

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
 Stylesheet Version v1.2

ETAS ID: TM493665

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	ASSIGNMENT OF THE ENTIRE INTEREST AND THE GOODWILL

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Convergys CGM Utah Inc.		10/03/2018	Corporation: UTAH

RECEIVING PARTY DATA

Name:	Convergys Customer Management Delaware LLC
Street Address:	201 East Fourth Street
City:	Cincinnati
State/Country:	OHIO
Postal Code:	45202-4206
Entity Type:	Corporation : DELAWARE <i>Limited Liability Company</i>

PROPERTY NUMBERS Total: 2

Property Type	Number	Word Mark
Registration Number:	2520504	CONVERGYS
Registration Number:	2534431	CONVERGYS

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: 6502334044
Email: docket_ip@pillsburylaw.com
Correspondent Name: Paul E. Thomas
Address Line 1: P.O. Box 10500
Address Line 4: McLean, VIRGINIA 22102

NAME OF SUBMITTER:	Paul E. Thomas
SIGNATURE:	/Paul E. Thomas/
DATE SIGNED:	10/12/2018

Total Attachments: 8

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TRADEMARK ASSIGNMENT

WHEREAS, Convergys CMG Utah Inc., 1065 West Levoy Drive, Salt Lake City, Utah 84123 (hereinafter "Assignor"), is identified as the owner of the trademarks and corresponding U.S. trademark registrations set forth on Schedule A hereto; and

WHEREAS, Convergys Customer Management Delaware LLC, 201 East Fourth Street, Cincinnati, Ohio 45202-4206 ("Assignee") is the successor in interest to Assignor pursuant to a merger which merged the Utah corporation into a Delaware limited liability company and which was accomplished under Delaware law on April 26, 2012 ("Merger"). See, attached as Schedule B, copies of the Agreement of Merger, Utah Articles of Merger, and Delaware Certificate of Merger; and

WHEREAS, pursuant to the Merger, Assignor did transfer, assign, convey and deliver to Assignee, along with Assignor's other assets, all of Assignor's right, title, and interest in, to and under the trademarks and their corresponding U.S. trademark registrations shown on Schedule A hereto, along with all goodwill inherent in the trademarks and all that portion of Assignor's business associated with same (all of the foregoing, including the trademarks, the corresponding U.S. trademark registrations, the inherent goodwill, and all that portion of the Assignor's business associated with the trademarks, are hereinafter collectively referred to as the "Trademarks"); and

WHEREAS, Assignee wishes to confirm and record with the United States Patent and Trademark Office that it has acquired all of Assignor's right, title, interest in and to the Trademarks; and so


NOW THEREFORE, for good and valuable consideration, the sufficiency of which was and is acknowledged by both parties, Assignee (as successor in interest to Assignor) hereby declares that as of April 26, 2012, Assignor hereby transfers and conveys and did transfer and convey Assignor's entire right, title and interest in, to and under the Trademarks to Assignee, who is a successor in interest to all that portion of Assignor's business associated with the Trademarks, to be held and enjoyed by Assignee in the United States and throughout the world, along with all causes of action for any and all past infringements or other violations of the rights being assigned, and the right to collect and retain any proceeds therefrom. This assignment has bound and shall bind the parties, their successors and/or assigns, and all others acting by or under their direction, and all those in privity therewith.

Assignee (as successor in interest to Assignor) promises to do, make, execute or deliver, or cause to be done, made, executed or delivered, all such further acts, documents, assurances and things as Assignee may reasonably require from time to time for the purpose of giving effect to any of the provisions of this assignment.

This assignment may be executed in separate counterparts, each of which will be an original and all of which taken together shall constitute one and the same agreement, and any party hereto may execute this assignment by signing any such counterpart.

ASSIGNOR:

CONVERGYS CMG UTAH INC.

By:  _____


Name: Andrew A. Farwig

Who is the Secretary of Convergys Customer Management Delaware LLC, the successor in interest to Assignor

Date: October 3, 2018

ASSIGNEE:

CONVERGYS CUSTOMER MANAGEMENT DELAWARE LLC

By:  _____

Name: David R. Wiedwald

Title: Treasurer

Date: October 3, 2018

[Signature Page to the Trademark Assignment]

TRADEMARK
REEL: 006463 FRAME: 0007

Schedule A

Trademark:

CONVERGYS

U. S. Reg. No.: **2520504**

Reg.: December 18, 2001

Trademark:

CONVERGYS
.....

U. S. Reg. No.: **2534431**

Reg.: January 29, 2002

Schedule B

AGREEMENT OF MERGER BETWEEN CONVERGYS CUSTOMER MANAGEMENT DELAWARE LLC AND CONVERGYS CMG UTAH INC.

This Agreement of Merger (this "Agreement") is dated as of April 26, 2012, by and between Convergys Customer Management Delaware LLC, a Delaware limited liability company ("CM Delaware"), and Convergys CMG Utah Inc., a Utah corporation ("CMG Utah"). CM Delaware and CMG Utah are sometimes referred to herein each as a "Party" or collectively as the "Parties."

RECITALS

WHEREAS, CM Delaware is a limited liability company duly organized and existing under the laws of the State of Delaware;

WHEREAS, CMG Utah is a corporation duly organized and existing under the laws of the State of Utah;

WHEREAS, CMG Utah is a wholly-owned subsidiary of CM Delaware;

WHEREAS, the Boards of Directors of CM Delaware and CMG Utah deem it advisable for the general welfare and advantage of CM Delaware and CMG Utah that CMG Utah be merged with and into CM Delaware on the terms and conditions hereinafter set forth and in accordance with the applicable provisions of the laws of the States of Utah and Delaware; and

WHEREAS, the Parties intend that the merger be treated as a liquidation pursuant to Section 332 of the Internal Revenue Code of 1986, as amended, and that this Agreement be treated as the adoption of a plan of complete liquidation within the meaning of such section.

NOW, THEREFORE, in consideration of the mutual promises set forth in this Agreement and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Parties, intending to be legally bound, hereby agree that CMG Utah shall be merged into CM Delaware, and that the terms and conditions of such merger and the mode of carrying the same into effect shall be as follows:

1. Ownership of Shares. As of the date of this Agreement, CMG Utah has seven hundred (700) shares of Class A common stock issued and outstanding and one thousand (1,000) shares of Class B common stock issued and outstanding, all of which are owned by CM Delaware.
2. The Merger. Effective as of the date the Certificate of Merger is filed with both the Secretary of State of Delaware and the Secretary of State of Utah (the "Effective Date"), CMG Utah shall be merged into CM Delaware and the separate existence of CMG Utah shall cease (the "Merger").
3. Manner and Basis of Conversion of Shares. On the Effective Date, each share of CMG Utah common stock which shall then be outstanding shall, by virtue of the Merger and

without any action on the part of the holder thereof, be cancelled.

4. Action Required by CM Delaware and CMG Utah. This Agreement has been duly approved by the Board of Directors of CMG Utah and the Members and Managers of CM Delaware. CM Delaware shall promptly file or cause to be filed the Certificate of Merger with the Secretary of State of Delaware and the Articles of Merger with the Secretary of State of Utah and shall thereafter take or cause to be taken any further action which may be necessary or appropriate.

IN WITNESS WHEREOF, the parties hereto have caused this Agreement to be duly executed as of the day and year first above written.

CM DELAWARE:

CONVERGYS CUSTOMER MANAGEMENT
DELAWARE LLC

By: 

Name: Earl C. Shanks

Title: Manager

CMG UTAH:

CONVERGYS CMG UTAH INC.

By: 

Name: Jill N. Fuchs

Title: President

This form must be type written or computer generated.



State of Utah
DEPARTMENT OF COMMERCE
Division of Corporations & Commercial Code
Articles of Merger / Share Exchange

Entity Number: _____

Non-Refundable Processing Fee:
 Domestic \$37.00
 Foreign \$37.00

Convergys CMG Utah Inc.
the non-surviving corporation
inc.
Convergys Customer Management Delaware LLC
the surviving corporation

ARTICLE I - Surviving Corporation

Section 1
The name of the corporation surviving the merger is Convergys Customer Management Delaware LLC
and such name has has not been changed as a result of the merger.

The principal address of the surviving corporation is:
201 East Fourth Street Cincinnati Ohio 45202
Address City State Zip

Section 2

- A. The surviving corporation is a domestic corporation existing pursuant to the provisions of the Utah Revised Business Corporation Act incorporated on _____.
- B. The surviving corporation is a foreign corporation incorporated under the laws of the State of Delaware and qualified not qualified to do business in Utah.
Note: If application for Certificate of Authority to Transact Business is filed concurrently herewith state "Upon approval of Application for Certificate of Authority."
- C. The effective date of the merger described herein shall be the date upon which these Articles are filed with the Utah Division of Corporations and Commercial Code, or _____.

ARTICLE II - Non-surviving Corporation(s)

The name, state of incorporation, and date incorporation or qualification (if applicable) respectively, of each Utah domestic corporation and/or foreign corporation, other than the survivor, which is party to the merger are as follows:

Name of Corporation: Convergys CMG Utah Inc.
State of Domicile: Utah Date of Incorporation / Qualification in Utah: September 23, 1998
Name of Corporation: _____
State of Domicile: _____ Date of Incorporation / Qualification in Utah: _____
Name of Corporation: _____
State of Domicile: _____ Date of Incorporation / Qualification in Utah: _____
Name of Corporation: _____
State of Domicile: _____ Date of Incorporation / Qualification in Utah: _____
Name of Corporation: _____
State of Domicile: _____ Date of Incorporation / Qualification in Utah: _____

ARTICLE III - Plan of Merger or Share Exchange

The Plan of Merger or Share Exchange, containing such information as required by Utah Code 16-10a-1101, is set forth in "Exhibit A", attached hereto and made a part hereof.

Under GBAMA (63-2-201), all registration information maintained by the Division is classified as public record. For confidentiality purposes, you may use the business entity physical address rather than the residential or private address of any individual affiliated with the entity.

ARTICLE IV - Manner of Adoption & Vote of Surviving Corporation (must complete Section 1 or 2)

Section 1

Shareholder vote not required. The merger/ share exchange was adopted by the incorporators or board of directors without shareholder action and shareholder action was not required.

Section 2

Vote of shareholders (complete either A or B) The designation (i.e., common, preferred or any classification where different classes of stock exist), number of outstanding shares, number of votes entitled to be cast by each voting group entitled to vote separately on the merger / share exchange and the number of votes of each voting group represented at the meeting is set forth below:

- A. Unanimous written consent executed on _____, 20th and signed by all shareholders entitled to vote.
 B. Vote of shareholders during a meeting called by the Board of Directors.

	TOTAL	A	B	C
Designation of each voting group (i.e. preferred and common)				
Number of outstanding shares				
Number of votes entitled to be cast				
Number of votes represented at meeting				
Shares voted in favor				
Shares voted against				

ARTICLE V - Manner of Adoption & Vote of Non-surviving Corporation (must complete Section 1 or 2)

Section 1

Shareholder vote not required. The merger/ share exchange was adopted by the incorporators or board of directors without shareholder action and shareholder action was not required.

Section 2

Vote of shareholders (complete either A or B) The designation (i.e., common, preferred or any classification where different classes of stock exist), number of outstanding shares, number of votes entitled to be cast by each voting group entitled to vote separately on the merger / share exchange and the number of votes of each voting group represented at the meeting is set forth below:

- A. Unanimous written consent executed on _____, 20____ and signed by all shareholders entitled to vote.
 B. Vote of shareholders during a meeting called by the Board of Directors.

	TOTAL	A	B	C
Designation of each voting group (i.e. preferred and common)				
Number of outstanding shares				
Number of votes entitled to be cast				
Number of votes represented at meeting				
Shares voted in favor				
Shares voted against				

In Witness Whereof, the undersigned being the _____ of the surviving corporation executes these Articles of Merger / Share Exchange and verifies, subject to penalties of perjury that the statements contained herein are true, this 26 day of April, 2012.

 Signature

Carl C. Shanks
 Printed Name

**STATE OF DELAWARE
CERTIFICATE OF MERGER OF
A FOREIGN CORPORATION
INTO A
DOMESTIC LIMITED LIABILITY COMPANY**

Pursuant to Title 6, Section 18-209 of the Delaware Limited Liability Company Act:

FIRST: The name and jurisdiction of the merging parties are Convergys Customer Management Delaware, LLC, a Delaware limited liability company, and Convergys CMG Utah Inc., a Utah corporation.

SECOND: The Agreement of Merger has been approved and executed by the surviving limited liability company and the merging corporation.

THIRD: The name of the surviving limited liability company is Convergys Customer Management Delaware, LLC.


FOURTH: The merger is to be deemed effective as of 11:59 p.m. Eastern time on the date this certificate is filed with the Secretary of State of the State of Delaware.

FIFTH: The Agreement of Merger is on file at 201 East Fourth Street, Cincinnati, Ohio, USA 45202, the place of business of the surviving limited liability company.

SIXTH: A copy of the Agreement of Merger will be furnished by the surviving limited liability company on request, without cost, to any member of the limited liability company or any person holding an interest in any other business entity which is to merge.

IN WITNESS WHEREOF, said limited liability company has caused this certificate to be signed by an authorized person, this 26 day of April, 2012.

**CONVERGYS CUSTOMER
MANAGEMENT DELAWARE, LLC,**
a Delaware limited liability company

By 
Earl C. Shanks, Manager