

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
 Stylesheet Version v1.2

ETAS ID: TM458194

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER		
EFFECTIVE DATE:	10/31/2014		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
BenefitsXML, Inc.		10/31/2014	Corporation: DELAWARE
RECEIVING PARTY DATA			
Name:	SS&C Technologies, Inc.		
Street Address:	80 Lamberton Road		
City:	Windsor		
State/Country:	CONNECTICUT		
Postal Code:	06095		
Entity Type:	Corporation: DELAWARE		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	3217619	BENEFIX	
CORRESPONDENCE DATA			
Fax Number:	6175265000		
<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:	617-526-6448		
Email:	janey.davidson@wilmerhale.com		
Correspondent Name:	Michael J. Bevilacqua, Esquire		
Address Line 1:	Wilmer Cutler Pickering Hale and DorrLLP		
Address Line 2:	60 State Street		
Address Line 4:	Boston, MASSACHUSETTS 02109		
ATTORNEY DOCKET NUMBER:	105.062.136		
NAME OF SUBMITTER:	Michael J. Bevilacqua		
SIGNATURE:	/michael j. bevilacqua/		
DATE SIGNED:	01/16/2018		
Total Attachments: 4			
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source=benefitsxml merger ssc#page3.tif			

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Delaware

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The First State

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:

"BENEFITSXML, INC.", A DELAWARE CORPORATION,

"SS&C TECHNOLOGIES NEW JERSEY, INC.", A NEW JERSEY CORPORATION,

WITH AND INTO "SS&C TECHNOLOGIES, INC." UNDER THE NAME OF "SS&C TECHNOLOGIES, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE THIRTY-FIRST DAY OF OCTOBER, A.D. 2014, AT 5:46 O'CLOCK P.M.


AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF OWNERSHIP IS THE THIRTY-FIRST DAY OF DECEMBER, A.D. 2014.

2607209 8100M

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


Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 2514836

DATE: 06-30-15

TRADEMARK
REEL: 006230 FRAME: 0623

CERTIFICATE OF OWNERSHIP AND MERGER

MERGING

SS&C TECHNOLOGIES NEW JERSEY, INC.

AND

BENEFITSXML, INC.

WITH AND INTO

SS&C TECHNOLOGIES, INC.

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

SS&C Technologies, Inc., a Delaware corporation (the "Corporation"), does hereby certify to the following facts relating to the merger (the "Merger") of: (i) SS&C Technologies New Jersey, Inc., a New Jersey corporation ("SS&C New Jersey"), and (ii) BenefitsXML, Inc., a Delaware corporation ("BenefitsXML" and, together with SS&C New Jersey, collectively, the "Subsidiaries," and each individually, a "Subsidiary"), with and into the Corporation, with the Corporation remaining as the surviving corporation under the name "SS&C Technologies, Inc.":

FIRST: Each of the Corporation and BenefitsXML is incorporated pursuant to the General Corporation Law of the State of Delaware (the "DGCL"). SS&C New Jersey is incorporated pursuant to the New Jersey Business Corporation Act.

SECOND: The Corporation owns one hundred percent (100%) of the outstanding shares of each class of capital stock of each Subsidiary.

THIRD: The Board of Directors of the Corporation, by the following resolutions duly adopted on August 7, 2014, determined to merge each Subsidiary with and into the Corporation pursuant to Section 253 of the DGCL:

RESOLVED: That the Board of Directors (the "Board") of SS&C Technologies, Inc. (the "Corporation") deems it advisable and fair to, and in the best interests of, the Corporation that SS&C Technologies New Jersey, Inc., a New Jersey corporation and wholly owned subsidiary of the Corporation ("SS&C NJ"), be merged with and into the Corporation pursuant to Section 253 of the DGCL and Section 14A:10-5.1 of the New Jersey Business Corporation Act, with the Corporation being the surviving corporation of the merger (the "New Jersey Merger"); and be it

FURTHER RESOLVED: That the Board hereby approves a Plan of Merger pursuant to which (i) SS&C NJ will merge with and into the Corporation, with the Corporation being the surviving corporation in the New Jersey Merger; (ii) all issued shares of capital stock of SS&C NJ shall be cancelled and shall cease to exist and no consideration shall be delivered in exchange therefor; (iii) all

issued shares of capital stock of the Corporation prior to the effective time of the New Jersey Merger shall remain issued capital stock of the Corporation following the effective time of the New Jersey Merger and shall not be affected by the New Jersey Merger; and (iv) the New Jersey Merger shall be effective as of December 31, 2014; and be it

FURTHER RESOLVED: That each officer of the Corporation and of SS&C NJ be, and each acting singly hereby is, for and on behalf of the Corporation or SS&C NJ, as the case may be, authorized to execute and deliver any and all such documents, instruments, certificates, resolutions and agreements, and to take all such actions in connection therewith, as may be necessary or required by the New Jersey Merger or applicable law, including without limitation, the filing of: (i) a Certificate of Ownership and Merger with the Secretary of State of the State of Delaware and (ii) a Certificate of Merger/Consolidation with the Department of the Treasury of the State of New Jersey, the taking of such actions and the execution of such documents, instruments, certificates, resolutions and agreements to be conclusive evidence of such officer's authority hereunder; and be it

FURTHER RESOLVED: That the Board deems it advisable and fair to, and in the best interests of, the Corporation that BenefitsXML, Inc., a Delaware corporation and wholly owned subsidiary of the Corporation ("BenefitsXML"), be merged with and into the Corporation pursuant to Section 253 of the DGCL, with the Corporation being the surviving corporation of the merger (the "BenefitsXML Merger"); and be it

FURTHER RESOLVED: That (i) all issued shares of capital stock of BenefitsXML shall be cancelled and shall cease to exist and no consideration shall be delivered in exchange therefor; (ii) all issued shares of capital stock of the Corporation prior to the effective time of the BenefitsXML Merger shall remain issued capital stock of the Corporation following the effective time of the BenefitsXML Merger and shall not be affected by the BenefitsXML Merger; and (iii) the BenefitsXML Merger shall be effective as of December 31, 2014; and be it

FURTHER RESOLVED: That each officer of the Corporation be, and each acting singly hereby is, for and on behalf of the Corporation, authorized to execute and deliver any and all such documents, instruments, certificates, resolutions and agreements, and to take all such actions in connection therewith, as may be necessary or required by the BenefitsXML Merger or applicable law, including without limitation, the filing of a Certificate of Ownership and Merger with the Secretary of State of the State of Delaware, the taking of such actions and the execution of such documents, instruments, certificates, resolutions and agreements to be conclusive evidence of such officer's authority hereunder.


FOURTH: The Corporation shall be the surviving corporation of the Merger.

FIFTH: 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.

SIXTH: This Certificate of Ownership and Merger shall be effective as of December 31, 2014.

IN WITNESS WHEREOF, the Corporation has caused this Certificate of Ownership and Merger to be executed by its duly authorized officer this 30th day of October, 2014.

SS&C TECHNOLOGIES, INC.

By: 
Patrick J. Pedonti
Senior Vice President