

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM405096

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER AND CHANGE OF NAME
EFFECTIVE DATE:	07/18/2016

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Net Power and Light, Inc.		07/18/2016	Corporation:

NEWLY MERGED ENTITY DATA

Name	Execution Date	Entity Type
WICKR INC.	07/18/2016	Corporation: DELAWARE

MERGED ENTITY'S NEW NAME (RECEIVING PARTY)

Name:	WICKR INC.
Street Address:	1459 18th St. #313
City:	San Francisco
State/Country:	CALIFORNIA
Postal Code:	94107
Entity Type:	Corporation: DELAWARE

PROPERTY NUMBERS Total: 18

Property Type	Number	Word Mark
Registration Number:	4518378	SPIN
Registration Number:	4518377	SPIN
Registration Number:	4530187	SPIN
Registration Number:	4526334	SPIN
Registration Number:	4649560	
Registration Number:	4656558	
Registration Number:	4515047	
Registration Number:	4515046	
Registration Number:	4502085	HAVE FUN TOGETHER
Registration Number:	4502071	YOU AND YOUR WORLD TURNED ON
Registration Number:	4502070	TOGETHERTV
Registration Number:	4514963	NET POWER & LIGHT
Registration Number:	4505606	NPL SPIN
Registration Number:	4505605	NPL SPIN

OP \$465.00 4518378

Property Type	Number	Word Mark
Registration Number:	4511039	NET POWER & LIGHT
Registration Number:	4597437	NET POWER & LIGHT
Registration Number:	4716720	
Registration Number:	4684953	NET POWER & LIGHT

CORRESPONDENCE DATA

Fax Number: 8583451067

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: 8583451067

Email: Pollie@gandalegal.com

Correspondent Name: Pollie Gautsch

Address Line 1: 665 San Rodolfo Dr. #124-209, 665 San Ro

Address Line 4: Solana Beach, CALIFORNIA 92075

ATTORNEY DOCKET NUMBER:	NPL to WICKR INC.
NAME OF SUBMITTER:	Pollie Gautsch
SIGNATURE:	/pg/
DATE SIGNED:	11/10/2016

Total Attachments: 7

- source=NPL into Wickr - Certificate of Merger#page1.tif
- source=NPL into Wickr - Certificate of Merger#page2.tif
- source=NPL into Wickr - Certificate of Merger#page3.tif
- source=NPL into Wickr - Certificate of Merger#page4.tif
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Delaware

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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:

"NET POWER AND LIGHT, INC.", A DELAWARE CORPORATION, WITH AND INTO "WICKR INC." UNDER THE NAME OF "WICKR INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE ON THE TWENTY-FIRST DAY OF JULY, A.D. 2016, AT 6:59 O`CLOCK P.M.

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




Jeffrey W. Bullock, Secretary of State

5342708 8100M
SR# 20165023158

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

Authentication: 202707157
Date: 07-22-16

TRADEMARK
REEL: 005918 FRAME: 0599

**CERTIFICATE OF OWNERSHIP AND MERGER
MERCING
NET POWER AND LIGHT, INC.
WITH AND INTO
WICKR INC.**

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

Wickr Inc., a Delaware corporation (the "**Corporation**"), does hereby certify to the following facts relating to the merger (the "**Merger**") of Net Power and Light, Inc., a Delaware corporation (the "**Subsidiary**"), with and into the Corporation, with the Corporation remaining as the surviving corporation:

1. The Corporation is incorporated pursuant to the General Corporation Law of the State of Delaware (the "**DGCL**"). The Subsidiary is incorporated pursuant to the DGCL.
2. The Corporation owns all of the outstanding shares of capital stock of the Subsidiary.
3. The Board of Directors of the Corporation (the "**Board**"), by the following resolutions duly adopted on July 18, 2016, determined to merge the Subsidiary with and into the Corporation pursuant to Section 253 of the DGCL:

WHEREAS, Wickr Inc., a Delaware corporation (the "**Corporation**"), owns all of the outstanding shares of the capital stock of Net Power and Light, Inc., a Delaware corporation (the "**Subsidiary**"); and

WHEREAS, the Board deems it advisable, fair to and in the best interests of the Corporation and its sole stockholder that the Subsidiary be merged with and into the Corporation pursuant to Section 253 of the DGCL.

NOW, THEREFORE, BE IT RESOLVED, that the Subsidiary be merged with and into the Corporation (the "**Merger**");

RESOLVED FURTHER, that by virtue of the Merger and without any action on the part of the holder thereof, each then outstanding share of capital stock of the Corporation shall remain unchanged and continue to remain outstanding as one share of capital stock of the Corporation, held by the person who was the holder of such share of capital stock of the Corporation immediately prior to the Merger;

RESOLVED FURTHER, that by virtue of the Merger and without any action on the part of the holder thereof, each then outstanding share of capital stock of the Subsidiary shall be cancelled and no consideration shall be issued in respect thereof; and

RESOLVED FURTHER, that the officers of the Corporation be, and they hereby are, authorized and directed to make, execute and

acknowledge, in the name of the Corporation, a certificate of ownership and merger for the purpose of effecting the Merger and to file (or cause to be filed) the same in the office of the Secretary of State of the State of Delaware, and to do all other acts and things that may be necessary to carry out and effectuate the purpose and intent of the foregoing resolutions relating to the Merger.

4. The Corporation shall be the surviving corporation of the Merger.
5. The certificate of incorporation of the Corporation as in effect immediately prior to the effective time of the Merger shall be the certificate of incorporation of the surviving corporation until thereafter amended in accordance with the DGCL.
6. This certificate of ownership and merger shall be effective upon filing.

[remainder of page intentionally left blank]

IN WITNESS WHEREOF, the Corporation has caused this certificate of ownership and merger to be executed by its duly authorized officer as of July 18, 2016.

WICKR INC.

By: Mark Fields
Name: Mark Fields
Title: Chief Executive Officer

State of Delaware

Annual Franchise Tax Report

CORPORATION NAME			TAX VR.
NET POWER AND LIGHT, INC.			2016
FILE NUMBER	INCORPORATION DATE	RENEWAL/REUOCATION DATE	
4157432	2006/05/11		
PRINCIPAL PLACE OF BUSINESS			PHONE NUMBER
1169 GORGAS AVENUE, SUITE A SAN FRANCISCO, CA 94129			(415) 563-3350
REGISTERED AGENT			AGENT NUMBER
CORPORATION SERVICE COMPANY 2711 CENTERVILLE RD SUITE 400 WILMINGTON DE 19808			9000014
AUTHORIZED STOCK	DESIGNATION/ STOCK CLASS	NO. OF SHARES	PAR VALUE/ SHARE
BEGIN DATE	END DATE		
2016/04/27		5,000	.0100000000
2016/04/22	2016/04/27	30,000,000	.0001000000
		PREFERRED	.0001000000
2015/06/16	2016/04/22	23,050,000	.0001000000
		PREFERRED	.0001000000
OFFICER	NAME	STREET/CITY/STATE/ZIP	TITLE
THOMAS	ENGDAHL	1169 GORGAS AVENUE, SUITE A SAN FRANCISCO, CA 94129	CEO
DIRECTORS	NAME	STREET/CITY/STATE/ZIP	
GILMAN	LOUIE	1169 GORGAS AVENUE%2C SUITE A SAN FRANCISCO, CA 94129	
THOMAS	ENGDAHL	1169 GORGAS AVENUE%2C SUITE A SAN FRANCISCO, CA 94129	
JEFF	KARRAS	1169 GORGAS AVENUE%2C SUITE A SAN FRANCISCO, CA 94129	
STEVEN	WEINSTEIN	1169 GORGAS AVENUE%2C SUITE A SAN FRANCISCO, CA 94129	
<p><i>NOTICE: Pursuant to 8 Del. C. 502(b), If any officer or director of a corporation required to make an annual franchise tax report to the Secretary of State shall knowingly make any false statement in the report, such officer or director shall be guilty of perjury.</i></p>			
AUTHORIZED BY (OFFICER, DIRECTOR OR INCORPORATOR)		DATE	TITLE
RYAN KYLE		2016/07/21	CFO
1169 GORGAS AVENUE, SUITE A SAN FRANCISCO, CA 94129 US			

TRADEMARK

REEL: 005918 FRAME: 0603

State of Delaware

Annual Franchise Tax Report

CORPORATION NAME NET POWER AND LIGHT, INC.		TAX VR. 2016
FILE NUMBER 4157432		
DIRECTORS	NAME	STREET/CITY/STATE/ZIP
NICK SURIN		1169 GORGAS AVENUE&2C SUITE A SAN FRANCISCO, CA 94129
JOHN SEELY BROWN		1169 GORGAS AVENUE&2C SUITE A SAN FRANCISCO, CA 94129

TRADEMARK

REEL: 005918 FRAME: 0604

