

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM467655

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	CHANGE OF NAME		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
TrialPay, Inc.		02/15/2017	Corporation: DELAWARE
RECEIVING PARTY DATA			
Name:	Visa Commerce Solutions Inc.		
Street Address:	900 Metro Center Blvd		
City:	Foster City		
State/Country:	CALIFORNIA		
Postal Code:	94404		
Entity Type:	Corporation: DELAWARE		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Registration Number:	3404132	TRIALPAY	
Registration Number:	3417538	TRIALPAY	
CORRESPONDENCE DATA			
Fax Number:	6504323425		
<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:	650-432-3917		
Email:	trademarks@visa.com		
Correspondent Name:	Denise Yee, Vice President		
Address Line 1:	900 Metro Center Blvd		
Address Line 2:	Visa International Service Association		
Address Line 4:	Foster City, CALIFORNIA 94404		
NAME OF SUBMITTER:	Mary Dougherty		
SIGNATURE:	/Mary Dougherty/		
DATE SIGNED:	03/29/2018		
Total Attachments: 4			
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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 RESTATED CERTIFICATE OF "TRIALPAY, INC.", CHANGING ITS NAME FROM "TRIALPAY, INC." TO "VISA COMMERCE SOLUTIONS INC.", FILED IN THIS OFFICE ON THE SIXTEENTH DAY OF FEBRUARY, A.D. 2017, AT 7:23 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

4190524 8100
SR# 20170982183

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

Authentication: 202059089
Date: 02-17-17

TRADEMARK
REEL: 006303 FRAME: 0372

AMENDED AND RESTATED CERTIFICATE OF INCORPORATION
OF
TRIALPAY, INC.

The present name of this corporation is **TrialPay, Inc.** and the date of filing the original Certificate of Incorporation of this corporation with the Secretary of State of the State of Delaware was July 17, 2006.

The Certificate of Incorporation of this corporation is hereby amended and restated to read as follows, and the amendments and the restatement of the Certificate of Incorporation herein certified have been duly adopted by the stockholder in accordance with the provisions of Sections 242 and 245 of the General Corporation Law of the State of Delaware:

ARTICLE I

The name of this corporation is **Visa Commerce Solutions Inc.** (the "Corporation").

ARTICLE II

The address of the Corporation's registered office in the State of Delaware is Corporation Service Company, 2711 Centerville Road Suite 400, Wilmington, Delaware 19808, County of New Castle. The name of its registered agent at such address is the Corporation Service Company.

ARTICLE III

The purpose of this Corporation is to engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of Delaware.

ARTICLE IV

The aggregate number of shares that this Corporation shall have authority to issue is 10,000 shares of capital stock, all of which shall be designated "Common Stock", each having a par value of one hundredth of one cent (\$0.0001).

ARTICLE V

A. The management of the business and the conduct of the affairs of the Corporation shall be vested in its Board of Directors. The number of directors that shall constitute the whole Board of Directors shall be fixed by the Board of Directors in the manner provided in the Bylaws.

B. In furtherance and not in limitation of the powers conferred by the laws of the State of Delaware, the Board of Directors of the Corporation is expressly authorized to make, alter and repeal the Bylaws of the Corporation.

ARTICLE VI

A director of the Corporation shall not be liable to the Corporation or its stockholders for monetary damages for breach of fiduciary duty as a director, except to the extent such exemption from liability or limitation thereof is not permitted under the General Corporation Law of the State of Delaware as the same exists or may hereafter be amended. Any amendment, modification or repeal of the foregoing sentence shall not adversely affect any right or protection of a director of the Corporation hereunder in respect of any act or omission occurring prior to the time of such amendment, modification or repeal.

ARTICLE VII

Unless and except to the extent that the Bylaws of the Corporation shall so require, the election of directors of the Corporation need not be by written ballot.

ARTICLE VIII

The Corporation reserves the right to amend, alter, change or repeal any provision contained in this Certificate of Incorporation, in the manner now or hereafter prescribed by statute, and all rights, preferences and privileges of any nature conferred upon the stockholders, directors or any other persons by and pursuant to this Certificate of Incorporation in its present form or as hereafter amended herein are granted subject to the rights reserved in this article.

[Signature Page Follows]

IN WITNESS WHEREOF, the Corporation has caused this Amended and Restated Certificate of Incorporation to be executed by its duly authorized officer on the date indicated below.

TRIALPAY, INC.

/s/ Simona B. Katcher

Name: Simona B. Katcher

Title: Assistant Secretary

Date: February 15, 2017