

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM412802

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER		
EFFECTIVE DATE:	10/17/2016		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Frontrange Solutions Inc.		10/17/2016	Corporation: DELAWARE
RECEIVING PARTY DATA			
Name:	HEAT Software USA Inc.		
Street Address:	490 McCarthy Boulevard, #100		
City:	Milpitas		
State/Country:	CALIFORNIA		
Postal Code:	95035		
Entity Type:	Corporation: COLORADO		
PROPERTY NUMBERS Total: 3			
Property Type	Number	Word Mark	
Registration Number:	2559582	CREATING CUSTOMERS FOR LIFE	
Registration Number:	2753613	FRONTRANGE SOLUTIONS	
Registration Number:	2753614	FRONTRANGE SOLUTIONS	
CORRESPONDENCE DATA			
Fax Number:	7196331518		
<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:	719-473-3800		
Email:	jill.chalmers@bryancave.com, judi.cope@bryancave.com		
Correspondent Name:	Jill J. Chalmers		
Address Line 1:	90 South Cascade Avenue, Suite 1300		
Address Line 2:	Bryan Cave LLP		
Address Line 4:	Colorado Springs, COLORADO 80903		
ATTORNEY DOCKET NUMBER:	0445493		
NAME OF SUBMITTER:	Jill J. Chalmers		
SIGNATURE:	/jill j. chalmers/		
DATE SIGNED:	01/18/2017		
Total Attachments: 5			

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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 OWNERSHIP, WHICH MERGES:

"FRONTRANGE SOLUTIONS INC.", A DELAWARE CORPORATION,
WITH AND INTO "HEAT SOFTWARE USA INC." UNDER THE NAME OF "HEAT SOFTWARE USA INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF COLORADO, AS RECEIVED AND FILED IN THIS OFFICE ON THE SEVENTEENTH DAY OF OCTOBER, A.D. 2016, AT 3:34 O`CLOCK P.M.




Jeffrey W. Bullock, Secretary of State

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SR# 20166232023

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

Authentication: 203176364
Date: 10-18-16

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REEL: 005969 FRAME: 0397

without consideration and each outstanding share of the Subsidiary's capital stock shall be issued to Ferrari Holding Inc., a Delaware corporation and sole stockholder of the Company, upon surrender of any certificates representing shares of the capital stock of the Company;

RESOLVED FURTHER, that all the property, rights, privileges, powers and franchises of the Company will vest in the Subsidiary as the surviving corporation upon consummation of the Merger, and all debts, liabilities and duties of the Company will become the debts, liabilities and duties of the Subsidiary as the surviving corporation upon consummation of the Merger;

RESOLVED FURTHER, that the Merger is hereby determined to be fair to, and in the best interests of, the Company and its sole stockholder;

RESOLVED FURTHER, that the officers of the Company be, and each of them hereby is, authorized and directed, for and on behalf of the Company, to cause the Company to execute, deliver and file with the Delaware Secretary of State a Certificate of Ownership and Merger (the "*Certificate of Ownership and Merger*"), with respect to the Merger;

RESOLVED FURTHER, that the time when the Merger shall become effective pursuant to the terms and conditions set forth in these resolutions and in the Certificate of Ownership and Merger shall be the time that the Certificate of Ownership and Merger is accepted by the Secretary of State of the State of Delaware (the "*Effective Time*"); and

RESOLVED FURTHER, that the officers of the Company be, and each of them hereby is, authorized and directed, for and on behalf of the Company, to make such filings and applications, to execute and deliver such documents, instruments and certificates, and to do such acts and things as any of such officers deems necessary or appropriate in order to implement the foregoing resolutions.

FOURTH: The Subsidiary shall be the surviving corporation.

FIFTH: The name of the surviving corporation shall remain, and be, HEAT Software USA Inc.

SIXTH: The proposed merger of the Company with and into the Subsidiary has been advised, authorized and approved by the written consent of a majority of the holders of the outstanding capital stock of the Company entitled to vote thereon.

SEVENTH: The Certificate of Incorporation of the Subsidiary, as in effect immediately prior to the merger, shall be the certificate of incorporation of the surviving corporation until amended in accordance with applicable law.

EIGHTH: The Subsidiary hereby agrees that it may be served with process in Delaware in any action, suit or proceeding for the enforcement of any obligation of the Company, and hereby irrevocably appoints the Secretary of State of Delaware as the Subsidiary's agent to accept service of process in any such action, suit or proceeding, and a copy of such process shall be mailed by the Secretary of State to the offices of the Company, located at 490 N. McCarthy Blvd., Suite 100, Milpitas, California 95035.

NINTH: The Merger shall become effective on the date of filing of this Certificate of Ownership and Merger with the Delaware Secretary of State.

IN WITNESS WHEREOF, the undersigned have caused this Certificate of Ownership and Merger to be executed and acknowledged by the authorized officers set forth below on this 17th day of October, 2016.

FRONTRANGE SOLUTIONS INC.
a Delaware corporation

/s/ John R. Ferron

John R. Ferron
President and Chief Executive Officer

HEAT SOFTWARE USA INC.
a Colorado corporation

/s/ John R. Ferron

John R. Ferron
President and Chief Executive Officer

[Signature Page to Certificate of Ownership and Merger]