

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM506162

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT
<b>NATURE OF CONVEYANCE:</b>	MERGER AND CHANGE OF NAME
<b>EFFECTIVE DATE:</b>	11/01/2016

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
Advanced Financial Solutions, Inc.		11/01/2016	Corporation: OKLAHOMA

**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)**

<b>Name:</b>	Fidelity Information Services, LLC
<b>Street Address:</b>	601 Riverside Avenue
<b>City:</b>	Jacksonville
<b>State/Country:</b>	FLORIDA
<b>Postal Code:</b>	32204
<b>Entity Type:</b>	Limited Liability Company: ARKANSAS

**PROPERTY NUMBERS Total: 3**

Property Type	Number	Word Mark
<b>Registration Number:</b>	3136854	DIRECT
<b>Registration Number:</b>	2867462	ENDPOINT EXCHANGE
<b>Registration Number:</b>	3574586	ENDPOINT EXCHANGE

**CORRESPONDENCE DATA**

Fax Number: 2023545232

*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: 2028083570

Email: docketing@kelly-ip.com

Correspondent Name: David M. Kelly and Lynn M. Jordan

Address Line 1: Kelly IP, LLP

Address Line 2: 1300 19th Street, N.W., Suite 300

Address Line 4: Washington, D.C. 20036

OP \$90.00 3136854

<b>ATTORNEY DOCKET NUMBER:</b>	120.0580
<b>NAME OF SUBMITTER:</b>	David M. Kelly
<b>SIGNATURE:</b>	/David M. Kelly/
<b>DATE SIGNED:</b>	01/16/2019

**Total Attachments: 13**

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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

**ADVANCED FINANCIAL SOLUTIONS, 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: 006527 FRAME: 0032



**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:

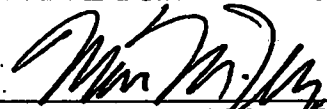
Attached hereto as Exhibit A please find an Agreement of Merger, dated as of November 1, 2016, by and between Advanced Financial Solutions, Inc., an Oklahoma corporation ("AFS") and Fidelity Information Services, LLC, an Arkansas limited liability company ("FIS") (the "Merger Agreement"). The purpose 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 AFS with and into FIS, with FIS as the surviving company. The directors and sole shareholder of AFS 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 Advanced Financial Solutions, Inc., an Oklahoma corporation ("AFS"), and Fidelity Information Services, LLC, an Arkansas limited liability company (the "Company").

### RECITALS

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

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

**WHEREAS**, the parties desire to merge AFS with and into the Company, pursuant to which the Company will continue as the surviving company and the separate existence of AFS 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 AFS (a) have each (i) determined that the Merger is advisable and in the best interests of the Company and AFS 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, AFS and the Company hereby agree as follows:

### I. THE MERGER

**1.1 Merger.** In accordance with the provisions of this Agreement, the Oklahoma General Corporation Act (the "OGCA") and the Arkansas Small Business Entity Tax Pass Through Act (the "AR LLCA"), at the Effective Time (as defined below), AFS will be merged with and into the Company, AFS'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 AFS. 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 OGCA, to be executed and filed with the Secretary of State of the State of Oklahoma 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 Oklahoma 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 AFS or the Company, as the case may be, or of any holder of any shares of capital stock of or other equity interest in AFS or the Company, the shares of capital stock and other securities of AFS and the Company will be treated as follows:

(i) Cancellation of AFS Common Stock. Each share of AFS 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 AFS Common Stock. At or before the Effective Time, the Company shall surrender any and all outstanding certificates representing shares of AFS Common Stock to the Surviving Company.

**1.4 Taking of Necessary Action; Further Action.** Prior to the Effective Time, the Company and AFS 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 AFS, the officers and managers of the Surviving Company are fully authorized, in the name of and on behalf of the Company and AFS, to take, and the Company will cause them to take, all such lawful and necessary action.

## II. GENERAL

**2.1 Termination.** AFS 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.

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

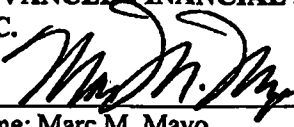
**2.5 Entire Agreement.** This Agreement, together with the Exhibits hereto, constitutes the entire agreement and understanding of the parties in respect of its subject matter and supersedes all prior understandings, agreements or representations by or among the parties, written or oral, to the extent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

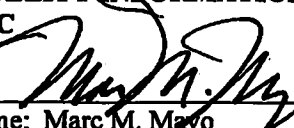
*[signature page follows]*

**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.

**ADVANCED FINANCIAL SOLUTIONS,  
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**

PRINT CLEARLY

## CERTIFICATE OF MERGER OR CONSOLIDATION DOMESTIC CORPORATION & BUSINESS ENTITY

TO:

**SPECIAL INSTRUCTIONS:** Submit this form to file a merger or consolidation pursuant to Section 1090.2 of the Oklahoma General Corporation Act. Please consult this act carefully. Use this form **ONLY** when one or more Oklahoma corporations merge with one or more business entities, of this state or of any other state or states of the United States or of the District of Columbia. As used in this section, "business entity" means a domestic or foreign partnership whether general or limited, limited liability company, business trust, common law trust, or other unincorporated business.

**FILING FEE:** If the survivor is: (1) Oklahoma corporation - \$100.00 minimum; (2) Oklahoma not for profit corporation - \$25.00; (3) Oklahoma limited partnership - \$100.00; (4) Foreign limited partnership - \$100.00; (5) Foreign limited liability company - \$100.00; (6) Other Oklahoma business entity - \$100.00; or (7) Other foreign business entity - \$100.00.

A. The Agreement of Merger or Consolidation, **ATTACHED HERETO**, has been adopted, approved, certified, executed, and acknowledged by each of the corporations in the same manner as is provided in Title 18, Section 1081 and, in the case of the business entities, in accordance with their constituent agreements and in accordance with the laws of the state under which they are formed, as the case may be.

**OR**

B. In lieu of filing an executed agreement of merger or consolidation, the surviving or resulting corporation or business entity hereby states and certifies as follows:

1. The name, type of entity and state of domicile of each of the constituent entities:

NAME OF ENTITY	TYPE OF ENTITY	STATE OF DOMICILE
Advanced Financial Solutions, Inc.	Corporation	Oklahoma
Fidelity Information Services, LLC	Limited Liability Company	Arkansas

(See "Special Instructions" above to identify type of business entity.)

2. An agreement of merger or consolidation has been approved, adopted, certified, executed, and acknowledged by each of the constituent entities in accordance with Title 18, Section 1090.2 (C).

3. The name of the surviving or resulting corporation or business entity:

Fidelity Information Services, LLC

4. Check the statement applicable to the merger or consolidation:

A corporation is the surviving entity of the merger and no amendments or changes are desired so that the certificate of incorporation of the surviving corporation shall be its certificate of incorporation.

A corporation is the surviving entity of the merger and any amendments or changes in the certificate of incorporation as are desired to be effected by the merger are set out in an attachment hereto.

A corporation is the resulting entity of a consolidation and the certificate of incorporation of the resulting corporation is set forth in an attachment hereto.

A business entity is the resulting entity of a consolidation and the charter of the resulting entity is set forth in an attachment hereto.

5. The executed agreement of consolidation or merger is on file at the principal place of business of the surviving corporation or business entity at the following address:

601 Riverside Avenue	Jacksonville	Florida	32204
Street Address	City	State	Zip Code

6. A copy of the agreement of consolidation or merger shall be furnished by the surviving or resulting entity, on request and without cost, to any shareholder of any constituent corporation or any partner of any constituent business entity.


7. . . . Check, if applicable, and complete the required information:

The entity surviving or resulting from the merger or consolidation is to be governed by the laws of the District of Columbia or any state other than this state and hereby agrees that it may be served with process in this state in any proceeding for enforcement of any obligation of any constituent corporation or business entity of this state, as well as for enforcement of any obligation of the surviving or resulting corporation or business entity arising from the merger or consolidation, including any suit or other proceeding to enforce the right of any shareholders as determined in appraisal proceedings pursuant to the provisions of Title 18, Section 1091.

The surviving or resulting entity irrevocably appoints the Secretary of State as its agent to accept service of process in any such suit or other proceedings. The address to which a copy of any process shall be mailed by the Secretary of State is:

601 Riverside Avenue	Jacksonville	Florida	32204
Street Address	City	State	Zip Code

IN WITNESS WHEREOF, such surviving or resulting entity has caused this certificate of merger or consolidation to be executed this 1 day of November, 2016.

  
\_\_\_\_\_  
Signature

Marc M. Mayo, Executive Vice President

\_\_\_\_\_  
Type or Print Name & Title, If Applicable

\_\_\_\_\_  
Signature

\_\_\_\_\_  
Type or Print Name & Title, If Applicable

(SOS FORM 0072-12/01)

**STATE OF ARKANSAS**



**Mark Martin**  
SECRETARY OF STATE

To All to Whom These Presents Shall Come, Greetings:

I, Mark Martin, 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 Organization**

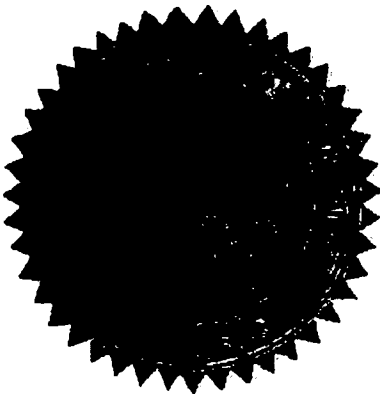
of

**FIDELITY INFORMATION SERVICES, LLC**

filed in this office

March 25, 2011

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 25th day of March 2011.



*Mark Martin*

Secretary of State



# Arkansas Secretary of State

Document Number: 14579230002

## Mark Martin

State Capitol  
FIDELITY INFORMATION SERVICES,  
501-682-ARTICLES OF ORGANIZATION

Business & Commercial Services, 250 Victory Building

FILED: 03/25/11, #Pages: 1

### Articles of Organization for Limited Liability Company

Arkansas Secretary of State  
Business Services Division

(PLEASE TYPE OR PRINT CLEARLY IN INK)

The undersigned authorized manager or member or person forming this Limited Liability Company under the Arkansas Limited Liability Company Act, Act 1003 of 1993, adopts the following Articles of Organization of such Limited Liability Company:

- The Name of the Limited Liability Company is : Fidelity Information Services, LLC
- Fidelity Information Services, LLC was converted from Fidelity Information Services, Inc., a corporation incorporated pursuant to the [Arkansas Business Corporation Act of 1987] and such conversion was approved as required by the [Arkansas Business Corporation Act of 1987].
- Address of principal place of business of the Limited Liability Company (Which may be, but not need be, the place of business) shall be: 601 Riverside Avenue, Jacksonville, FL 32204
- The name and address of the registered agent of this company shall be: The Corporation Company  
124 West Capitol Avenue, Suite 1900, Little Rock, AR 72201  
(Physical Street Address) (City, State & Zip)
- If the management of this company is vested in a manager or managers, a statement to that effect must be included in the space provided or by attachment: \_\_\_\_\_

I understand 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.

Executed this 22nd day of March, 2011

[Signature]  
(Signature of person(s) forming the company)

\_\_\_\_\_  
(Signature of person(s) forming the company)

\_\_\_\_\_  
(Signature of person(s) forming the company)

Richard L. Cox  
(Typed or printed name)

\_\_\_\_\_  
(Typed or printed name)

\_\_\_\_\_  
(Typed or printed name)

**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 Advanced Financial Solutions, Inc., an Oklahoma corporation ("AFS") 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.

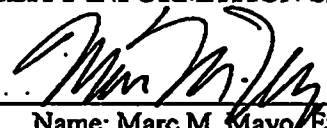
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The undersigned certifies that the merger was approved as required by the surviving organization's governing statute and includes the information required by A.C.A. § 4-32-1208. The undersigned understands that knowingly signing a false document with 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]