

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM498471

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER AND CHANGE OF NAME
EFFECTIVE DATE:	12/21/2015

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
DG INTERNATIONAL HOLDING CORP.		12/18/2015	Corporation: DELAWARE

NEWLY MERGED ENTITY DATA

Name	Execution Date	Entity Type
DIGITAL GENERATION, INC.	12/18/2015	Corporation: DELAWARE

MERGED ENTITY'S NEW NAME (RECEIVING PARTY)

Name:	ER INTERNATIONAL HOLDING CORP.
Street Address:	750 W. JOHN CARPENTER FWY
Internal Address:	SUITE 700
City:	IRVING
State/Country:	TEXAS
Postal Code:	75039
Entity Type:	Corporation: DELAWARE

PROPERTY NUMBERS Total: 4

Property Type	Number	Word Mark
Registration Number:	2784651	PATHFIRE
Registration Number:	2737799	PATHFIRE ENABLING DIGITAL MEDIA
Registration Number:	2632819	PATHFIRE
Registration Number:	4223631	HD XTREME

CORRESPONDENCE DATA

Fax Number: 3128622200

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: 3128623837

Email: raza.siddiqui@kirkland.com

Correspondent Name: Raza Siddiqui

Address Line 1: 300 N. Lasalle

Address Line 2: Kirkland & Ellis LLP

CH \$115.00 2784651

Address Line 4:	Chicago, ILLINOIS 60654
ATTORNEY DOCKET NUMBER:	26082-4
NAME OF SUBMITTER:	Raza Siddiqui
SIGNATURE:	/razasiddiqui/
DATE SIGNED:	11/16/2018
Total Attachments: 4 source=Certificates of Merger - Digital Generation to ERIHC#page1.tif source=Certificates of Merger - Digital Generation to ERIHC#page2.tif source=Certificates of Merger - Digital Generation to ERIHC#page3.tif source=Certificates of Merger - Digital Generation to ERIHC#page4.tif	

Delaware

The First State

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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:

"DG INTERNATIONAL HOLDING CORP.", A DELAWARE CORPORATION, WITH AND INTO "DIGITAL GENERATION, INC." UNDER THE NAME OF "ER INTERNATIONAL HOLDING CORP.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE ON THE TWENTY-FIRST DAY OF DECEMBER, A.D. 2015, AT 12:17 O`CLOCK P.M.

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

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




Jeffrey W. Bullock, Secretary of State

3325896 8100M
SR# 20151462367

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

Authentication: 10659043
Date: 12-21-15

TRADEMARK
REEL: 006482 FRAME: 0725

**CERTIFICATE OF OWNERSHIP
AND MERGER**

Merging

DG INTERNATIONAL HOLDING CORP.
(a Delaware corporation)

with and into
its parent corporation

DIGITAL GENERATION, INC.
(a Delaware corporation)

Pursuant to Section 253 of the General Corporation Law of Delaware

Digital Generation, Inc. (the "Corporation") organized and existing under and by virtue of the General Corporation Law of Delaware (the "Act"), does hereby certify:

FIRST: That the Corporation was organized pursuant to the Act on January 9, 2001.

SECOND: That the Corporation owns all of the issued and outstanding shares of the capital stock of **DG International Holding Corp.**, a corporation organized and existing under and by virtue of the Act ("International" and together with the Corporation, as the "Constituent Corporations").

THIRD: That the Corporation's Board of Directors, by written consent dated December 18, 2015, determined to merge International with and into the Corporation and did adopt the following resolutions:

WHEREAS: The Corporation lawfully owns 100% of the issued and outstanding common stock of International; and

WHEREAS: The Corporation desires to merge International with and into itself, and to possess all the estate, property, rights, privileges and franchises of International; and

WHEREAS: The Corporation desires to change its name to "ER International Holding Corp.", therefore, be it

RESOLVED: That it is in the best interests of, and advisable for International to merge with and into the Corporation, with the Corporation being the surviving corporation (the "Merger"); and

FURTHER

RESOLVED: Upon the effective date of the Merger, the Corporation shall merge with International and the Corporation shall assume all of the rights and

obligations of International, and the Corporation will succeed to the ownership of all the assets and net worth of the Constituent Corporations; and

FURTHER

RESOLVED: That, simultaneous with the Merger, it is in the best interest of, and advisable for, the Corporation to change its name to “ER International Holding Corp.”; and

FURTHER

RESOLVED: That the Proper Officers of the Corporation be, and each of them individually hereby are, authorized and directed to make and execute a certificate of ownership setting forth a copy of the resolution to merge with International and assume its liabilities and obligations, the amendment to the Certificate of Incorporation whereby the Corporation will change its name to “ER International Holding Corp.”, and the date of adoption thereof, and to file the same in the office of the Secretary of State of Delaware, and a certified copy thereof in the office of the Recorder of Deeds of Wilmington County; and

FURTHER

RESOLVED: That the officers of this Corporation be and they hereby are authorized and directed to do all acts and things whatsoever, whether within or without the State of Delaware, which may be in any way necessary or proper to effect said Merger; and

FURTHER

RESOLVED: It is the intent of the Constituent Corporations that the Merger qualify as, and be treated as, a tax-free reorganization pursuant to Sections 332 and 337 of the Internal Revenue Code, and related provisions; and

FURTHER

RESOLVED: That the foregoing resolutions shall be an “agreement of merger” duly adopted by the Board of Directors of the Corporation for purposes of Section 253(d) of the Act.

FOURTH: That the Corporation shall be the Surviving Corporation.

FIFTH: That the Certificate of Incorporation of the Corporation shall be the Certificate of Incorporation of the Surviving Corporation and the following amendments to the Certificate of Incorporation of the Surviving Corporation are to be adopted:

FIRST: The name of the Corporation is “**ER International Holding Corp.**”

[SIGNATURE PAGE FOLLOWS]

IN WITNESS WHEREOF, the Corporation has caused this Certificate of Ownership and Merger to be executed as of the 18th day of December, 2015.

DIGITAL GENERATION, INC.

By: 
Name: John Roland
Title: President

[Signature Page to Digital Generation, Inc. Certificate of Ownership and Merger]