

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM525050

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	CHANGE OF NAME		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Shopkeep.com, Inc.		01/10/2017	Corporation:
RECEIVING PARTY DATA			
Name:	Shopkeep, Inc.		
Street Address:	460 Park Ave South, 7th Fl.		
City:	New York		
State/Country:	NEW YORK		
Postal Code:	10016		
Entity Type:	Corporation: DELAWARE		
PROPERTY NUMBERS Total: 12			
Property Type	Number	Word Mark	
Registration Number:	3936441	SHOPKEEP	
Registration Number:	4370734	SHOPKEEPPOS	
Registration Number:	4376632	SHOPKEEPPOS	
Registration Number:	4255385	CLEAR INSIGHT	
Registration Number:	4730411	COUNTER CULTURE	
Registration Number:	4774151		
Registration Number:	5142296	SHOPKEEP POCKET	
Registration Number:	5436589	SHOPKEEP POCKET	
Registration Number:	5436590		
Registration Number:	5142297		
Registration Number:	4175232	SK	
Registration Number:	5326037	SERVERLESS SYNC	
CORRESPONDENCE DATA			
Fax Number:	6463492782		
<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:	212 481 8686 x1		
Email:	ted@sabety.net		
Correspondent Name:	ted sabety		
Address Line 1:	733 Third Ave 15th FL		
TRADEMARK			

OP \$315.00 3936441

Address Line 4:	New York, NEW YORK 10022
NAME OF SUBMITTER:	teds sabety
SIGNATURE:	/ts/
DATE SIGNED:	05/26/2019
Total Attachments: 4 source=SKNameChangeDelPapers#page1.tif source=SKNameChangeDelPapers#page2.tif source=SKNameChangeDelPapers#page3.tif source=SKNameChangeDelPapers#page4.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 AMENDMENT OF "SHOPKEEP.COM INC.", FILED IN THIS OFFICE ON THE TENTH DAY OF JANUARY, A.D. 2017, AT 5:23 O`CLOCK P.M.

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




Jeffrey W. Bullock, Secretary of State

4815469 8100
SR# 20170157972

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

Authentication: 201850458
Date: 01-10-17

TRADEMARK
REEL: 006653 FRAME: 0619

**CERTIFICATE OF AMENDMENT TO THE
AMENDED AND RESTATED CERTIFICATE OF INCORPORATION**

OF

SHOPKEEP.COM INC.

Pursuant to Section 242
of the General Corporation Law of
the State of Delaware

ShopKeep.com Inc. (hereinafter called the "**Company**"), organized and existing under and by virtue of the General Corporation Law of the State of Delaware, does hereby certify as follows:

By unanimous written consent of the Board of Directors of the Company a resolution was duly adopted, pursuant to Section 242 of the General Corporation Law of the State of Delaware, setting forth an amendment to the Certificate of Incorporation of the Company and declaring said amendment to be advisable. The stockholders of the Company duly approved said proposed amendment by written consent in accordance with Sections 228 and 242 of the General Corporation Law of the State of Delaware, and written notice of such consent will be given to all stockholders who have not consented in writing to said amendment. The resolution setting forth the amendment is as follows:

RESOLVED: That Article I of the Amended and Restated Certificate of Incorporation of the Company be and hereby is deleted in its entirety and the following Article I is inserted in lieu thereof:

"The name of this corporation is ShopKeep Inc. (the "**Company**")."

RESOLVED, that Article IV Section A of the Amended and Restated Certificate of Incorporation be amended and restated in its entirety to read as follows:

"The Company is authorized to issue two classes of stock to be designated, respectively, "**Common Stock**" and "**Preferred Stock**." The total number of shares which the Company is authorized to issue is 70,950,918, 46,451,502 shares of which shall be Common Stock (the "**Common Stock**") and 24,499,416 shares of which shall be Preferred Stock (the "**Preferred Stock**"). The Common Stock and the Preferred Stock shall each have a par value of \$0.001 per share."

RESOLVED, that Article IV Section C of the Amended and Restated Certificate of Incorporation be amended and restated in its entirety to read as follows:

"3,011,062 of the authorized shares of Preferred Stock are hereby designated "*Series A Convertible Preferred Stock*" (the "*Series A Preferred*"), 6,644,794 of the authorized shares of Preferred Stock are hereby designated "*Series B Convertible Preferred Stock*" (the "*Series B Preferred*"), 6,331,608 of the authorized shares of Preferred Stock are hereby designated "*Series C Convertible Preferred Stock*" (the "*Series C Preferred*"), and 8,511,952 of the authorized shares of Preferred Stock are hereby designated "*Series D Convertible Preferred Stock*" (the "*Series D Preferred*", and collectively with the Series A Preferred, the Series B Preferred and the Series C Preferred, the "*Preferred Stock*").

[REMAINDER OF PAGE INTENTIONALLY LEFT BLANK]

IN WITNESS WHEREOF, the Corporation has caused this Certificate of Amendment to be executed by its President this 10th day of January, 2017.

SHOPKEEP.COM INC.

By 
Michael DeSimone
President