

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM473136

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER		
EFFECTIVE DATE:	03/27/2018		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Apptix, Inc.		03/27/2018	Corporation: FLORIDA
RECEIVING PARTY DATA			
Name:	Network Billing Systems, L.L.C.		
Street Address:	695 Route 46, Suite 200		
City:	Fairfield		
State/Country:	NEW JERSEY		
Postal Code:	07004		
Entity Type:	Limited Liability Company: NEW JERSEY		
PROPERTY NUMBERS Total: 6			
Property Type	Number	Word Mark	
Registration Number:	4054446	APPTIX	
Registration Number:	4780287	CLOUD ALLIANCE NETWORK POWERED BY A APPT	
Registration Number:	4780288	CLOUD ALLIANCE NETWORK POWERED BY A APPT	
Registration Number:	4861836	CLOUD ALLIANCE NETWORK POWERED BY A APPT	
Registration Number:	2840397	MAILSTREET	
Registration Number:	4054447	MAILSTREET	
CORRESPONDENCE DATA			
Fax Number:	2128087897		
<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:	2128085096		
Email:	trademarks@kelleydrye.com		
Correspondent Name:	Andrea L. Calvaruso		
Address Line 1:	101 Park Avenue		
Address Line 4:	New York, NEW YORK 10178		
ATTORNEY DOCKET NUMBER:	023744-0015		
NAME OF SUBMITTER:	Andrea L. Calvaruso		
SIGNATURE:	/andrealcalvaruso/		

OP \$165.00 4054446

DATE SIGNED:	05/08/2018
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Total Attachments: 11

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FLORIDA DEPARTMENT OF STATE
Division of Corporations

March 28, 2018

Re: Document Number M98000000725

The Articles of Merger for NETWORK BILLING SYSTEMS, L.L.C., the surviving New Jersey entity were filed on March 27, 2018.

The certification you requested is enclosed.

Should you have any questions regarding this matter, please feel free to telephone (850) 245-6050, the Amendment Section.

Tracy L Lemieux
Regulatory Specialist II
Division of Corporations

Letter Number: 318A00006195

www.sunbiz.org

State of Florida



Department of State

I certify the attached is a true and correct copy of the Articles of Merger, filed on March 27, 2018, for NETWORK BILLING SYSTEMS, L.L.C., the surviving New Jersey entity, as shown by the records of this office.

The document number of this corporation is M98000000725.

Given under my hand and the
Great Seal of the State of Florida
at Tallahassee, the Capital, this the
Twenty-eighth day of March, 2018



CR2EO22 (1-11)

Ken Detzner

Ken Detzner
Secretary of State

TRADEMARK

REEL: 006367 FRAME: 0971

FILED

MAR 27 A 9 06

Articles of Merger
For
Florida Profit or Non-Profit Corporation
Into
Other Business Entity

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The following Articles of Merger are submitted to merge the following Florida Profit and/or Non-Profit Corporation(s) in accordance with s. 607.1109, 617.0302 or 605.1025, Florida Statutes.

FIRST: The exact name, form/entity type, and jurisdiction for each merging party are as follows:

<u>Name</u>	<u>Jurisdiction</u>	<u>Form/Entity Type</u>
Network Billing Systems, L.L.C.	New Jersey.	Limited Liability Company
Apptix, Inc.	Florida	Corporation

SECOND: The exact name, form/entity type, and jurisdiction of the surviving party are as follows:

<u>Name</u>	<u>Jurisdiction</u>	<u>Form/Entity Type</u>
Network Billing Systems, L.L.C.	New Jersey	Limited liability company

THIRD: The attached plan of merger was approved by each domestic corporation, limited liability company, partnership and/or limited partnership that is a party to the merger in accordance with the applicable provisions of Chapters 607, 605, 617, and/or 620, Florida Statutes.

FOURTH: The attached plan of merger was approved by each other business entity that is a party to the merger in accordance with the applicable laws of the state, country or jurisdiction under which such other business entity is formed, organized or incorporated.

FIFTH: If other than the date of filing, the effective date of the merger, which cannot be prior to nor more than 90 days after the date this document is filed by the Florida Department of State:

Note: If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

SIXTH: If the surviving party is not formed, organized or incorporated under the laws of Florida, the survivor's principal office address in its home state, country or jurisdiction is as follows:

695 Route 46, Suite 200

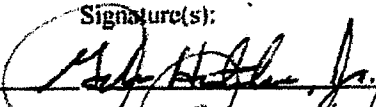
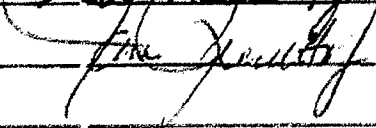
Fairfield, New Jersey 07004

SEVENTH: If the surviving party is an out-of-state entity, the surviving entity:

a.) Appoints the Florida Secretary of State as its agent for service of process in a proceeding to enforce any obligation or the rights of dissenting shareholders of each domestic corporation that is party to the merger.

b.) Agrees to promptly pay the dissenting shareholders of each domestic corporation that is a party to the merger the amount, if any, to which they are entitled under s. 607.1302, F.S.

EIGHTH: Signature(s) for Each Party:

Name of Entity/Organization:	Signature(s):	Typed or Printed Name of Individual:
Network Billing Systems, L.L.C.		Gordon Hutchins, Jr.
Apptix, Inc.		James P. Prenetta, Jr.

X

Corporations:	Chairman, Vice Chairman, President or Officer <i>(If no directors selected, signature of incorporator.)</i>
General Partnerships:	Signature of a general partner or authorized person
Florida Limited Partnerships:	Signatures of all general partners
Non-Florida Limited Partnerships:	Signature of a general partner
Limited Liability Companies:	Signature of a member or authorized representative

Fees: \$35.00 Per Party

Certified Copy (optional): \$8.75

AGREEMENT AND PLAN OF MERGER

This AGREEMENT AND PLAN OF MERGER (this "Agreement"), dated as of March 21, 2018, by and between Apptix, Inc., a Florida corporation ("Apptix"), and Network Billing Systems, L.L.C., a New Jersey limited liability company ("NBS").

RECITALS:

- A. Apptix and NBS wish to provide for the Merger (as defined below).
- B. The board of directors and sole stockholder of Apptix have approved, authorized and declared advisable this Agreement and the Merger contemplated hereby.
- C. The manager and sole member of NBS have approved, authorized and declared advisable this Agreement and the Merger contemplated hereby.

AGREEMENT:

NOW, THEREFORE, in consideration of the premises and the representations, warranties, covenants and agreements contained in this Agreement, the parties, intending to be legally bound, agree as follows:

ARTICLE I THE MERGER

1.1 The Merger. Subject to the terms and conditions of this Agreement, at the Effective Time (as defined below), in accordance with this Agreement, the Florida Business Corporation Act, as amended (the "FBCA") and New Jersey Revised Uniform Limited Liability Company Act, as amended (the "NJLLCA"), Apptix shall be merged with and into NBS (the "Merger"). At the Effective Time, the separate existence of Apptix shall cease and NBS shall continue as the surviving company in the Merger (the "Surviving Company").

1.2 Effective Time of the Merger. The Merger shall become effective at the time (such time, the "Effective Time") of the filing of certificates of merger (in the forms required by, and executed in accordance with, the relevant provisions of the FBCA and the NJLLCA) with the Secretary of State of the States of Florida and New Jersey in accordance with the FBCA and NJLLCA, respectively.

1.3 Effects of the Merger. The Merger shall have the effects set forth in the applicable provisions of the FBCA and NJLLCA. Without limiting the generality of the foregoing, at the Effective Time, all the property, rights, privileges, powers and franchises, and all and every other interest of Apptix and NBS shall vest in the Surviving Company, and all debts, liabilities and duties of Apptix and NBS shall become the debts, liabilities and duties of the Surviving Company.

1.4 Certificate of Formation. The Certificate of Formation of NBS as in effect immediately prior to the Effective Time shall be the Certificate of Formation of the Surviving Company after the Effective Time, until amended or repealed in accordance with the NJLLCA.

1.5 Limited Liability Company Agreement. The limited liability company agreement of NBS as in effect immediately prior to the Effective Time (the "LLC Agreement") shall be the limited liability company agreement of the Surviving Company after the Effective Time, until amended or repealed in the manner provided by such limited liability company agreement and the NJLLCA.

1.6 Effect on Ownership Interests. At the Effective Time, by virtue of the Merger and without any further action by any person, all of the outstanding common stock and any other equity security of Apptix shall be cancelled and retired and shall cease to exist and no cash or other consideration shall be delivered or deliverable in exchange therefor. The outstanding limited liability company membership interests in NBS shall not be converted or exchanged in any manner, but as of the Effective Time shall represent the limited liability company membership interests of the Surviving Company.

1.7 Manager. The manager of NBS as of immediately prior to the Effective Time shall be the manager of the Surviving Company as of the Effective Time and shall serve in accordance with the LLC Agreement and the NJLLCA until his/her successor is duly elected or appointed and qualified or until his/her earlier death, resignation or removal.

1.8 Officers. The officers of NBS as of immediately prior to the Effective Time shall be the officers of the Surviving Company as of the Effective Time and shall serve in accordance with the LLC Agreement and the NJLLCA until their respective successors are duly elected or appointed and qualified or until their earlier death, resignation or removal.

ARTICLE II GENERAL PROVISIONS

2.1 Governing Law. THIS AGREEMENT SHALL BE CONSTRUED, PERFORMED AND ENFORCED IN ACCORDANCE WITH THE LAWS OF THE STATE OF NEW JERSEY, WITHOUT GIVING EFFECT TO ANY CHOICE OR CONFLICT OF LAW PROVISION (WHETHER OF THE STATE OF FLORIDA OR ANY OTHER JURISDICTION) THAT WOULD CAUSE THE APPLICATION OF THE LAWS OF ANY JURISDICTION OTHER THAN THE STATE OF NEW JERSEY.

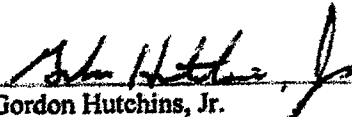
2.2 Assignment; Successors. This Agreement and all of the provisions hereof shall be binding upon and inure to the benefit of the parties and their respective successors and assigns.

2.3 Counterparts. This Agreement may be signed in one or more counterparts, each of which may be delivered via electronic (including PDF) transmission and any counterpart so delivered shall be deemed to have been duly and validly delivered and be valid and effective for all purposes.

[remainder of this page intentionally left blank; signature page follows]

IN WITNESS WHEREOF, the undersigned have executed this Agreement as of the date first written above.

APPTIX, INC.

By: 
Name: Gordon Hutchins, Jr.
Title: President and Chief Operating Officer

NETWORK BILLING SYSTEMS, L.L.C.

By: _____
Name: Jonathan Kaufman
Title: Manager


[signature page to Agreement and Plan of Merger]

IN WITNESS WHEREOF, the undersigned have executed this Agreement as of the date first written above.

APPTIX, INC.

By: _____
Name: Gordon Hutchins, Jr.
Title: President and Chief Operating Officer

NETWORK BILLING SYSTEMS, L.L.C.

By:  _____
Name: Jonathan Kaufman
Title: Manager

[signature page to Agreement and Plan of Merger]

New Jersey Division of Revenue & Enterprise Services
Certificate of Merger/Consolidation
(Limited Liability Co.'s, Limited Partnerships & Partnerships)

To file electronically:
1. Enter the information requested below and sign by typing your name in the signature field. The form can only be filled in using the free Adobe Acrobat Reader 9.1 or greater. (See the pages following this form for field-by-field instructions, and notes on delivery and processing of work requests.)
2. Click the "Add Attachments" button to add attachments if required. (Check the field-by-field instructions to see if you must include an attachment(s).)
3. After the form has been filled in properly, please save a copy to your computer so that you can upload the form to the State of New Jersey Division of Revenue & Enterprise Services' Central Forms Repository Web application by following the instructions in the next step.
4. Click the "Open the Central Forms Repository Home Page to start the Form Submission Process" button at the bottom of the form. (This action will launch the State of New Jersey Division of Revenue & Enterprise Services' Central Forms Repository Web application. If you have not created an account in the application, you will need to do so before using the online Web application. Once your account is created, please login to the application and follow the instructions for submitting your form and payment online.)

This form may be used to record the merger or consolidation of a limited liability company, limited partnership or partnership with or into another business entity or entities, pursuant to NJSA 42. Applicants must insure strict compliance with the requirements of State law and insure that all filing requirements are met. This form is intended to simplify filing with the New Jersey State Treasurer. Applicants are advised to seek out private legal advice before submitting filings to the State Treasurer's office.

FILED
MAR 27 2018
STATE TREASURER

- 1. Type of Filing (check one): Merger Consolidation
- 2. Name of Surviving Business Entity: Network Billing Systems, L.L.C.
- 3. Address of the Surviving Business Entity: 695 Route 46, Suite 200, Fairfield, NJ 07004
- 4. Name(s)/Jurisdiction(s) of All Participating Business Entities:

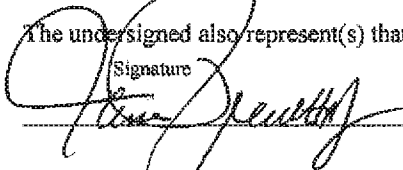
Name	Jurisdiction	Identification # Assigned by Treasurer (if applicable)
Network Billing Systems, L.L.C.	New Jersey	0600051385
Apptix, Inc.	Florida	0400102967
- 5. Service of Process Address (For use if the surviving business entity is not authorized or registered by the State Treasurer):
N/A

The surviving business entity agrees that it may be served with process in this State in any action, suit or proceeding for the enforcement of any obligation of a merging or consolidating LLC, LP or partnership. The Treasurer is hereby appointed as agent to accept service of process in any such action, suit, or proceeding which shall be forwarded to the Surviving Business Entity at the Service of Process address stated above.

6. Effective Date (see instructions):

The undersigned represent(s) that the agreement of merger/consolidation is on file at the place of business of the surviving business entity and that an agreement of merger/consolidation has been approved and executed by each business entity involved. Additionally, a copy of the merger/consolidation agreement has been or shall be furnished by the surviving entity to any member or any person having an interest.

The undersigned also represent(s) that they are authorized to sign on behalf of the surviving business entity.

	Name	Title	Date
	James P. Prenetta, Jr.	EVP and General Counsel	3/20/2018

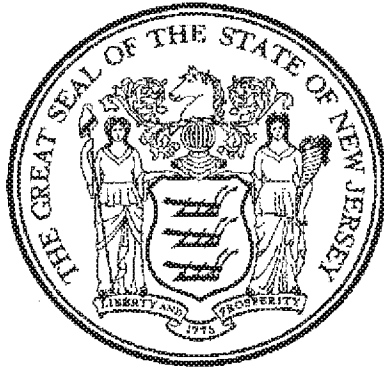


****Important Notes --**New Jersey law prohibits domestic LLCs, LPs and partnerships from merging/consolidating with another business entity, if authority for such merger/consolidation is not granted under the laws of the jurisdiction under which the other business entity was organized. Also, a merger/consolidation certificate may be filed pursuant to Title 42, 42:2A or 42:2B only if the surviving or resulting business entity is a limited partnership, limited liability company or partnership. Also, at least one participating business entity must be a limited partnership or limited liability company. If a for-profit domestic or foreign corporation participates or is the survivor, file the merger/consolidation pursuant to Title 14A. Title 15A corporations are not authorized to participate in mergers/consolidations involving LPs, LLCs, partnerships and for-profit corporations.

STATE OF NEW JERSEY
DEPARTMENT OF TREASURY
FILING CERTIFICATION (CERTIFIED COPY)
0600051385

NETWORK BILLING SYSTEMS, L.L.C.

I, the Treasurer of the State of New Jersey,
do hereby certify, that the above named business
did file and record in this department the below
listed document(s) and that the foregoing is a
true copy of the
Certificate of Merger
Filed in this office March 27, 2018
as the same is taken from and compared with the
original(s) filed in this office on the date set
forth on each instrument and now remaining on file
and of record in my office.



Certificate Number: 140381618

Verify this certificate online at

https://www1.state.nj.us/TYTR_StandingCert/JSP/Verify_Cert.jsp

IN TESTIMONY WHEREOF, I have
hereunto set my hand and affixed
my Official Seal at Trenton, this
28th day of March, 2018

A handwritten signature in cursive script, appearing to read "Elizabeth Maher Muoio".

Elizabeth Maher Muoio
Acting State Treasurer