

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM510641

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER		
EFFECTIVE DATE:	01/07/2019		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Acquire Web, Inc.		01/07/2019	Corporation: CALIFORNIA
RECEIVING PARTY DATA			
Name:	CLARITAS, LLC		
Street Address:	53 BROWN ROAD		
City:	ITHACA		
State/Country:	NEW YORK		
Postal Code:	14850		
Entity Type:	Limited Liability Company: DELAWARE		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Serial Number:	88098746	ANONYMOUSCRM	
Serial Number:	88143168	AUDIENCEANYWHERE	
CORRESPONDENCE DATA			
Fax Number:	9175229573		
<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:	(212) 735-8683		
Email:	msegui@morrisoncohen.com		
Correspondent Name:	Jessica L. Lipson		
Address Line 1:	909 Third Avenue, 27th Floor		
Address Line 2:	c/o Morrison Cohen LLP		
Address Line 4:	New York, NEW YORK 10022		
ATTORNEY DOCKET NUMBER:	025877-0501(JLipson)		
NAME OF SUBMITTER:	Jessica L. Lipson		
SIGNATURE:	/Jessica L. Lipson /		
DATE SIGNED:	02/19/2019		
Total Attachments: 7			
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Delaware

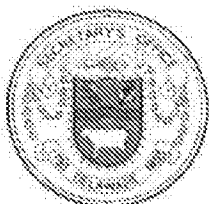
The First State

Page 1

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:

"ACQUIREWEB, INC.", A CALIFORNIA CORPORATION,

WITH AND INTO "CLARITAS, LLC" UNDER THE NAME OF "CLARITAS, LLC", A LIMITED LIABILITY COMPANY ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE ON THE SEVENTH DAY OF JANUARY, A.D. 2019, AT 10:31 O'CLOCK A.M.



6152927 8100M
SR# 20190099794

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

A handwritten signature in black ink, appearing to read "JBULLOCK", written over a horizontal line.

Authentication: 202030522
Date: 01-07-19

TRADEMARK
REEL: 006567 FRAME: 0099

State of Delaware
Secretary of State
Division of Corporations
Delivered 10:31 AM 01/07/2019
FILED 10:31 AM 01/07/2019
SR 2019099794 - File Number 6152927

STATE OF DELAWARE
CERTIFICATE OF MERGER OF
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 of the surviving Limited Liability Company is Claritas, LLC, a Delaware Limited Liability Company and the name of the corporation being merged into this surviving limited liability company is AcquireWeb, Inc., a California Corporation.

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

THIRD: The name of the surviving limited liability company is Claritas, LLC.

FOURTH: For accounting purposes only, the merger is to become effective on January 7, 2019 at 3:01 a.m. EST.

FIFTH: The Agreement of Merger is on file at 8044 Montgomery Road, Suite 455, Cincinnati, Ohio 45236, 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 any constituent limited liability company or stockholder of any constituent corporation.

IN WITNESS WHEREOF, said limited liability company has cause this certificate to be signed by an authorized person, the 7th day of January, A.D., 2019.

/s/ Michael Nazzaro
Name: Michael Nazzaro
Title: Chief Executive Officer

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2425877 OUT

FILED *WJ*
Secretary of State
State of California

JAN 07 2019 *23*

Agreement of Merger

This Agreement of Merger is entered into between Claritax, LLC, a Delaware limited liability company (herein "Surviving Entity") and AcquireWeb, Inc. [a California corporation (herein "Merging Corporation")].

1. Merging Corporation shall be merged into Surviving Entity.
2. Each share of the Merging Corporation shall be converted into the right to receive (A) (i) \$2.410974143 (the "Closing Per Share Price") in cash or, at the prior written election of such holder, (ii) a fraction of a share of common stock, \$0.01 par value per share ("Parent Common Stock"), of the Claritas Holdings, Inc., a Delaware corporation and sole stockholder of the Surviving Entity ("Parent") having a Value equal to the Closing Per Share Price and (B) (i) an amount up to \$2.451581270 in cash conditioned on the achievement of net revenue targets generated during calendar year 2019 as agreed to by the shareholders of the Merging Corporation and the Surviving Entity (the "Earn-Out Per Share Price") or, at the prior written election of such holder, (ii) a fraction of a share of Parent Common Stock having a Value equal to the Earn-Out Per Share Price. For purposes of this Section 2, "Value" shall mean the fair market value of the Parent Common Stock as agreed to by Parent and the duly appointed representative of the shareholders of the Merging Corporation.
3. The outstanding interests of Surviving Entity shall remain outstanding and are not affected by the merger.
4. Merging Corporation shall from time to time, as and when requested by Surviving Entity, execute and deliver all such documents and instruments and take all such action necessary or desirable to evidence or carry out this merger.
5. The effect of the merger and the effective date of the merger are as prescribed by law.

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IN WITNESS WHEREOF the parties have executed this Agreement.

Claritas, LLC



Drew Olian, Manager

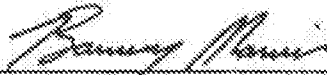


Michael Nazzaro, Manager

AcquireWeb, Inc.



Albert Oadbut, President and Secretary



Barney Marvin, Vice President

TRADEMARK

REEL: 006567 FRAME: 0102

**Certificate of Approval
of
Agreement of Merger**

Albert Gadbut and Barney Marvin certify that:

1. They are the president and secretary and the vice president, respectively, of AcquireWeb, Inc., a California corporation.
2. The principal terms of the Agreement of Merger in the form attached were duly approved by the board of directors and by the shareholders of the corporation by a vote that equaled or exceeded the vote required.
3. The shareholder approval was by 100% of the outstanding shares of the corporation.
4. There is only one class of shares and the number of shares outstanding entitled to vote on the merger is 3,602,500.

We further declare under penalty of perjury under the laws of the State of California that the matters set forth in this certificate are true and correct of our own knowledge.

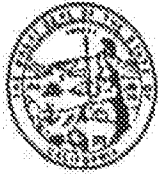
Date: January 7, 2019



Albert Gadbut, President and Secretary



Barney Marvin, Vice President



**State of California
Secretary of State**

OBE MERG

01491508

Certificate of Merger

(California Corporations Code sections

1113(g), 3203(g), 8019.1, 8019.1, 9640, 12540.1, 15911.14, 16915(b) and 17710.14)

IMPORTANT — Read all instructions before completing this form.

This Space For Filing Use Only

1. NAME OF SURVIVING ENTITY Claritas, LLC	2. TYPE OF ENTITY LLC	3. CA SECRETARY OF STATE FILE NUMBER 201701810328	4. JURISDICTION Delaware
5. NAME OF DISAPPEARING ENTITY AcquireWeb, Inc.	6. TYPE OF ENTITY Corporation	7. CA SECRETARY OF STATE FILE NUMBER C2425877	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 Interests		> 50%	3,602,500 Shares of Common Stock		> 50%

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 CITY AND STATE ZIP CODE

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.

The agreement of merger is on file at the place of business of Claritas, LLC at 8044 Montgomery Road, Suite 455, Cincinnati, Ohio 45236

14. STATUTORY OR OTHER BASIS UNDER WHICH A FOREIGN OTHER BUSINESS ENTITY IS AUTHORIZED TO EFFECT THE MERGER.

Delaware Limited Liability Company Act, Section 18-209

15. FUTURE EFFECTIVE DATE, IF ANY

(Month) (Day) (Year)

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.

	1/7/19	Drew Olan, Manager
SIGNATURE OF AUTHORIZED PERSON FOR THE SURVIVING ENTITY	DATE	TYPE OR PRINT NAME AND TITLE OF AUTHORIZED PERSON
	1/7/19	Michael Nazzaro Manager
SIGNATURE OF AUTHORIZED PERSON FOR THE SURVIVING ENTITY	DATE	TYPE OR PRINT NAME AND TITLE OF AUTHORIZED PERSON
	1/7/19	Albert Gadbut, President and Secretary
SIGNATURE OF AUTHORIZED PERSON FOR THE DISAPPEARING ENTITY	DATE	TYPE OR PRINT NAME AND TITLE OF AUTHORIZED PERSON
	1/7/19	Barney Marvin, Vice President
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: _____



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

JAN 07 2019



Date: _____

ALEX PADILLA, Secretary of State