

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM506139

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	01/01/2019

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
NUPARK, INC.		12/09/2018	Corporation: DELAWARE

RECEIVING PARTY DATA

Name:	PASSPORT LABS, INC.
Street Address:	128 South Tryon Street
Internal Address:	Suite 2200
City:	Charlotte
State/Country:	NORTH CAROLINA
Postal Code:	28202
Entity Type:	Corporation: DELAWARE

PROPERTY NUMBERS Total: 7

Property Type	Number	Word Mark
Registration Number:	4793885	
Registration Number:	4785765	NUPARK
Registration Number:	5361268	PARKUMENTARY
Registration Number:	5076743	PLATESCOUT
Registration Number:	5371014	PROCESSING WITH TRANSPARENCY
Registration Number:	5491715	SCOUT
Registration Number:	5371517	UNSUNG HEROES OF PARKING

CORRESPONDENCE DATA

Fax Number: 7044641084

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: 704.599.8911

Email: trademarks@thlip.com

Correspondent Name: Matthew Ladenheim

Address Line 1: 10224 Hickorywood Hill Ave

Address Line 2: Suite 202

Address Line 4: Huntersville, NORTH CAROLINA 28078

NAME OF SUBMITTER: Matthew J. Ladenheim

TRADEMARK

SIGNATURE:	/Matthew J. Ladenheim/
DATE SIGNED:	01/16/2019
Total Attachments: 3 source=PASSPORT LABS INC - DE - Merger#page1.tif source=PASSPORT LABS INC - DE - Merger#page2.tif source=PASSPORT LABS INC - DE - Merger#page3.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:

"NUPARK, INC.", A DELAWARE CORPORATION,
WITH AND INTO "PASSPORT LABS, INC." UNDER THE NAME OF "PASSPORT LABS, INC.", 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. 2018, AT 5:13 O`CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF OWNERSHIP IS THE FIRST DAY OF JANUARY, A.D. 2019 AT 12:01 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

5439093 8100M
SR# 20188327245

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

Authentication: 204177262
Date: 12-26-18

TRADEMARK
REEL: 006526 FRAME: 0877

State of Delaware
Secretary of State
Division of Corporations
Delivered 05:13 PM 12/21/2018
FILED 05:13 PM 12/21/2018
SR 20188327245 - File Number 5439093

CERTIFICATE OF OWNERSHIP AND MERGER

MERGING

NUPARK, INC.

WITH AND INTO

PASSPORT LABS, INC.

Pursuant to Section 253 of the Delaware General Corporation Law (the "DGCL"), Passport Labs, Inc. (the "Corporation"), a Delaware corporation, does hereby certify to the following information relating to the merger (the "Merger") of NuPark, Inc., a Delaware corporation (the "Subsidiary"), with and into the Corporation, with the Corporation remaining as the surviving corporation:

1. The Corporation owns all of the outstanding shares of each class of capital stock of the Subsidiary.
2. The Board of Directors of the Corporation, by resolutions duly adopted by unanimous written consent on December 8, 2018 and attached hereto as Exhibit A, determined to merge the Subsidiary with and into the Corporation pursuant to Section 253 of the DGCL.
3. The Corporation shall be the surviving corporation of the Merger.
4. The Certificate of Incorporation of the Corporation, as in effect immediately prior to the Merger, shall be the Certificate of Incorporation of the surviving corporation.
5. The Certificate of Ownership and Merger and the Merger shall become effective on January 1, 2019 at 12:01 a.m. EST.

IN WITNESS WHEREOF, the Corporation has caused this Certificate of Ownership and Merger to be signed by an authorized officer, the 9th day of December, 2018.

Passport Labs, Inc.
By Bob Youakim
Name: Robert Youakim
Title: Chief Executive Officer

**EXHIBIT A
BOARD RESOLUTIONS**

WHEREAS, Passport Labs, Inc. a Delaware corporation (the "**Corporation**"), owns all of the issued and outstanding shares of each class of capital stock of NuPark, Inc., a Delaware corporation (the "**Subsidiary**"); and

WHEREAS, it is deemed advisable and in the best interest of the Corporation that the Corporation merge the Subsidiary with and into the Corporation.

NOW, THEREFORE, BE IT:

RESOLVED, that the Subsidiary be merged with and into the Corporation pursuant to Section 253 of the Delaware General Corporation Law (the "**Merger**"), so that the separate existence of the Subsidiary shall cease as soon as the Merger shall become effective, and the Corporation shall continue as the surviving corporation; and

RESOLVED FURTHER, that each share of common stock of the Subsidiary, par value \$0.001 per share ("**Subsidiary Common Stock**"), issued and outstanding immediately prior to the effectiveness of the Merger shall automatically be cancelled and retired and shall cease to exist; and

RESOLVED FURTHER, that the President, Vice President, Treasurer, Secretary and any other officer of the Corporation (each such person, an "**Authorized Officer**") be, and each of them hereby is, authorized to prepare and execute a Certificate of Ownership and Merger setting forth a copy of these resolutions, and to file the Certificate of Ownership and Merger with the Secretary of State of Delaware and pay any fees related to such filing; and

RESOLVED FURTHER, that each of the Authorized Officers be, and each of them hereby is, authorized and empowered to take all such further action and to execute, deliver and file all such further agreements, certificates, instruments and documents, in the name and on behalf of the Corporation, and if requested or required, under its corporate seal duly attested by the Secretary or Assistant Secretary; to pay or cause to be paid all expenses; to take all such other actions as they or any one of them shall deem necessary, desirable, advisable or appropriate to consummate, effectuate, carry out or further the transactions contemplated by and the intent and purposes of the foregoing resolutions.