

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM438872

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|---|---|-----------------------|-----------------------|
| SUBMISSION TYPE: | NEW ASSIGNMENT | | |
| NATURE OF CONVEYANCE: | MERGER | | |
| EFFECTIVE DATE: | 07/05/2017 | | |
| CONVEYING PARTY DATA | | | |
| Name | Formerly | Execution Date | Entity Type |
| Netuitive, Inc. | | 07/05/2017 | Corporation: DELAWARE |
| RECEIVING PARTY DATA | | | |
| Name: | Metricly, Inc. | | |
| Street Address: | 12700 Sunrise Valley Drive, Suite 250 | | |
| City: | Reston | | |
| State/Country: | VIRGINIA | | |
| Postal Code: | 20191 | | |
| Entity Type: | Corporation: DELAWARE | | |
| PROPERTY NUMBERS Total: 5 | | | |
| Property Type | Number | Word Mark | |
| Registration Number: | 2553373 | NETUITIVE | |
| Registration Number: | 2556751 | NETUITIVE | |
| Registration Number: | 3000435 | N NETUITIVE | |
| Registration Number: | 3052522 | | |
| Registration Number: | 4870399 | N NETUITIVE | |
| CORRESPONDENCE DATA | | | |
| Fax Number: | 2026002261 | | |
| <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: | (202) 600-2270 | | |
| Email: | aspivak@mosaiclegalgroup.com | | |
| Correspondent Name: | Andrew Spivak c/o Mosaic Legal Group | | |
| Address Line 1: | 5185 MacArthur Boulevard, NW, Suite 350 | | |
| Address Line 4: | Washington, D.C. 20016-3341 | | |
| NAME OF SUBMITTER: | Andrew N. Spivak | | |
| SIGNATURE: | /Andrew N. Spivak/ | | |
| DATE SIGNED: | 08/10/2017 | | |
| Total Attachments: 4 | | | |

OP \$140.00 2553373

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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:

"NETUITIVE, INC.", A DELAWARE CORPORATION, WITH AND INTO "METRICLY, INC." UNDER THE NAME OF "METRICLY, 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 JUNE, A.D. 2017, AT 4:46 O`CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF OWNERSHIP IS THE FIFTH DAY OF JULY, A.D. 2017 AT 11:59 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

6398443 8100M
SR# 20175052955

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

Authentication: 202820885
Date: 07-03-17

TRADEMARK
REEL: 006127 FRAME: 0563

State of Delaware
Secretary of State
Division of Corporations
Delivered 04:46 PM 06/30/2017
FILED 04:46 PM 06/30/2017
SR 20175052955 - File Number 6398443

CERTIFICATE OF OWNERSHIP AND MERGER
NETUITIVE, INC.
INTO
METRICLY, INC.

Netuitive, Inc., a corporation organized and existing under the laws of the State of Delaware ("Parent") does hereby certify that:

FIRST: Parent is a corporation was organized pursuant to the provisions of the General Corporation Law of the State of Delaware on February 22, 2002.

SECOND: Parent owns all of the issued and outstanding shares of capital stock of Metricly, Inc. ("Subsidiary"), a corporation organized pursuant to the provisions of the General Corporation Law of the State of Delaware on May 2, 2017.

THIRD: The board of directors of Parent by unanimous written consent determined to merge Parent with and into Subsidiary (the "Merger"). The Merger was approved by the holders of at least a majority of the outstanding shares of stock of Parent. Attached hereto as Exhibit A is a copy of the relevant recitals and resolutions adopted as of April 30, 2017 by unanimous written consent of the board of directors Parent, approving the merger of Parent with and into Subsidiary under Section 253 of the General Corporation Law of the State of Delaware.

FOURTH: The Merger is intended to be a tax free reorganization pursuant to Section 368(a) of the Internal Revenue Code of 1986, as amended.

FIFTH: Parent hereby merges with and into Subsidiary (the "Merger"), pursuant to this Certificate of Ownership and Merger (this "Merger Certificate"). The Merger shall be effective as of 11:59 p.m. Eastern Time on July 5, 2017 (the "Effective Time"). Subsidiary shall be the surviving corporation, and the separate existence of Parent shall cease as of the Effective Time.

[Signature Page Follows]

IN WITNESS WHEREOF, this Certificate of Ownership and Merger has been executed on behalf of Parent by its duly authorized representative.

Dated as of July 5, 2017

NETUIITIVE, INC.

By: 

Name: Babak Farzami

Title: Chief Executive Officer

[Certificate of Merger – Netuitive, Inc. into Metricly, Inc.]

TRADEMARK

REEL: 006127 FRAME: 0565

Exhibit A

Board Resolutions