

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM468871

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	06/30/2017

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Jack Henry Software/CommLink, Inc.		06/19/2017	Corporation: TEXAS

RECEIVING PARTY DATA

Name:	Jack Henry & Associates, Inc.
Street Address:	663 Hwy 60
City:	Monett
State/Country:	MISSOURI
Postal Code:	65708
Entity Type:	Corporation: DELAWARE

PROPERTY NUMBERS Total: 45

Property Type	Number	Word Mark
Registration Number:	4128872	CRUISENET
Registration Number:	4128846	SYMITAR
Registration Number:	4174402	JACK HENRY BANKING
Registration Number:	4018336	LENDINGNETWORK
Registration Number:	4020473	MARGIN MAXIMIZER SUITE
Registration Number:	4012066	EXTRA AWARDS
Registration Number:	3957885	CUPRO
Registration Number:	4343808	POWERON MARKETPLACE
Registration Number:	4413043	GLADIATOR TECHNOLOGY
Registration Number:	4413042	GLADIATOR
Registration Number:	4437111	IBIZMANAGER
Registration Number:	4207578	SMARTSIGHT
Registration Number:	4063476	BIODENTIFY
Registration Number:	4076499	SNAP IT SEND IT SPEND IT
Registration Number:	4061333	THEWAYIPAY
Registration Number:	4057217	JHA PAYMENT PROCESSING SOLUTIONS
Registration Number:	4115710	JHA PAYMENT PROCESSING SOLUTIONS
Registration Number:	3332428	PROFITSTARS

TRADEMARK

Property Type	Number	Word Mark
Registration Number:	3186295	JACK HENRY & ASSOCIATES INC.
Registration Number:	3332743	PROFITSTARS SYNERGY
Registration Number:	3520529	GODOUGH
Registration Number:	3546506	REMITPLUS
Registration Number:	3699786	JVAULT
Registration Number:	3469036	JHADIRECT
Registration Number:	2590579	CORE DIRECTOR
Registration Number:	3043089	INTOUCH VOICE RESPONSE
Registration Number:	2859448	SYNAPSYS
Registration Number:	2894993	CRUISE
Registration Number:	2874091	ARGOKEYS
Registration Number:	2853032	POWERON
Registration Number:	2816776	EPISYS
Registration Number:	2654138	SUMMIT SUPPORT
Registration Number:	2774583	MATRIX NETWORK SERVICES
Registration Number:	2576051	SILHOUETTE DOCUMENT IMAGING
Registration Number:	2609548	CIF 20/20
Registration Number:	2578399	CENTURION DISASTER RECOVERY
Registration Number:	2597808	STREAMLINE PLATFORM AUTOMATION
Registration Number:	2522151	PROFITSTAR
Registration Number:	2773779	PROFITABILITY
Registration Number:	2210909	SUPERCHEK
Registration Number:	2210908	CHEKWATCH
Registration Number:	2444649	NETTELLER
Registration Number:	1808873	BUSINESS MANAGER
Registration Number:	1871859	SUPERIMAGE
Registration Number:	1476693	SILVERLAKE SYSTEM

CORRESPONDENCE DATA

Fax Number:

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.

Email: algeorge@jackhenry.com

Correspondent Name: Jack Henry & Associates, Inc.

Address Line 1: 3725 E Battlefield

Address Line 2: Attn: Alison George

Address Line 4: Springfield, MISSOURI 65809

NAME OF SUBMITTER: Alison K. George

SIGNATURE: /alison k. george/

DATE SIGNED:

04/06/2018

Total Attachments: 13

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Office of the Secretary of State

June 26, 2017

CT Corporation System
701 Brazos, Ste. 720
Austin, TX 78701 USA

RE:
JACK HENRY & ASSOCIATES, INC. (File Number: 800483683)

It has been our pleasure to approve and place on record the filing instrument effecting a merger. The appropriate evidence of filing is attached for your files. Payment of the filing fee is acknowledged by this letter.

If we can be of further service at any time, please let us know.

Sincerely,

Corporations Section
Business & Public Filings Division

Enclosure



Office of the Secretary of State

CERTIFICATE OF MERGER

The undersigned, as Secretary of State of Texas, hereby certifies that a filing instrument merging

Goldleaf Financial Solutions, Inc.
Foreign For-Profit Corporation
Tennessee, USA
[File Number: 12987706]

CHECK COLLECT, INC.
Domestic For-Profit Corporation
[File Number: 158290300]

JACK HENRY SOFTWARE/COMMLINK, INC.
Domestic For-Profit Corporation
[File Number: 800835345]

Gladiator Technology Services, Inc.
Foreign For-Profit Corporation
Georgia, USA
[Entity not of Record, Filing Number Not Available]

JHA Fleet, Inc.
Foreign For-Profit Corporation
Missouri, USA
[Entity not of Record, Filing Number Not Available]

AUDIOTEL CORPORATION
Domestic For-Profit Corporation
[File Number: 128939800]

Symitar Systems, Inc.
Foreign For-Profit Corporation
California, USA
[File Number: 801790961]

JACK HENRY SERVICES, INC.
Domestic For-Profit Corporation
[File Number: 800835355]

Into

JACK HENRY & ASSOCIATES, INC.

Come visit us on the internet at <http://www.sos.state.tx.us/>



Office of the Secretary of State

Foreign For-Profit Corporation
Delaware, USA
[File Number: 800483683]

has been received in this office and has been found to conform to law.

Accordingly, the undersigned, as Secretary of State, and by the virtue of the authority vested in the secretary by law, hereby issues this certificate evidencing the acceptance and filing of the merger on the date shown below.

Dated: 06/23/2017

Effective: 06/30/2017 11:59 pm



A handwritten signature in black ink, appearing to read "R. Pablos".

Rolando B. Pablos
Secretary of State

Form 623
 (Revised 12/15)
 Return in duplicate to:
 Secretary of State
 P.O. Box 13697
 Austin, TX 78711-3697
 512 463-5555
 FAX: 512 463-5709
 Filing Fee: see instructions



**Parent-Subsidiary
 Certificate of Merger
 Business Organizations Code**

This space reserved for office use

FILED
 In the Office of the
 Secretary of State of Texas
 JUN 23 2017
 Corporations Section

Parties to the Merger

Pursuant to chapter 10 of the Texas Business Organizations Code, and the title applicable to each domestic filing entity identified below, the undersigned parties submit this certificate of merger.

The name, organizational form, and state of incorporation or organization, and file number, if any, issued by the secretary of state for the parent and subsidiary organization(s) are as follows:

Parent

Jack Henry & Associates, Inc.

Name of Organization

The organization is a for-profit corporation It is organized under the laws of
Specify organizational form (e.g., for-profit corporation)

DE USA The file number, if any, is 0800483683
State Country Texas Secretary of State file number

If not a domestic entity, its registered or principal office address in its jurisdiction of formation is:

160 Greentree Drive, Suite 101 Dover DE USA
Street Address City State Country

Subsidiary 1

Audiotel Corporation

Name of Organization

The organization is a for-profit corporation It is organized under the laws of:
Specify organizational form (e.g., for-profit corporation)

TX USA The file number, if any, is 0128939800
State Country Texas Secretary of State file number

If not a domestic entity, its registered or principal office address in its jurisdiction of formation is:

Street Address City State Country

The number of outstanding ownership interests of each class or series and the number and percentage of ownership interests of each class or series owned by the parent organization are as follows:

<small>Number of ownership interests outstanding</small>	<small>Class</small>	<small>Series</small>	<small>Number owned by parent</small>	<small>Percentage Owned</small>
1,000 shares	common		1,000 shares	100%

The organization will survive the merger. The organization will not survive the merger.

Subsidiary 2

Check Collect, Inc.

Name of Organization

The organization is a for-profit corporation It is organized under the laws of:
Specify organizational form (e.g., for-profit corporation)

TX USA The file number, if any, is: 0158290300
State Country Texas Secretary of State file number

If not a domestic entity, its registered or principal office address in its jurisdiction of formation is:

TX
State Country
Street Address City State Country
The number of outstanding ownership interests of each class or series and the number and percentage of ownership interests of each class or series owned by the parent organization are as follows:

<i>Number of ownership interests outstanding</i>	<i>Class</i>	<i>Series</i>	<i>Number owned by parent</i>	<i>Percentage Owned</i>
1,000 shares	common		1,000 shares	100%

The organization will survive the merger. The organization will not survive the merger.

Subsidiary 3

Jack Henry Services, Inc.

Name of Organization

The organization is a: for-profit corporation It is organized under the laws of:
Specify organizational form (e.g., for-profit corporation)

TX USA The file number, if any, is: 0800835355
State Country Texas Secretary of State file number

If not a domestic entity, its registered or principal office address in its jurisdiction of formation is:

Street Address City State Country
The number of outstanding ownership interests of each class or series and the number and percentage of ownership interests of each class or series owned by the parent organization are as follows:

<i>Number of ownership interests outstanding</i>	<i>Class</i>	<i>Series</i>	<i>Number owned by parent</i>	<i>Percentage Owned</i>
900 shares	common		900 shares	100%

The organization will survive the merger. The organization will not survive the merger.

SEE ATTACHMENT FOR ADDITIONAL SUBSIDIARIES

Resolution of Merger

A copy of the resolution of merger is attached.

The attached resolution was adopted and approved by the governing authority of the parent organization as required by the laws of its jurisdiction of formation and by its governing documents.

The resolution was adopted by the parent organization on 06/13/2017
mm/dd/yyyy

Organizations Created by Merger

The name, jurisdiction of organization, principal place of business address, and entity description of each entity or other organization to be created pursuant to the resolution of merger are set forth below. The certificate of formation of each new domestic filing entity to be created is being filed with this certificate of merger.

Name of New Organization / Jurisdiction Entity Type (See instructions)

Principal Place of Business Address City State Zip Code

Name of New Organization 2 Jurisdiction Entity Type (See Instructions)

Principal Place of Business Address City State Zip Code

Name of New Organization 3 Jurisdiction Entity Type (See Instructions)

Principal Place of Business Address City State Zip

Effectiveness of Filing (Select either A, B, or C.)

- A. [] This document becomes effective when the document is accepted and filed by the secretary of state.
B. [x] This document becomes effective at a later date, which is not more than ninety (90) days from the date of signing. The delayed effective date is: 11:59 p.m. on June 30, 2017
C. [] This document takes effect on the occurrence of the future event or fact, other than the passage of time. The 90th day after the date of signing is:

The following event or fact will cause the document to take effect in the manner described below:

Text Area

[Empty rectangular box for text area]

Tax Certificate

- [] Attached hereto is a certificate from the comptroller of public accounts that all taxes under title 2, Tax Code, have been paid by the non-surviving filing entity.
[x] In lieu of providing the tax certificate, one or more of the surviving, acquiring or newly created organizations will be liable for the payment of the required franchise taxes.

Execution

The undersigned signs this document subject to the penalties imposed by law for the submission of a materially false or fraudulent instrument. The undersigned certifies that the statements contained herein are true and correct, and that the person signing is authorized under the provisions of the Business Organizations Code, or other law applicable to and governing the parent organization, to execute the filing instrument.

Date: June 19, 2017

Jack Henry & Associates, Inc.

Parent Organization Name

[Handwritten signature]

Signature of authorized person (see instructions)

David B. Foss, President and CEO

Printed or typed name of authorized person

Attachment to Parent-Subsidiary Certificate of Merger
with Jack Henry & Associates, Inc. as surviving parent

Subsidiary 4

Jack Henry Software/CommLink, Inc.

The organization is a for-profit corporation. It is organized under the laws of Texas, USA. The Texas Secretary of State file number is 0800835345.

The number of outstanding ownership interests of each class or series and the number and percentage of ownership interests of each class or series owned by the parent organization are as follows:

200 shares of common stock are outstanding, and 200 shares of common stock are owned by the parent corporation, which is 100%.

Subsidiary 5

Gladiator Technology Services, Inc.

The organization is a for-profit corporation. It is organized under the laws of Georgia, USA. There is no Texas Secretary of State file number.

Its registered office address in its jurisdiction of formation is: National Registered Agents, Inc., 289 S. Culver Street, Lawrenceville, GA 30046.

The number of outstanding ownership interests of each class or series and the number and percentage of ownership interests of each class or series owned by the parent organization are as follows:

1,000 shares of common stock are outstanding, and 1,000 shares of common stock are owned by the parent corporation, which is 100%.

Subsidiary 6

Goldleaf Financial Solutions, Inc.

The organization is a for-profit corporation. It is organized under the laws of Tennessee, USA. The Texas Secretary of State file number is 0012987706.

Its registered office address in its jurisdiction of formation is: National Registered Agents, Inc., 800 S. Gay Street, Ste. 2021, Knoxville, TN 37929.

The number of outstanding ownership interests of each class or series and the number and percentage of ownership interests of each class or series owned by the parent organization are as follows:

1,000 shares of common stock are outstanding, and 1,000 shares of common stock are owned by the parent corporation, which is 100%.

Subsidiary 7

JHA Fleet, Inc.

The organization is a for-profit corporation. It is organized under the laws of Missouri, USA. There is no Texas Secretary of State file number.

Its registered office address in its jurisdiction of formation is: National Registered Agents, Inc., 120 South Central Avenue, Clayton, MO 63105.

The number of outstanding ownership interests of each class or series and the number and percentage of ownership interests of each class or series owned by the parent organization are as follows:

1,000 shares of common stock are outstanding, and 1,000 shares of common stock are owned by the parent corporation, which is 100%.

Subsidiary 8

Symitar Systems, Inc.

The organization is a for-profit corporation. It is organized under the laws of California, USA. The Texas Secretary of State file number is 0801790961.

Its registered office address in its jurisdiction of formation is: National Registered Agents, Inc., 818 W. Seventh Street, Suite 930, Los Angeles, CA 90017.

The number of outstanding ownership interests of each class or series and the number and percentage of ownership interests of each class or series owned by the parent organization are as follows:

1,000 shares of common stock are outstanding, and 1,000 shares of common stock are owned by the parent corporation, which is 100%.

RESOLUTIONS ADOPTED BY
THE BOARD OF DIRECTORS OF
JACK HENRY & ASSOCIATES, INC.
AS OF JUNE 13, 2017

WHEREAS, this Corporation is the sole stockholder of each of the following subsidiaries (each, individually referred to in this Statement of Unanimous Consent as "Subsidiary"):

Audiotel Corporation
Check Collect, Inc.
Gladiator Technology Services, Inc.
Goldleaf Financial Solutions, Inc.
Jack Henry Services, Inc.
Jack Henry Software/CommLink, Inc.
JHA Fleet, Inc.
Symitar Systems, Inc.; and

WHEREAS, this Corporation owns 100% of the outstanding stock of Subsidiary, and

WHEREAS, this Corporation desires to merge Subsidiary into and with this Corporation, with this Corporation to be the surviving entity; and

WHEREAS, the Board of Directors of this Corporation has reviewed the Plan and Agreement of Merger, attached hereto as Exhibit A and incorporated herein by this reference (the "Merger Agreement");

NOW, THEREFORE, BE IT RESOLVED, that Subsidiary be merged into and with this Corporation as of 11:59 p.m. on June 30, 2017 (the "Merger") substantially on the terms and conditions set forth in the Merger Agreement, with such changes as the President and Chief Executive Officer of the Corporation, upon advice of counsel, deems necessary or appropriate to effectuate the Merger, the approval of which changes shall be evidenced by such officer's execution of the Merger Agreement on behalf on this Corporation and Subsidiary; and

FURTHER RESOLVED, that as of 11:59 p.m. on June 30, 2017, by virtue of the Merger: (i) this Corporation assumes all of Subsidiary's liabilities and obligations and succeeds to all of Subsidiary's contracts and assets, (ii) the separate existence of Subsidiary ceases, and (iii) each share of capital stock of Subsidiary is cancelled and retired without payment of any consideration therefor; and

FURTHER RESOLVED, that an authorized officer of this Corporation be, and hereby is, directed to make and execute any certificate or other documentation,

to file the same with any state authorities necessary to effect the Merger and to do all other acts and things whatsoever, whether within or without the State of Delaware, which may be in any way necessary or proper to effect the Merger.

PLAN AND AGREEMENT OF MERGER

This Plan and Agreement of Merger (this "Agreement") is made as of June 19, 2017 (the "Effective Date"), by and between Jack Henry & Associates, Inc., a Delaware corporation ("JHA"), and each of Audiotel Corporation, a Texas corporation; Check Collect, Inc., a Texas corporation; Gladiator Technology Services, Inc., a Georgia corporation; Goldleaf Financial Solutions, Inc., a Tennessee corporation; Jack Henry Services, Inc., a Texas corporation; Jack Henry Software/CommLink, Inc., a Texas corporation; JHA Fleet, Inc., a Missouri corporation; and Symitar Systems, Inc., a California corporation (collectively referred to herein as the "constituent corporations").

WHEREAS, JHA desires, and each of the constituent corporations desires, to merge the constituent corporations with and into JHA, with JHA as the surviving corporation (the "Merger"); and

WHEREAS, JHA is the sole stockholder of each of the constituent corporations; and

WHEREAS, the Board of Directors of JHA has adopted resolutions approving the Merger on the terms and conditions set forth in this Agreement.

NOW, THEREFORE, each of JHA and the constituent corporations, in consideration of the mutual covenants, agreements and provisions in this Agreement, hereby approve and agree to the terms and conditions of the Merger, and the mode of carrying the same into effect, as follows:

FIRST: Each of the constituent corporations shall be merged into JHA as of the Merger Effective Date (as defined below), and JHA shall be the surviving corporation.

SECOND: The Certificate of Incorporation of JHA, as in effect on the Effective Date, shall continue in full force and effect as the Certificate of Incorporation of the surviving corporation.

THIRD: Each share of capital stock of each constituent corporation, which is issued and outstanding immediately prior to the Merger becoming effective, or which is held in treasury of such constituent corporation, shall be cancelled and retired upon the Merger becoming effective, and no payment shall be made with respect thereto. Shares of the capital stock of JHA shall not be affected by the Merger.

FOURTH: The terms and conditions of the Merger are as follows:

- a. The bylaws of JHA, as they exist on the Effective Date, shall be and remain the bylaws of the surviving corporation until the same shall be altered, amended or repealed as provided in such bylaws.

- b. The directors and officers of JHA shall continue in office until their successors shall have been elected and qualified.
- c. The Merger shall become effective as of 11:59 p.m. on June 30, 2017 (the "Merger Effective Date").
- d. Upon the Merger becoming effective, all of the property, rights, privileges, franchises, patents, trademarks, licenses, registrations and other assets of every kind and description of each constituent corporation shall be transferred to and vested in the surviving corporation without further act or deed, and all property, rights and every other interest of the surviving corporation and each constituent corporation shall be the property of the surviving corporation. Each constituent corporation hereby agrees, as and when requested by the surviving corporation or its successors or assigns from time to time, (i) to execute and deliver or cause to be executed and delivered, all such certificates, deeds, instruments and other documents and to take or cause to be taken such further or other actions as the surviving corporation may deem necessary or desirable in order to effect the Merger and evidence the surviving corporation's ownership and rights in all property, rights, privileges, franchises, patents, trademarks, licenses, registrations and other assets of every kind and description that were transferred to or vested in the surviving party by reason of or as a result of the Merger, and (ii) otherwise to carry out the intent and purposes of this Agreement. The officers of each constituent corporation and the officers of the surviving corporation are fully authorized in the name of JHA and each such constituent corporation to take any and all such actions.

IN WITNESS WHEREOF, the parties to this Agreement have caused this Agreement to be duly executed by duly authorized officers of each party.

JACK HENRY & ASSOCIATES, INC.

By: _____
David B. Foss, President and CEO

AUDIOTEL CORPORATION

By: _____
John F. Prim, President

CHECK COLLECT, INC.

By: _____
John F. Prim, President

GLADIATOR TECHNOLOGY
SERVICES, INC.

By: _____
John F. Prim, President

GOLDLEAF FINANCIAL SOLUTIONS,
INC.

By: _____
John F. Prim, President

JACK HENRY SERVICES, INC.

By: _____
John F. Prim, President

JACK HENRY
SOFTWARE/COMMLINK, INC.

By: _____
John F. Prim, President

JHA FLEET, INC.

By: _____
John F. Prim, President

SYMITAR SYSTEMS, INC.

By: _____
John F. Prim, Vice President