

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM535739

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	MERGER		
<b>EFFECTIVE DATE:</b>	07/31/2019		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Codeship Inc.		07/30/2019	Corporation: DELAWARE
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Cloudbees, Inc.		
<b>Street Address:</b>	16192 Coastal Highway		
<b>City:</b>	Lewes		
<b>State/Country:</b>	DELAWARE		
<b>Postal Code:</b>	19958		
<b>Entity Type:</b>	Corporation: DELAWARE		
<b>PROPERTY NUMBERS Total: 2</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	4847367	CODESHIP	
<b>Registration Number:</b>	4834791	CODESHIP	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	6173417701		
<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>			
<b>Phone:</b>	6179518000		
<b>Email:</b>	jennifer.kagan@morganlewis.com		
<b>Correspondent Name:</b>	Jennifer Kagan, Paralegal		
<b>Address Line 1:</b>	One Federal Street		
<b>Address Line 2:</b>	Morgan, Lewis & Bockius LLP		
<b>Address Line 4:</b>	Boston, MASSACHUSETTS 02110		
<b>ATTORNEY DOCKET NUMBER:</b>	107757-0001		
<b>NAME OF SUBMITTER:</b>	Jennifer Kagan, Paralegal		
<b>SIGNATURE:</b>	/jenniferkagan/		
<b>DATE SIGNED:</b>	08/07/2019		
<b>Total Attachments: 4</b>			
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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 OWNERSHIP, WHICH MERGES:

"CODESHIP INC.", A DELAWARE CORPORATION,  
WITH AND INTO "CLOUDBEES, INC." UNDER THE NAME OF  
"CLOUDBEES, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER  
THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS  
OFFICE ON THE THIRTIETH DAY OF JULY, A.D. 2019, AT 9:43 O`CLOCK  
P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF  
THE AFORESAID CERTIFICATE OF OWNERSHIP IS THE THIRTY-FIRST DAY  
OF JULY, A.D. 2019 AT 11:59 O`CLOCK P.M.



  
Jeffrey W. Bullock, Secretary of State

4796977 8100M  
SR# 20196241249

You may verify this certificate online at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)

Authentication: 203319301  
Date: 07-31-19

**TRADEMARK**  
**REEL: 006715 FRAME: 0291**

State of Delaware  
Secretary of State  
Division of Corporations  
Delivered 09:43 PM 07/30/2019  
FILED 09:43 PM 07/30/2019  
SR 20196241249 - File Number 4796977

**CERTIFICATE OF OWNERSHIP AND MERGER**

**CODESHIP INC.**  
a Delaware corporation

**MERGING WITH AND INTO**

**CLOUDBEES, INC.,**  
a Delaware corporation

**(Pursuant to Section 253 of the Delaware General Corporation Law)**

CloudBees, Inc., a corporation incorporated on March 9, 2010 under the name Cloud Bees, Inc. and existing under the laws of the State of Delaware (the "Corporation") DOES HEREBY CERTIFY THAT:

FIRST: The Corporation is organized pursuant to the provisions of the Delaware General Corporation Law (the "DGCL").

SECOND: The Corporation owns 100% of the issued and outstanding capital stock of Codeship Inc., a corporation organized on February 6, 2013, pursuant to the provisions of the DGCL (the "Subsidiary").

THIRD: Acting by unanimous written consent, the Board of Directors of the Corporation determined to merge with and into itself said Subsidiary and assume all of its respective liabilities and obligations (the "Merger"), and duly adopted the resolutions attached hereto as Exhibit A on July 30, 2019.

FOURTH: The effective time of this Merger shall be 11:59 PM on July 31, 2019.

*[SIGNATURE PAGE FOLLOWS]*

IN WITNESS WHEREOF, CloudBees, Inc. has caused this Certificate of Ownership and Merger to be executed in its corporate name as of July 30, 2019.

**CLOUDBEES, INC.**

By: /s/ Sacha Labourey

Name: Sacha Labourey

Title: Chief Executive Officer

**Exhibit A**

**Resolutions**

**WHEREAS:** The Corporation lawfully owns 100% of the issued and outstanding capital stock of Codeship Inc., a Delaware corporation (the "Subsidiary");

**WHEREAS:** The Corporation desires to merge with and into itself the Subsidiary, and to be possessed of all the estate, property, rights, privileges and franchises of the Subsidiary (the "Merger");

**WHEREAS:** At the time of Merger, all the properties, rights, privileges and powers of the Subsidiary, including all intellectual property and assets of the Subsidiary, shall vest in the Corporation, as the surviving entity, and all debts, liabilities, obligations and duties of the Subsidiary shall become the debts, liabilities, obligations and duties of the Corporation, as the surviving entity;

**WHEREAS:** For US federal income tax purposes, the parties intend that the Merger constitute a tax-free liquidation within the meaning of Section 332 of the Internal Revenue Code of 1986, as amended; and

**WHEREAS:** The Board has been presented with, and reviewed the terms of, a Certificate of Ownership and Merger to be filed in connection with the Merger (the "Certificate of Ownership and Merger").

NOW, THEREFORE, BE IT,

**RESOLVED:** That the Merger is deemed advisable, and in the best interests of, the Corporation and its stockholders.

**RESOLVED:** That the Merger be, and it hereby is, accepted, approved, authorized and adopted in all respects.

**RESOLVED:** That the Certificate of Ownership and Merger, substantially in the form presented to the Board, be, and they hereby are, accepted, approved and authorized and that the officers of the Corporation be, and each of them hereby is, directed to make and execute the Certificate of Ownership and Merger and to file the Certificate of Ownership and Merger in the office of the Secretary of State of Delaware.

**RESOLVED:** That the officers of the Corporation be, and each of them hereby is, authorized and directed for and in the name of and on behalf of the Corporation, to make such filings and applications, to execute and deliver such agreements, documents, certificates and instruments and to do such acts as such officers deem necessary or appropriate to effect the purpose and intent of the resolutions above and the transactions contemplated thereby.

**RESOLVED:** That the officers of the Corporation be, and they hereby are, authorized and directed to do all acts and things whatsoever, whether within or without the State of Delaware, which may be in any way necessary or proper to effect the Merger.