

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM521770

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	04/30/2019

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Ipswitch, Inc.		04/30/2019	Corporation: MASSACHUSETTS

RECEIVING PARTY DATA

Name:	Progress Software Corporation
Street Address:	14 Oak Park Drive
City:	Bedford
State/Country:	MASSACHUSETTS
Postal Code:	01730
Entity Type:	Corporation: DELAWARE

PROPERTY NUMBERS Total: 12

Property Type	Number	Word Mark
Registration Number:	5721925	DEFRAG THIS
Registration Number:	5395029	IMACROS
Registration Number:	3285341	IPSWITCH
Registration Number:	4429964	IPSWITCH
Registration Number:	1682721	MESSAGEWAY
Registration Number:	2836489	MOVE IT
Registration Number:	4449901	MOVEIT
Registration Number:	2615695	ULTRAADMIN
Registration Number:	3819575	WHATSCONFIGURED
Registration Number:	3617374	WHATSCONNECTED
Registration Number:	2059115	WHATSUP
Registration Number:	3634583	WS_FTP

CORRESPONDENCE DATA

Fax Number: 7812804541

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: 781-280-4000

Email: trademarks@progress.com

TRADEMARK

Correspondent Name: Shawna Sheehan
Address Line 1: 14 Oak Park Drive
Address Line 4: Bedford, MASSACHUSETTS 01730

NAME OF SUBMITTER: Shawna Sheehan

SIGNATURE: /shawna sheehan/

DATE SIGNED: 05/02/2019

Total Attachments: 4

source=DE-Certificate of Ownership-Merging Ipswitch, Inc. into Progress Software Corporation (4-30-19)#page1.tif
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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:

"IPSWITCH, INC.", A MASSACHUSETTS CORPORATION, WITH AND INTO "PROGRESS SOFTWARE CORPORATION" UNDER THE NAME OF "PROGRESS SOFTWARE CORPORATION", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE ON THE FIRST DAY OF MAY, A.D. 2019, AT 10:35 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

5743582 8100M
SR# 20193397889

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

Authentication: 202749197
Date: 05-02-19

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CERTIFICATE OF OWNERSHIP AND MERGER

MERGING

IPSWITCH, INC.

WITH AND INTO

PROGRESS SOFTWARE CORPORATION

Pursuant to Section 253 of the Delaware General Corporation Law (the "DGCL"), Progress Software Corporation (the "Corporation"), a Delaware corporation, does hereby certify to the following information relating to the merger (the "Merger") of Ipswitch, Inc., a Massachusetts 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 capital stock of the Subsidiary.
2. The Board of Directors of the Corporation, by resolutions duly adopted on April 29, 2019 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 Ownership and Merger and the Merger shall become effective upon the filing of such Certificate of Ownership and Merger with the Delaware Secretary of State.

IN WITNESS WHEREOF, the Corporation has caused this Certificate of Ownership and Merger to be signed by an authorized officer, the 30th of April, 2019.

PROGRESS SOFTWARE CORPORATION

By: 
Name: Stephen H. Faberman
Title: Chief Legal Officer

EXHIBIT A

BOARD RESOLUTIONS

WHEREAS, the Corporation owns all of the issued and outstanding shares of each class of capital stock of Ipswitch, Inc., a Massachusetts corporation (the "Subsidiary");

WHEREAS, the Board deems it to be advisable and in the best interests of the Corporation that the Corporation merge the Subsidiary with and into the Corporation; and

WHEREAS, in connection with the merger of the Subsidiary with and into the Corporation, the Corporation desires to enter into an Agreement and Plan of Merger (substantially in the form as described to the Board, the "Agreement and Plan of Merger").

NOW THEREFORE BE IT:

Merger Approvals

RESOLVED, that the Subsidiary be merged with and into the Corporation pursuant to Section 253 of the Delaware General Corporation Law and Section 11.02 of Chapter 156D of the Massachusetts General Laws (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 further

RESOLVED, that the President and Chief Executive Officer of the Corporation, the Chief Financial Officer of the Corporation and the Chief Legal Officer and Secretary of the Corporation (each such person, an "Authorized Officer") be, and each of them hereby is, authorized to prepare and execute (i) a Certificate of Ownership and Merger with respect to the Merger setting forth a copy of these resolutions, and to file such Certificate of Ownership and Merger with the Secretary of State of the State of Delaware and pay any fees related to such filing and (ii) Articles of Merger with respect to the Merger, and to file such Articles of Merger with the Secretary of the Commonwealth of the Commonwealth of Massachusetts and pay any fees related to such filing; and further

RESOLVED, that the Agreement and Plan of Merger is adopted and approved in all respects; and further

RESOLVED, that the Authorized Officers be, and each of them hereby is, authorized to execute and deliver the Agreement and Plan of Merger in the name and on behalf of the Corporation, with such additions, deletions or changes therein as the Authorized Officers executing the same shall approve (the execution and delivery thereof by any such Authorized Officer to be conclusive evidence of his or her approval of any such additions, deletions or changes); and further

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General Resolutions

RESOLVED, that 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; to pay or cause to be paid all expenses; and 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.

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