

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM397168

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT
<b>NATURE OF CONVEYANCE:</b>	MERGER
<b>EFFECTIVE DATE:</b>	04/02/2016

## CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
FitStar, Inc.		04/01/2016	Corporation: DELAWARE

## RECEIVING PARTY DATA

<b>Name:</b>	Fitbit, Inc.
<b>Street Address:</b>	405 Howard Street, Suite 550
<b>City:</b>	San Francisco
<b>State/Country:</b>	CALIFORNIA
<b>Postal Code:</b>	94105
<b>Entity Type:</b>	Corporation: DELAWARE

## PROPERTY NUMBERS Total: 1

Property Type	Number	Word Mark
<b>Serial Number:</b>	85644025	FITSTAR

## CORRESPONDENCE DATA

Fax Number: 6509385200

*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: (650) 988-8500

Email: trademarks@fenwick.com

Correspondent Name: Karen A. Webb

Address Line 1: 801 California Street

Address Line 2: Silicon Valley Center

Address Line 4: Mountain View, CALIFORNIA 94041

<b>NAME OF SUBMITTER:</b>	Karen A. Webb
<b>SIGNATURE:</b>	/kaw/
<b>DATE SIGNED:</b>	08/30/2016

## Total Attachments: 4

source=Certificate of Ownership (DE) - filed[1]#page1.tif

source=Certificate of Ownership (DE) - filed[1]#page2.tif

source=Certificate of Ownership (DE) - filed[1]#page3.tif

source=Certificate of Ownership (DE) - filed[1]#page4.tif

CH \$40.00 85644025

# Delaware

The First State

Page 1

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:

"FITSTAR, INC.", A DELAWARE CORPORATION,  
WITH AND INTO "FITBIT, INC." UNDER THE NAME OF "FITBIT, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE ON THE FIRST DAY OF APRIL, A.D. 2016, AT 4:09 O`CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF OWNERSHIP IS THE SECOND DAY OF APRIL, A.D. 2016.

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

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



  
Jeffrey W. Bullock, Secretary of State

4323706 8100M  
SR# 20162033756

You may verify this certificate online at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)

Authentication: 202084362  
Date: 04-01-16

**TRADEMARK**  
**REEL: 005868 FRAME: 0612**

**CERTIFICATE OF OWNERSHIP AND MERGER**  
**MERGING**  
**FITSTAR, INC.**  
**(a Delaware corporation)**  
**INTO**  
**FITBIT, INC.**  
**(a Delaware corporation)**

---

Pursuant to Section 253 of the General Corporation Law of the State of Delaware

---

Andy Missan hereby certifies that:

1. He is the Secretary of Fitbit, Inc., a Delaware corporation ("*Fitbit*" or the "*Company*").
2. Fitbit owns all of the outstanding shares of the capital stock of FitStar, Inc. ("*FitStar*" or "*Subsidiary*"), which is a corporation incorporated under the laws of Delaware.
3. The Board of Directors of Fitbit, Inc. approved and adopted the following resolutions by unanimous written consent dated March 31, 2016:

**WHEREAS**, the Company owns 100% of the outstanding shares of the following Delaware corporation, namely:

FitStar, Inc.

(the "*Subsidiary*") and the Board has determined that it is desirable and in the Company's best interests to merge the Subsidiary with and into the Company to obtain the Subsidiary's assets and to simplify the Company's corporate, contract administration and accounting structure;

**NOW, THEREFORE, BE IT RESOLVED**, that the Subsidiary shall be merged with and into the Company in one merger (the "*Merger*") pursuant to Section 368 of the Internal Revenue Code of 1986, as amended; and

**RESOLVED FURTHER**, that the Merger is hereby approved, and that pursuant to Section 253 of the Delaware General Corporation Law, the Company shall merge the Subsidiary with and into the Company, with the Company continuing as the surviving corporation of the Merger, and upon the effectiveness of the Merger, the Company will acquire all the assets and properties and assume all of the liabilities and obligations of the Subsidiary, as applicable; and

**RESOLVED FURTHER**, that, in order to carry out the Merger, the appropriate officers of the Company are hereby authorized on behalf of the Company as the surviving corporation of the Merger to cause the Company to execute, deliver and file a Certificate of Ownership and Merger with the Delaware Secretary of State, and to execute, deliver and

file such additional statements and certificates or perform such other acts as are determined to be necessary or appropriate to carry out the Merger of the Subsidiary with and into the Company as described above at such time as the officers of the Company in their sole discretion deem appropriate, and the officers of the Company may determine whether or not to carry out the Merger; and

**RESOLVED FURTHER**, that the officers of the Company, and each of them acting without the others, are hereby authorized and directed to take such further actions, and to execute and deliver such further documents, as they may deem to be necessary, advisable or appropriate to carry into effect the purposes and intent of the foregoing resolutions.

4. The merger of FitStar with and into Fitbit, with Fitbit being the survivor of the merger, shall become effective on April 2, 2016.

[Signature Page Follows]

**IN WITNESS WHEREOF**, Fitbit, Inc. has caused this Certificate of Ownership and Merger to be executed by its duly authorized officers this 1st day of April, 2016.

**FITBIT, INC.**  
**a Delaware corporation**

By: /s/ Andy Missan  
Andy Missan, Secretary

**[SIGNATURE PAGE TO FITBIT, INC.  
CERTIFICATE OF OWNERSHIP AND MERGER]**