

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
 Stylesheet Version v1.2

ETAS ID: TM534237

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER		
EFFECTIVE DATE:	12/23/2014		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Locu, Inc.		12/23/2014	Corporation: DELAWARE
RECEIVING PARTY DATA			
Name:	Outright Inc.		
Street Address:	14455 N Hayden Road		
City:	Scottsdale		
State/Country:	ARIZONA		
Postal Code:	85260		
Entity Type:	Corporation: DELAWARE		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	4287612	LOCU	
CORRESPONDENCE DATA			
Fax Number:			
<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>			
Email:	oreoluwa@godaddy.com		
Correspondent Name:	Oreoluwa Fatimilehin		
Address Line 1:	14455 N Hayden Road		
Address Line 4:	Scottsdale, ARIZONA 85260		
NAME OF SUBMITTER:	Jessica Hately		
SIGNATURE:	/Jessica Hately/ssb/		
DATE SIGNED:	07/30/2019		
Total Attachments: 3			
source=1-Outright - Locu DE Certificate of Ownership & Merger - signed#page1.tif			
source=1-Outright - Locu DE Certificate of Ownership & Merger - signed#page2.tif			
source=1-Outright - Locu DE Certificate of Ownership & Merger - signed#page3.tif			

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**CERTIFICATE OF OWNERSHIP AND MERGER
MERGING
LOCU, INC.
WITH AND INTO
OUTRIGHT INC.**

Pursuant to Title 8, Section 253 of the Delaware General Corporation Law (the "DGCL"), Outright Inc., a Delaware corporation (the "Company"), does hereby certify to the following information relating to the merger (the "Merger") of Locu, Inc., a Delaware corporation (the "Subsidiary") with and into the Company, with the Company remaining as the surviving corporation:

1. The Company owns all of the outstanding shares of each class of capital stock of the Subsidiary.
2. The Board of Directors of the Company, by resolutions duly adopted by unanimous written consent on December 23, 2014 and attached hereto as Exhibit A, determined to merge the Subsidiary with and into the Company pursuant to Section 253 of the DGCL.
3. The Company shall be the surviving corporation of the Merger.
4. The Certificate of Incorporation of the Company, as in effect immediately prior to the Merger, shall be the Certificate of Incorporation of the surviving corporation.
5. 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 Company has caused this Certificate of Ownership and Merger to be signed by an authorized officer, this 23rd day of December, 2014.

OUTRIGHT INC.

Nima Jacobs Kelly

By: _____
Nima Kelly
Secretary

**EXHIBIT A
BOARD RESOLUTIONS
LOCU, INC. MERGER**

WHEREAS, Outright Inc., a Delaware corporation (the "Company"), owns all of the issued and outstanding shares of each class of capital stock of Locu, Inc., a Delaware corporation (the "Subsidiary"); and

WHEREAS, it is deemed advisable and in the best interest of the Company that the Company merge the Subsidiary with and into the Company (the "Merger").

RESOLVED, that the Subsidiary be merged with and into the Company pursuant to Section 253 of the Delaware General Corporation Law, so that the separate existence of the Subsidiary shall cease as soon as the Merger shall become effective, and the Company shall continue as the surviving corporation;

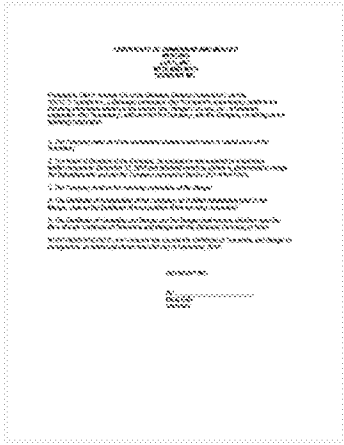
RESOLVED FURTHER, that by virtue of the Merger, the Company will acquire all of the assets, estate, property, rights, privileges and franchises of the Subsidiary and assume all of the liabilities and obligations of the Subsidiary;

RESOLVED FURTHER, that each share of common stock of the Subsidiary, issued and outstanding immediately prior to the effectiveness of the Merger shall, by virtue of the Merger and without any action on the part of the holders thereof, automatically be cancelled and retired and shall cease to exist;

RESOLVED FURTHER, that the Company, on the date of the adoption of these resolutions and at all times until the receipt of the Subsidiary's assets in complete cancellation or redemption of all its stock, meets the requirements of Internal Revenue Code ("IRC") section 1504(a)(2). Therefore, the plan set forth in these resolutions constitutes a plan of complete liquidation of the Subsidiary under IRC sections 332 and 337;

RESOLVED FURTHER, that any Officer of the Company (each such person, an "Authorized Officer") be, and each of them hereby is, authorized to prepare and execute a Certificate of Ownership and Merger setting forth a copy of these resolutions, and to file the Certificate of Ownership and Merger with the Secretary of State of Delaware and pay any fees related to such filing; and

RESOLVED FURTHER, that each of 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 Company, and if requested or required, under its corporate seal duly attested by the Secretary; to pay or cause to be paid all expenses; 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.



Outright - Locu DE Certificate of Ownership & Merger

EchoSign Document History

December 23, 2014

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“Outright - Locu DE Certificate of Ownership & Merger” History

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RECORDED: 07/30/2019

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