

900446368 04/11/2018

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
 Stylesheet Version v1.2

ETAS ID: TM469415

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	04/06/2018

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Heal Software USA Inc.		04/06/2018	Corporation: Colorado

RECEIVING PARTY DATA

Name:	Ivanti, Inc.
Street Address:	698 W 10000 S.
City:	South Jordan
State/Country:	UTAH
Postal Code:	84095
Entity Type:	Corporation: DELAWARE

PROPERTY NUMBERS Total: 32

Property Type	Number	Word Mark
Registration Number:	4260438	BOUNCER
Registration Number:	3525330	
Registration Number:	3522011	
Registration Number:	2559582	CREATING CUSTOMERS FOR LIFE
Registration Number:	1991498	FIRST LEVEL SUPPORT
Registration Number:	4481190	FRONTRANGE
Registration Number:	4481191	FRONTRANGE
Registration Number:	4488036	FRONTRANGE
Registration Number:	4481192	FRONTRANGE
Registration Number:	4481193	FRONTRANGE
Registration Number:	4488037	FRONTRANGE
Registration Number:	2753614	FRONTRANGE SOLUTIONS
Registration Number:	2753613	FRONTRANGE SOLUTIONS
Registration Number:	4481194	FRONTRANGE THE HEAT IS ON
Registration Number:	4481195	FRONTRANGE THE HEAT IS ON
Registration Number:	4488038	FRONTRANGE THE HEAT IS ON
Registration Number:	2041587	GOLDMINE
Registration Number:	2178070	GOLDSYNC

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Property Type	Number	Word Mark
Registration Number:	2210801	HEAT
Registration Number:	5106390	HEAT LANREV
Registration Number:	5106391	HEAT LIVETIME
Registration Number:	5030437	HEAT SOFTWARE
Registration Number:	5030438	HEAT SOFTWARE
Registration Number:	5030439	HEAT SOFTWARE
Registration Number:	4276186	INTELLIGENT WHITELISTING
Registration Number:	4140973	INTELLIGENT WHITELISTING
Registration Number:	3521847	LUMENSION
Registration Number:	3502790	LUMENSION
Registration Number:	3509732	LUMENSION
Registration Number:	5071257	PATCHLINK
Registration Number:	4068782	SAASIT
Registration Number:	2632197	SIMPLY POWERFUL

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.

Phone: 4156932135
Email: trademarks@cooley.com
Correspondent Name: Cynthia O. Smuzynska
Address Line 1: 1299 Pennsylvania Avenue NW, Suite 700
Address Line 4: Washington, D.C. 20004-2400

NAME OF SUBMITTER:	Leanne M. Andrepont
SIGNATURE:	/Leanne M. Andrepont/
DATE SIGNED:	04/11/2018

Total Attachments: 4
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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:

"HEAT SOFTWARE USA INC.", A COLORADO CORPORATION, WITH AND INTO "IVANTI, INC." UNDER THE NAME OF "IVANTI, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE ON THE SIXTH DAY OF APRIL, A.D. 2018, AT 8:54 O`CLOCK A.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.




Jeffrey W. Bullock, Secretary of State

3562352 8100M
SR# 20182481109

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

Authentication: 202465267
Date: 04-06-18

TRADEMARK
REEL: 006315 FRAME: 0747

**CERTIFICATE OF OWNERSHIP AND MERGER
MERCING**

HEAT SOFTWARE USA INC.
a Colorado corporation

WITH AND INTO

IVANTI, INC.
a Delaware corporation

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

Ivanti, Inc., a Delaware corporation (the "**Company**"), does hereby certify:

FIRST: That the Company was incorporated pursuant to the Delaware General Corporation Law (the "**DGCL**") on September 5, 2002.

SECOND: That the Company owns 100% of the outstanding shares of each class of the capital stock of HEAT Software USA Inc., a Colorado corporation incorporated on February 4, 1994 (the "**Subsidiary**").

THIRD: That the Company, by the following resolutions of its Board of Directors, duly adopted on the 5th day of April, 2018, determined to merge the Subsidiary into itself on the conditions set forth in such resolutions:

WHEREAS, the Company owns one hundred percent of the equity interests of HEAT Software USA Inc., a Colorado corporation (the "**Subsidiary**"), and the Board has determined it to be in the best interests of the Company and its sole stockholder to merge the Subsidiary with and into the Company in a statutory short form merger pursuant to the provisions of Section 253 of the Delaware General Corporation Law, in which the Company will be the surviving corporation of such merger.

NOW, THEREFORE, BE IT RESOLVED, that the Subsidiary be merged with and into the Company, with the separate existence of the Subsidiary ceasing and the Company being the surviving corporation (the "**Merger**");

RESOLVED FURTHER, that each outstanding share of the Subsidiary's capital stock immediately prior to the Effective Time (as defined below) shall be cancelled without consideration;

RESOLVED FURTHER, that all the property, rights, privileges, powers and franchises of the Subsidiary will vest in the Company as the surviving corporation upon consummation of the Merger, and all debts, liabilities and duties of the Subsidiary will become the debts, liabilities and duties of the Company 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 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, and to execute, deliver and file such additional documents or perform such acts as any of such officers deems necessary or appropriate to carry out the Merger;

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 Colorado Secretary of State a Statement of Merger (the "*Statement of Merger*"), with respect to the Merger, and to execute, deliver and file such additional documents or perform such acts as any of such officers deems necessary or appropriate to carry out 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 Company shall be the surviving corporation.

FIFTH: The name of the surviving corporation shall be Ivanti, Inc.

SIXTH: The Certificate of Incorporation of the Company, 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.

SEVENTH: 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 Company has caused this Certificate of Ownership and Merger to be executed and acknowledged by the authorized officer set forth below on this 6th day of April, 2018.

IVANTI, INC.
a Delaware corporation

/s/ Stephen Daly
Stephen Daly
Chief Executive Officer

[Signature Page to Certificate of Ownership and Merger]