

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM488566

| | | | |
|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------|-------------------------------------|-------------------------|
| SUBMISSION TYPE: | NEW ASSIGNMENT | | |
| NATURE OF CONVEYANCE: | MERGER AND CHANGE OF NAME | | |
| EFFECTIVE DATE: | 11/01/2016 | | |
| CONVEYING PARTY DATA | | | |
| Name | Formerly | Execution Date | Entity Type |
| Compliance Coach, Inc. | | 11/01/2016 | Corporation: CALIFORNIA |
| NEWLY MERGED ENTITY DATA | | | |
| Name | Execution Date | Entity Type | |
| Fidelity Information Services, LLC | 11/01/2016 | Limited Liability Company: ARKANSAS | |
| MERGED ENTITY'S NEW NAME (RECEIVING PARTY) | | | |
| Name: | Fidelity Information Services, LLC | | |
| Street Address: | 601 Riverside Avenue | | |
| City: | Jacksonville | | |
| State/Country: | FLORIDA | | |
| Postal Code: | 32204 | | |
| Entity Type: | Limited Liability Company: ARKANSAS | | |
| PROPERTY NUMBERS Total: 6 | | | |
| Property Type | Number | Word Mark | |
| Registration Number: | 3512417 | REGULATORY UNIVERSITY | |
| Registration Number: | 3621798 | REGULATORY UNIVERSITY | |
| Registration Number: | 3512407 | CRI | |
| Registration Number: | 3548524 | COMPLIANCE RISK INDICATOR | |
| Registration Number: | 3621739 | COMPLIANCE COACH | |
| Registration Number: | 2534521 | COMPLIANCE COACH | |
| CORRESPONDENCE DATA | | | |
| Fax Number: | 2023545232 | | |
| <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: | 202-808-3570 | | |
| Email: | docketing@kelly-ip.com | | |
| Correspondent Name: | David M. Kelly of Kelly IP, LLP | | |
| Address Line 1: | 1300 19th Street, N.W., Suite 300 | | |

OP \$165.00 3512417

| | |
|--------------------------------|------------------------|
| Address Line 4: | Washington, D.C. 20036 |
| ATTORNEY DOCKET NUMBER: | 120.0291 & others |
| NAME OF SUBMITTER: | David M. Kelly |
| SIGNATURE: | /David M. Kelly/ |
| DATE SIGNED: | 09/04/2018 |

Total Attachments: 11

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STATE OF ARKANSAS



Mark Martin

ARKANSAS SECRETARY OF STATE

To All to Whom These Presents Shall Come, Greetings:

I, Mark Martin, Arkansas Secretary of State of Arkansas, do hereby certify that the following and hereto attached instrument of writing is a true and perfect copy of

Articles of Merger

of

COMPLIANCE COACH, INC.

with and into

FIDELITY INFORMATION SERVICES, LLC

filed in this office November 1, 2016.



In Testimony Whereof, I have hereunto set my hand and affixed my official Seal. Done at my office in the City of Little Rock, this 1st day of November, 2016.

Mark Martin

Arkansas Secretary of State

TRADEMARK

REEL: 006437 FRAME: 0920



ARTICLES OF MERGER

Fidelity Information Services, LLC
601 Riverside Avenue
Jacksonville, Florida 33204

November 1, 2016

Arkansas Secretary of State
1401 W. Capitol, Suite 250
Little Rock, Arkansas 72201

Dear Sir or Madam:

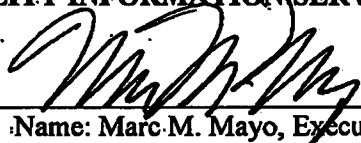
Attached hereto as Exhibit A please find an Agreement of Merger, dated as of November 1, 2016, by and between Compliance Coach, Inc., a California corporation ("Compliance Coach") and Fidelity Information Services, LLC, an Arkansas limited liability company ("FIS") (the "Merger Agreement"). The purpose of this letter is to accompany the filing of the Merger Agreement, in accordance with the Arkansas Small Business Entity Tax Pass Through Act.

The Merger Agreement sets forth the terms of the merger of Compliance Coach with and into FIS, with FIS as the surviving company. The director and sole shareholder of Compliance Coach have each approved of the merger and the Merger Agreement. Additionally, the sole member of FIS has approved of the merger and the Merger Agreement. The Merger Agreement is effective as of November 1, 2016, and does not provide for any changes to the organizational documents of FIS as the surviving company.

The undersigned certifies that the merger was approved as required by the surviving organization's governing statute and includes the information required by A.C.A. § 4-32-1208. The undersigned understands that knowingly signing a false document with the intent to file with the Arkansas Secretary of State is a Class C misdemeanor and is punishable by a fine up to \$100.00 and/or imprisonment up to 30 days.

Best regards,

FIDELITY INFORMATION SERVICES, LLC

By: 

Name: Marc M. Mayo, Executive Vice President, Chief Legal Officer and Corporate Secretary

[enclosures]

EXHIBIT A
MERGER AGREEMENT

MERGER AGREEMENT

This Merger Agreement, dated as of November 1, 2016 (this "Agreement"), is entered into by and between Compliance Coach, Inc., a California corporation ("Compliance Coach"), and Fidelity Information Services, LLC, an Arkansas limited liability company (the "Company").

RECITALS

WHEREAS, Compliance Coach has 1,000 shares of common stock of which 1,000 shares at par value of \$0.01 are issued and outstanding (the "Compliance Coach Common Stock").

WHEREAS, as of the Effective Time (as defined below), all of the Compliance Coach Common Stock is owned by the Company.

WHEREAS, the parties desire to merge Compliance Coach with and into the Company, pursuant to which the Company will continue as the surviving company and the separate existence of Compliance Coach will cease, upon the terms and subject to the conditions set forth in this Agreement (the "Merger").

WHEREAS, the sole member of the Company and the board of directors and the sole stockholder of Compliance Coach (a) have each (i) determined that the Merger is advisable and in the best interests of the Company and Compliance Coach and (ii) approved and adopted this Agreement and (b) approve the Merger.

NOW, THEREFORE, in consideration of the premises and the respective representations, warranties, covenants and agreements set forth in this Agreement, Compliance Coach and the Company hereby agree as follows:

I. THE MERGER

1.1 Merger. In accordance with the provisions of this Agreement, the California Corporations Code (the "CCC") and the Arkansas Small Business Entity Tax Pass Through Act (the "AR LLCA"), at the Effective Time (as defined below), Compliance Coach will be merged with and into the Company, Compliance Coach's separate existence will cease and the Company will be the surviving company in the Merger and shall succeed to and assume all the rights and obligations of Compliance Coach. The Company, as the surviving company after the Merger, is herein sometimes referred to as the "Surviving Company."

1.2 Filing and Effectiveness. Immediately after signing this Agreement, the parties will cause (i) a Certificate of Merger (the "Certificate of Merger") in substantially the form of Exhibit A hereto, meeting the requirements of the CCC, to be executed and filed with the Secretary of State of the State of California and (ii) Articles of Merger (the "Articles of Merger") in substantially the form of Exhibit B hereto, meeting the requirements of the AR LLCA, to be executed and filed with the Secretary of State of the State of Arkansas. The Merger will become effective at the time when the Certificate of Merger has been duly filed with the Secretary of State of the State of California and the Articles of Merger have been duly filed with the Secretary of State of the State of Arkansas (the "Effective Time").

1.3 Effects of the Merger.

(a) General. The Merger will have the effects specified in Section 4-32-1209 of the AR LLCA.

(b) Managers and Officers. Following the Effective Time, the managers of the Company immediately prior to the Effective Time shall be the managers of the Surviving Company, and the officers of the Company immediately prior to the Effective Time shall be the officers of the Surviving Company, in each case until their respective successors are duly elected or appointed and qualified or until their earlier death, resignation, retirement, disqualification or removal in accordance with applicable law and the certificate of formation and operating agreement of the Company.

(c) Effect on Capital Stock. At and as of the Effective Time, without any action on the part of Compliance Coach or the Company, as the case may be, or of any holder of any shares of capital stock of or other equity interest in Compliance Coach or the Company, the shares of capital stock and other securities of Compliance Coach and the Company will be treated as follows:

(i) Cancellation of Compliance Coach Common Stock. Each share of Compliance Coach Common Stock outstanding immediately prior to the Effective Time will be canceled without payment of any consideration therefor and shall cease to exist.

(ii) Surrender of Compliance Coach Common Stock. At or before the Effective Time, the Company shall surrender any and all outstanding certificates representing shares of Compliance Coach Common Stock to the Surviving Company.

1.4 Taking of Necessary Action; Further Action. Prior to the Effective Time, the Company and Compliance Coach shall take all such action as shall be necessary or appropriate to effectuate the Merger. If, at any time after the Effective Time, any such further action is necessary or desirable to carry out the purposes of this Agreement and to vest the Surviving Company with full right, title and possession to all assets, property, rights, privileges, powers, and franchises of the Company and Compliance Coach, the officers and managers of the Surviving Company are fully authorized, in the name of and on behalf of the Company and Compliance Coach, to take, and the Company will cause them to take, all such lawful and necessary action.

II. GENERAL

2.1 Termination. Compliance Coach and the Company, by written agreement, may terminate this Agreement as to all parties and the Merger may be abandoned for any reason whatsoever, at any time prior to the Effective Time.

2.2 No Third Party Beneficiaries. There are no third party beneficiaries having rights under or with respect to this Agreement.

2.3 Governing Law. This Agreement will be governed by and construed in accordance with the laws of the State of Arkansas, without giving effect to any choice of law principles.

8.4 Amendments. This Agreement may not be amended or modified except by a writing signed by all of the parties.


2.5 Entire Agreement. This Agreement, together with the Exhibits hereto, constitutes the entire agreement and understanding of the parties in respect of its subject matter and supersedes all prior understandings, agreements or representations by or among the parties, written or oral, to the extent they relate in any way to the subject matter hereof.

2.6 Counterparts. This Agreement may be executed in two or more counterparts, each of which will be deemed to be an original and all of which together will constitute one and the same instrument.

[signature page follows]

IN WITNESS WHEREOF, the parties have caused this Agreement to be executed by their authorized representative as of the date stated in the introductory paragraph of this Agreement.

COMPLIANCE COACH, INC.

By: 
Name: Marc M. Mayo
Title: Executive Vice President,
Chief Legal Officer and Corporate Secretary

**FIDELITY INFORMATION SERVICES,
LLC**

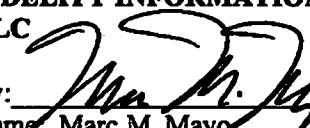
By: 
Name: Marc M. Mayo
Title: Executive Vice President,
Chief Legal Officer and Corporate Secretary

EXHIBIT A
CERTIFICATE OF MERGER



OBE MERG

State of California Secretary of State

Certificate of Merger

(California Corporations Code sections

1113(g), 3203(g), 6019.1, 8019.1, 9640, 12540.1, 15911.14, 16915(b) and 17710.14)

IMPORTANT — Read all instructions before completing this form.

This Space For Filing Use Only

| 1. NAME OF SURVIVING ENTITY Fidelity Information Services, LLC | 2. TYPE OF ENTITY Limited Liability Company | 3. CA SECRETARY OF STATE FILE NUMBER N/A | 4. JURISDICTION Arkansas | | | | | | | | | | | | |
|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------|------------------------------------------------------------------------------------------------------------|--------------------------------------|--------------------------|--------|--|------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--|------------------|-----|--------------------------|----------------------------------------------------------|--|------|
| 5. NAME OF DISAPPEARING ENTITY Compliance Coach, Inc. | 6. TYPE OF ENTITY Corporation | 7. CA SECRETARY OF STATE FILE NUMBER C2161615 | 8. JURISDICTION California | | | | | | | | | | | | |
| 9. THE PRINCIPAL TERMS OF THE AGREEMENT OF MERGER WERE APPROVED BY A VOTE OF THE NUMBER OF INTERESTS OR SHARES OF EACH CLASS THAT EQUALED OR EXCEEDED THE VOTE REQUIRED. (IF A VOTE WAS REQUIRED, SPECIFY THE CLASS AND THE NUMBER OF OUTSTANDING INTERESTS OF EACH CLASS ENTITLED TO VOTE ON THE MERGER AND THE PERCENTAGE VOTE REQUIRED OF EACH CLASS. ATTACH ADDITIONAL PAGES, IF NEEDED.) | | | | | | | | | | | | | | | |
| <u>SURVIVING ENTITY</u> <table border="1"> <thead> <tr> <th>CLASS AND NUMBER</th> <th>AND</th> <th>PERCENTAGE VOTE REQUIRED</th> </tr> </thead> <tbody> <tr> <td>Member</td> <td></td> <td>100%</td> </tr> </tbody> </table> | | CLASS AND NUMBER | AND | PERCENTAGE VOTE REQUIRED | Member | | 100% | <u>DISAPPEARING ENTITY</u> <table border="1"> <thead> <tr> <th>CLASS AND NUMBER</th> <th>AND</th> <th>PERCENTAGE VOTE REQUIRED</th> </tr> </thead> <tbody> <tr> <td>1 class of common stock w/1,000 shares at 0.01 par value</td> <td></td> <td>100%</td> </tr> </tbody> </table> | | CLASS AND NUMBER | AND | PERCENTAGE VOTE REQUIRED | 1 class of common stock w/1,000 shares at 0.01 par value | | 100% |
| CLASS AND NUMBER | AND | PERCENTAGE VOTE REQUIRED | | | | | | | | | | | | | |
| Member | | 100% | | | | | | | | | | | | | |
| CLASS AND NUMBER | AND | PERCENTAGE VOTE REQUIRED | | | | | | | | | | | | | |
| 1 class of common stock w/1,000 shares at 0.01 par value | | 100% | | | | | | | | | | | | | |
| 10. IF EQUITY SECURITIES OF A PARENT PARTY ARE TO BE ISSUED IN THE MERGER, CHECK THE APPLICABLE STATEMENT. <input type="checkbox"/> No vote of the shareholders of the parent party was required. <input type="checkbox"/> The required vote of the shareholders of the parent party was obtained. | | | | | | | | | | | | | | | |
| 11. IF THE SURVIVING ENTITY IS A DOMESTIC LIMITED LIABILITY COMPANY, LIMITED PARTNERSHIP, OR PARTNERSHIP, PROVIDE THE REQUISITE CHANGES (IF ANY) TO THE INFORMATION SET FORTH IN THE SURVIVING ENTITY'S ARTICLES OF ORGANIZATION, CERTIFICATE OF LIMITED PARTNERSHIP OR STATEMENT OF PARTNERSHIP AUTHORITY RESULTING FROM THE MERGER. ATTACH ADDITIONAL PAGES, IF NECESSARY. N/A | | | | | | | | | | | | | | | |
| 12. IF A DISAPPEARING ENTITY IS A DOMESTIC LIMITED LIABILITY COMPANY, LIMITED PARTNERSHIP, OR PARTNERSHIP, AND THE SURVIVING ENTITY IS NOT A DOMESTIC ENTITY OF THE SAME TYPE, ENTER THE PRINCIPAL ADDRESS OF THE SURVIVING ENTITY. PRINCIPAL ADDRESS OF SURVIVING ENTITY CITY AND STATE ZIP CODE N/A | | | | | | | | | | | | | | | |
| 13. OTHER INFORMATION REQUIRED TO BE STATED IN THE CERTIFICATE OF MERGER BY THE LAWS UNDER WHICH EACH CONSTITUENT OTHER BUSINESS ENTITY IS ORGANIZED. ATTACH ADDITIONAL PAGES, IF NECESSARY. See attached. | | | | | | | | | | | | | | | |
| 14. STATUTORY OR OTHER BASIS UNDER WHICH A FOREIGN OTHER BUSINESS ENTITY IS AUTHORIZED TO EFFECT THE MERGER. Arkansas Code § 4-32-1206 (Small Business Entity Tax Pass Through Act) | | 15. FUTURE EFFECTIVE DATE, IF ANY <u>11</u> - <u>01</u> - <u>2016</u> (Month) (Day) (Year) | | | | | | | | | | | | | |
| 16. ADDITIONAL INFORMATION SET FORTH ON ATTACHED PAGES, IF ANY, IS INCORPORATED HEREIN BY THIS REFERENCE AND MADE PART OF THIS CERTIFICATE. | | | | | | | | | | | | | | | |
| 17. I CERTIFY UNDER PENALTY OF PERJURY UNDER THE LAWS OF THE STATE OF CALIFORNIA THAT THE FOREGOING IS TRUE AND CORRECT OF MY OWN KNOWLEDGE. I DECLARE I AM THE PERSON WHO EXECUTED THIS INSTRUMENT, WHICH EXECUTION IS MY ACT AND DEED. | | | | | | | | | | | | | | | |
| SIGNATURE OF AUTHORIZED PERSON FOR THE SURVIVING ENTITY | | DATE | | | | | | | | | | | | | |
| | | 11/01/16 | | | | | | | | | | | | | |
| SIGNATURE OF AUTHORIZED PERSON FOR THE SURVIVING ENTITY | | DATE | | | | | | | | | | | | | |
| | | 11/01/16 | | | | | | | | | | | | | |
| SIGNATURE OF AUTHORIZED PERSON FOR THE DISAPPEARING ENTITY | | DATE | | | | | | | | | | | | | |
| | | 11/01/16 | | | | | | | | | | | | | |
| SIGNATURE OF AUTHORIZED PERSON FOR THE DISAPPEARING ENTITY | | DATE | | | | | | | | | | | | | |
| | | 11/01/16 | | | | | | | | | | | | | |
| SIGNATURE OF AUTHORIZED PERSON FOR THE DISAPPEARING ENTITY | | DATE | | | | | | | | | | | | | |
| | | 11/01/16 | | | | | | | | | | | | | |
| For an entity that is a business trust, real estate investment trust or an unincorporated association, set forth the provision of law or other basis for the authority of the person signing: _____ | | | | | | | | | | | | | | | |

EXHIBIT B
ARTICLES OF MERGER

ARTICLES OF MERGER

Fidelity Information Services, LLC
601 Riverside Avenue
Jacksonville, Florida 33204

November 1, 2016

Arkansas Secretary of State
1401 W. Capitol, Suite 250
Little Rock, Arkansas 72201

Dear Sir or Madam:

Attached hereto as Exhibit A please find an Agreement of Merger, dated as of November 1, 2016, by and between Compliance Coach, Inc., a California corporation ("Compliance Coach") and Fidelity Information Services, LLC, an Arkansas limited liability company ("FIS") (the "Merger Agreement"). The purpose of this letter is to accompany the filing of the Merger Agreement, in accordance with the Arkansas Small Business Entity Tax Pass Through Act.

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The undersigned certifies that the merger was approved as required by the surviving organization's governing statute and includes the information required by A.C.A. § 4-32-1208. The undersigned understands that knowingly signing a false document with the intent to file with the Arkansas Secretary of State is a Class C misdemeanor and is punishable by a fine up to \$100.00 and/or imprisonment up to 30 days.

Best regards,

FIDELITY INFORMATION SERVICES, LLC

By: 

Name: Marc M. Mayo, Executive Vice President, Chief Legal Officer and Corporate Secretary

[enclosures]