

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM507923

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER		
EFFECTIVE DATE:	11/30/2018		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Avocent Fremont, LLC		11/14/2018	Limited Liability Company: CALIFORNIA
RECEIVING PARTY DATA			
Name:	Vertiv IT Systems, Inc.		
Street Address:	4991 Corporate Drive		
City:	Huntsville		
State/Country:	ALABAMA		
Postal Code:	35805		
Entity Type:	Corporation: DELAWARE		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	1817814	CYCLADES	
CORRESPONDENCE DATA			
Fax Number:	2486410270		
<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:	248-641-1600		
Email:	mailroom@hdp.com		
Correspondent Name:	Michael P. Brennan; Lisa M. DuRoss		
Address Line 1:	5445 Corporate Drive		
Address Line 2:	Suite 200		
Address Line 4:	Troy, MICHIGAN 48098		
ATTORNEY DOCKET NUMBER:	6499A-500162		
NAME OF SUBMITTER:	Lisa M. DuRoss		
SIGNATURE:	/LMD/		
DATE SIGNED:	01/30/2019		
Total Attachments: 5			
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Delaware

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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 MERGER, WHICH MERGES:

"AVOCENT FREMONT, LLC", A CALIFORNIA CORPORATION,
WITH AND INTO "VERTIV IT SYSTEMS, INC." UNDER THE NAME OF "VERTIV IT SYSTEMS, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE ON THE FOURTEENTH DAY OF NOVEMBER, A.D. 2018, AT 3:20 O`CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE THIRTIETH DAY OF NOVEMBER, A.D. 2018.

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




Jeffrey W. Bullock, Secretary of State

3189611 8100M
SR# 20187641526

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

Authentication: 203906064
Date: 11-15-18

TRADEMARK
REEL: 006545 FRAME: 0079

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

Pursuant to Title 8, Section 264(c) of the Delaware General Corporation Law, the undersigned corporation executed the following Certificate of Merger:

FIRST: The name of the surviving corporation is Vertiv IT Systems, Inc., a Delaware Corporation, and the name of the limited liability company being merged into this surviving corporation is Avocent Fremont, LLC a (*list jurisdiction*) California limited liability company.

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

THIRD: The name of the surviving corporation is Vertiv IT Systems, Inc.

FOURTH: The merger is to become effective on 11/30/2018.

FIFTH: The Agreement of Merger is on file at c/o Platinum Equity Advisors, LLC
360 N. Crescent Drive, South Building, Beverly Hills, CA 90210,
the place of business of the surviving corporation.

SIXTH: A copy of the Agreement of Merger will be furnished by the corporation on request, without cost, to any stockholder of any constituent corporation or member of any constituent limited liability company.

SEVENTH: The Certificate of Incorporation of the surviving corporation shall be its Certificate of Incorporation.

IN WITNESS WHEREOF, said Corporation has caused this certificate to be signed by an authorized officer, the 14th day of November, A.D., 2018.

By: 
Authorized Officer

Name: Justin Maroldi
Print or Type

Title: Assistant Secretary

2016-27410148

OBE MERG



State of California Secretary of State

FILED *2/18*
Secretary of State
State of California

NOV 21 2018

EFFECTIVE DATE

11-30-18

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.

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1. NAME OF SURVIVING ENTITY Vertiv IT Systems, Inc.	2. TYPE OF ENTITY Corporation	3. CA SECRETARY OF STATE FILE NUMBER C4213072	4. JURISDICTION Delaware
5. NAME OF DISAPPEARING ENTITY Avocent Fremont, LLC	6. TYPE OF ENTITY LLC	7. CA SECRETARY OF STATE FILE NUMBER 201627410148	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.)

SURVIVING ENTITY

DISAPPEARING ENTITY

CLASS AND NUMBER	AND	PERCENTAGE VOTE REQUIRED	CLASS AND NUMBER	AND	PERCENTAGE VOTE REQUIRED
100 Common Stock		100%	100% Membership Interest		100 %

10. IF EQUITY SECURITIES OF A PARENT PARTY ARE TO BE ISSUED IN THE MERGER, CHECK THE APPLICABLE STATEMENT.
 No vote of the shareholders of the parent party was required. 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.

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 1050 Dearborn Drive	CITY AND STATE Columbus, Ohio	ZIP CODE 43085
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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.

14. STATUTORY OR OTHER BASIS UNDER WHICH A FOREIGN OTHER BUSINESS ENTITY IS AUTHORIZED TO EFFECT THE MERGER. Pursuant to Title 8, Section 252 of the Delaware General Corporate Law	15. FUTURE EFFECTIVE DATE, IF ANY <u>11</u> - <u>30</u> - <u>2018</u> (Month) (Day) (Year)
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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	11/20/18 DATE	Sunet K. Agarwal, Vice President and Secretary TYPE OR PRINT NAME AND TITLE OF AUTHORIZED PERSON
 SIGNATURE OF AUTHORIZED PERSON FOR THE SURVIVING ENTITY	11/20/18 DATE	Justin Maroldi, Assistant Secretary TYPE OR PRINT NAME AND TITLE OF AUTHORIZED PERSON
 SIGNATURE OF AUTHORIZED PERSON FOR THE DISAPPEARING ENTITY	11/20/18 DATE	Mary Ann Sigler, Vice President and Treasurer of Vertiv IT Systems, Inc., the managing member of Avocent Fremont, LLC TYPE OR PRINT NAME AND TITLE OF AUTHORIZED PERSON
_____ SIGNATURE OF AUTHORIZED PERSON FOR THE DISAPPEARING ENTITY	_____ DATE	_____ TYPE OR PRINT NAME AND TITLE OF AUTHORIZED PERSON

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: _____

The following agreement is made pursuant to California Corporations Code section 17710.17(f)(1)(2)(3)

1. The Company agrees that it may be served in the State of California in a proceeding for the enforcement of an obligation of Avocent Fremont, LLC and in a proceeding to enforce the rights of any holder of a dissenting interest or dissenting shares in Avocent Fremont, LLC.
2. The Company irrevocably appoints the Secretary of State of the State of California as the Company's agent to receive service of process on behalf of the Company, with such appointment to be effective as of November 30, 2018. The address to which such service of process and correspondence should be sent is:

Vertiv IT Systems, Inc.
1050 Dearborn Drive
Columbus, OH 43085

3. The Company agrees that it will promptly pay the holder of any dissenting interest or dissenting shares in Avocent Fremont, LLC the amount to which that person is entitled under the laws of the State of California.



I hereby certify that the foregoing transcript of 2 page(s) is a full, true and correct copy of the original record in the custody of the California Secretary of State's office.

NOV 29 2018

Date: _____

Alex Padilla

ALEX PADILLA, Secretary of State