

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM411361

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	12/30/2016

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Upland Software III, LLC		12/30/2016	Limited Liability Company: DELAWARE

RECEIVING PARTY DATA

Name:	Upland Software Inc.
Street Address:	401 Congress Ave
Internal Address:	Suite 2850
City:	Austin
State/Country:	TEXAS
Postal Code:	78701
Entity Type:	Corporation: DELAWARE

PROPERTY NUMBERS Total: 13

Property Type	Number	Word Mark
Registration Number:	3922978	WORKENGINE
Registration Number:	4089790	AD LIFE
Registration Number:	3182957	TX4INFO
Registration Number:	3116838	TX2FIND
Registration Number:	3116837	TX2WEB
Registration Number:	3098034	TX2TRY
Registration Number:	3114097	HIPCRICKET
Registration Number:	3922004	A+
Registration Number:	3859937	AUGME
Registration Number:	3684657	INTERACTION PLANNER
Registration Number:	3665518	HIPCRICKET
Registration Number:	4307109	I2BRIDGE
Registration Number:	2397385	BOOMBOX RADIO

CORRESPONDENCE DATA

Fax Number: 2319320411

Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent

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using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.

Phone: 2319320411
Email: brianhall@traverselegal.com
Correspondent Name: Brian Hall, Traverse Legal PLC
Address Line 1: 810 Cottageview Drive, Suite G-20
Address Line 4: Traverse City, MICHIGAN 49684

NAME OF SUBMITTER:	Brian A. Hall
SIGNATURE:	/BAH/
DATE SIGNED:	01/06/2017

Total Attachments: 2

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Delaware

The First State

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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:

"UPLAND SOFTWARE III, LLC", A DELAWARE LIMITED LIABILITY COMPANY,

WITH AND INTO "UPLAND SOFTWARE, INC." UNDER THE NAME OF "UPLAND SOFTWARE, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE ON THE THIRTIETH DAY OF DECEMBER, A.D. 2016, AT 12:57 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

4845215 8100M
SR# 20167349834

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

Authentication: 203615955
Date: 12-30-16

TRADEMARK
REEL: 005960 FRAME: 0341

**STATE OF DELAWARE
CERTIFICATE OF MERGER OF
DOMESTIC LIMITED LIABILITY COMPANY
INTO A
DOMESTIC CORPORATION**

Pursuant to Title 8, Section 264(c) of the Delaware General Corporation Law and Title 6, Section 18-209 of the Delaware Limited Liability Company Act, the undersigned corporation executed the following Certificate of Merger:

FIRST: The name of the surviving corporation is Upland Software, Inc.
_____, a Delaware Corporation, and the name of the
limited liability company being merged into this surviving corporation is _____
Upland Software III, LLC

SECOND: The Agreement of Merger has been approved, adopted, certified, executed and acknowledged by the surviving corporation and the merging limited liability company.

THIRD: The name of the surviving corporation is Upland Software, Inc.

FOURTH: The merger is to become effective on upon filing

FIFTH: The Agreement of Merger is on file at 401 Congress Ave, Suite
2850 Austin, TX 78701, the place of business of the surviving corporation.

SIXTH: A copy of the Agreement of Merger will be furnished by the corporation on request, without cost, to any stockholder of any constituent corporation or member of any constituent limited liability company.

SEVENTH: The Certificate of Incorporation of the surviving corporation shall be it's Certificate of Incorporation

IN WITNESS WHEREOF, said Corporation has caused this certificate to be signed by an authorized officer, the 23rd day of December, A.D., 2016.

By: 

Authorized Officer

Name: Kirk Larson

Print or Type

Title: Assistant Secretary