Amendment to the Restated Certificate of Incorporation of the Subsidiary was filed with the Secretary of State of the State of Delaware. On March 2, 2004, a Second Amended & Restated Certificate of Incorporation of the Subsidiary was filed with the Secretary of State of the State of Delaware. On August 3, 2004, a Certificate of Amendment of Second Amended & Restated Certificate of Incorporation of the Subsidiary was filed with the Secretary of State of the State of Delaware. On September 30, 2005, a Certificate of Amendment to the Second Restate Certificate of Incorporation of the Subsidiary was filed with the Secretary of State of the State of Delaware. On May 8, 2006, a Certificate of Amendment to the Second Restated Certificate of Incorporation of the Subsidiary was filed with the Secretary of State of the State of Delaware. On April 16, 2008, a Certificate of Amendment to the Second Amended and Restated Certificate of Incorporation of the Subsidiary was filed with the Secretary of the State of the State of Delaware. On September 11, 2008, a Certificate of Amendment to the Second Amended and Restated Certificate of Incorporation of the Subsidiary was filed with the Secretary of State of the State of Delaware. On September 12, 2008, a Certificate of Merger of the Subsidiary was filed with the Secretary of State of the State of Delaware. Pursuant to Section 253 of the Delaware Law, this Corporation, by a resolution of its Board of Directors duly adopted at a meeting held on the 28th day of March, 2013, determined to merge into itself said Subsidiary which resolution is in the following words to wit:

APPROVAL OF MERGER WITH NETPRO COMPUTING, INC.

WHEREAS, the Corporation is a corporation duly formed under the laws of the State of Delaware that filed its Certificate of Incorporation with the Delaware Secretary of State on January 14, 2009;

WHEREAS, NetPro Computing, Inc., (the “**Subsidiary**”) is a corporation duly formed under the laws of the State of Delaware and filed its original Certificate of Incorporation with the Secretary of State of the State of Delaware on June 30, 1998. On July 23, 1998, a Restated Certificate of Incorporation of the Subsidiary was filed with the Secretary of State of the State of Delaware. On July 23, 1998, a Certificate of Merger of the Subsidiary was filed with the Secretary of State of the State of Delaware. On May 26, 1999, a Certificate of Amendment to the Restated Certificate of Incorporation of the Subsidiary was filed with the Secretary of State

of the State of Delaware. On May 22, 2001, a Certificate of Amendment to the Restated Certificate of Incorporation was filed with the Secretary of State of the State of Delaware. On June 20, 2001, a Certificate of Correction to the Certificate of Amendment to the Certificate of Incorporation of the Subsidiary was filed with the Secretary of State of the State of Delaware. On October 29, 2003, Certificate for Renewal and Revival of Charter of the Subsidiary was filed with the Secretary of State of the State of Delaware. On December 12, 2003, a Certificate of Amendment to the Restated Certificate of Incorporation of the Subsidiary was filed with the Secretary of State of the State of Delaware. On March 2, 2004, a Second Amended & Restated Certificate of Incorporation of the Subsidiary was filed with the Secretary of State of the State of Delaware. On August 3, 2004, a Certificate of Amendment of Second Amended & Restated Certificate of Incorporation of the Subsidiary was filed with the Secretary of State of the State of Delaware. On September 30, 2005, a Certificate of Amendment to the Second Restate Certificate of Incorporation of the Subsidiary was filed with the Secretary of State of the State of Delaware. On May 8, 2006, a Certificate of Amendment to the Second Restated Certificate of Incorporation of the Subsidiary was filed with the Secretary of State of the State of Delaware. On April 16, 2008, a Certificate of Amendment to the Second Amended and Restated Certificate of Incorporation of the Subsidiary was filed with the Secretary of the State of the State of Delaware. On September 11, 2008, a Certificate of Amendment to the Second Amended and Restated Certificate of Incorporation of the Subsidiary was filed with the Secretary of State of the State of Delaware. On September 12, 2008, a Certificate of Merger of the Subsidiary was filed with the Secretary of State of the State of Delaware;

WHEREAS, the Subsidiary is a 100% wholly-owned, direct subsidiary of the Corporation;

WHEREAS, the Corporation desires to merge the Subsidiary with and into the Corporation pursuant to Section 253 of the Delaware General Corporation Law, with the Corporation being the surviving entity (the "**Merger**");

WHEREAS, the Board has been presented with, among other things, and has reviewed with counsel to the Corporation, the terms and conditions of the Merger; and

WHEREAS, the Board has determined that the Merger is advisable, fair and in the best interest of the Corporation.

NOW, THEREFORE, BE IT RESOLVED, that the Board hereby approves the Merger, to be effected on March 29, 2013 (the “**Effective Date**”);

FURTHER RESOLVED, that the officers of the Corporation (the “**Authorized Persons**”) are hereby authorized and directed, for and on behalf of the Subsidiary, to execute, deliver, file, acknowledge and record any and all such documents and instruments, and to take or cause to be done any and all such other actions as they, or any of them, may deem necessary or desirable to effectuate and carry out the purposes and intent of the foregoing resolutions; and

FURTHER RESOLVED, that all actions previously taken by the Authorized Persons in connection with, or in preparation for, the transactions contemplated by the foregoing resolutions are hereby ratified, confirmed and approved in all respects.

IN WITNESS WHEREOF, said parent Corporation has caused this certificate to be signed by an authorized officer this 28th day of March, 2013.

By: 
Authorized Officer

Name: Janet B. Wright

Title: Vice President and Assistant Secretary