

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM536875

<b>SUBMISSION TYPE:</b>	RESUBMISSION
<b>NATURE OF CONVEYANCE:</b>	MERGER
<b>EFFECTIVE DATE:</b>	10/19/2018
<b>RESUBMIT DOCUMENT ID:</b>	900507735

## CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Aptrinsic, Inc.		10/19/2018	Corporation: DELAWARE

## RECEIVING PARTY DATA

<b>Name:</b>	Gainsight, Inc.
<b>Street Address:</b>	655 Montgomery Street, 7th Floor
<b>City:</b>	San Francisco
<b>State/Country:</b>	CALIFORNIA
<b>Postal Code:</b>	94111
<b>Entity Type:</b>	Corporation: DELAWARE

## PROPERTY NUMBERS Total: 4

Property Type	Number	Word Mark
<b>Registration Number:</b>	5455020	APTRINSIC
<b>Registration Number:</b>	5409393	PRODUCT QUALIFIED LEADS
<b>Registration Number:</b>	5343015	PRODUCT MAPPER
<b>Registration Number:</b>	5343014	PRODUCT FEATURE TREE

## CORRESPONDENCE DATA

## Fax Number:

*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: 317-236-1313  
 Email: sharrell@btlaw.com  
 Correspondent Name: Sarah P. Harrell  
 Address Line 1: 11 S. Meridian St.  
 Address Line 4: Indianapolis, INDIANA 46204

<b>ATTORNEY DOCKET NUMBER:</b>	79584-1
<b>NAME OF SUBMITTER:</b>	Sarah P. Harrell
<b>SIGNATURE:</b>	/sharrell/
<b>DATE SIGNED:</b>	08/16/2019

**Total Attachments: 8**

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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:

"ARIES MERGER CORPORATION", A DELAWARE CORPORATION, WITH AND INTO "APTRINSIC, INC." UNDER THE NAME OF "APTRINSIC, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE ON THE NINETEENTH DAY OF OCTOBER, A.D. 2018, AT 8:28 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

6144924 8100M  
SR# 20187238035

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

Authentication: 203650005  
Date: 10-19-18

TRADEMARK  
REEL: 006721 FRAME: 0310

**CERTIFICATE OF MERGER**

**MERGING**

**ARIES MERGER CORPORATION,  
A DELAWARE CORPORATION**

**WITH AND INTO**

**APTRINSIC, INC.,  
A DELAWARE CORPORATION**

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Pursuant to Section 251 of the General Corporation Law of the State of Delaware

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Aptrinsic, Inc., a Delaware corporation (the "**Company**"), does hereby certify as follows:

**FIRST:** Each of the constituent corporations, the Company and Aries Merger Corporation, a Delaware corporation ("**Merger Sub**"), is a corporation duly organized and existing under the laws of the State of Delaware.

**SECOND:** An Agreement and Plan of Reorganization, dated as of October 19, 2018 (the "**Merger Agreement**"), by and among Gainsight, Inc., a Delaware corporation, Merger Sub, Aries Merger LLC, a Delaware limited liability company, the Company and Fortis Advisors LLC, a Delaware limited liability company, as stockholder representative, setting forth the terms and conditions of the merger of Merger Sub with and into the Company (the "**Merger**"), has been approved, adopted, executed and acknowledged by each of the constituent corporations in accordance with Section 251 of the Delaware General Corporation Law.

**THIRD:** The Company shall be the surviving corporation after the Merger (the "**Surviving Corporation**"), and the name of the Surviving Corporation shall be Aptrinsic, Inc.

**FOURTH:** The Certificate of Incorporation of the Surviving Corporation is amended and restated in its entirety to read as set forth on Exhibit A.

**FIFTH:** An executed copy of the Merger Agreement is on file at the principal place of business of the Surviving Corporation at the following address:

Aptrinsic, Inc.  
c/o Gainsight, Inc.  
1400 Bridge Pkwy #101  
Redwood City, CA 94065

**SIXTH:** A copy of the Merger Agreement will be furnished by the Surviving Corporation, on request and without cost, to any stockholder of either constituent corporation.

**SEVENTH:** The Merger is to become effective upon the filing of this Certificate of Merger.

IN WITNESS WHEREOF, the Company has caused this Certificate of Merger to be executed in its corporate name as of October 19, 2018.

**APTRINSIC, INC.**

By: /s/Michael Alon  
Name: Michael Alon  
Title: Chief Executive Officer

**Exhibit A**

**AMENDED AND RESTATED CERTIFICATE OF INCORPORATION  
OF  
APTRINSIC, INC.**

**ARTICLE I**

The name of the corporation is Aprinsic, Inc. (the "Company").

**ARTICLE II**

The address of the Company's registered office in the State of Delaware is 3500 South DuPont Highway, in the city of Dover, County of Kent, 19901. The name of the registered agent at such address is Incorporating Services, Ltd.

**ARTICLE III**

The purpose of the Company is to engage in any lawful act or activity for which corporations may be organized under the Delaware General Corporation Law, as the same exists or as may hereafter be amended from time to time.

**ARTICLE IV**

This Company is authorized to issue one class of shares to be designated Common Stock. The total number of shares of Common Stock the Company has authority to issue is 1,000 with par value of \$0.0001 per share.

**ARTICLE V**

In furtherance and not in limitation of the powers conferred by statute, the board of directors of the Company is expressly authorized to make, alter, amend or repeal the bylaws of the Company.

**ARTICLE VI**

Elections of directors need not be by written ballot unless otherwise provided in the bylaws of the Company.

**ARTICLE VII**

To the fullest extent permitted by the Delaware General Corporation Law, as the same exists or as may hereafter be amended from time to time, a director of the Company shall not be personally liable to the Company or its stockholders for monetary damages for breach of fiduciary duty as a director. If the Delaware General Corporation Law is amended to authorize corporate action further eliminating or limiting the personal liability of directors, then the liability of a director of the Company shall be eliminated or limited to the fullest extent permitted by the Delaware General Corporation Law, as so amended.

Neither any amendment nor repeal of this Article, nor the adoption of any provision of this Certificate of Incorporation inconsistent with this Article, shall eliminate or reduce the effect of this Article in respect of

any matter occurring, or any cause of action, suit or claim accruing or arising or that, but for this Article, would accrue or arise, prior to such amendment, repeal or adoption of an inconsistent provision.

#### **ARTICLE VIII**

Subject to any provisions in the bylaws of the Company related to indemnification of directors or officers of the Company, the Company shall indemnify, to the fullest extent permitted by applicable law, any person who was or is a party or is threatened to be made a party to any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative (a "Proceeding") by reason of the fact that he or she is or was a director, officer, employee or agent of the Company or is or was serving at the request of the Company as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise (including any predecessor-in-interest to the Company), including service with respect to employee benefit plans, against expenses (including attorneys' fees), judgments, fines and amounts paid in settlement actually and reasonably incurred by such person in connection with any such Proceeding. The Company shall be required to indemnify a person in connection with a Proceeding initiated by such person only if the Proceeding was authorized by the Board.

The Company shall have the power to indemnify, to the extent permitted by the Delaware General Corporation Law, as it presently exists or may hereafter be amended from time to time, any person who was or is a party or is threatened to be made a party to any Proceeding by reason of the fact that he or she is or was a director, officer, employee or agent of the Company or is or was serving at the request of the Company as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise (including any predecessor-in-interest to the Company), including service with respect to employee benefit plans, against expenses (including attorneys' fees), judgments, fines and amounts paid in settlement actually and reasonably incurred by such person in connection with any such Proceeding.

A right to indemnification or to advancement of expenses arising under a provision of this Amended and Restated Certificate of Incorporation or a bylaw of the Company shall not be eliminated or impaired by an amendment to this Amended and Restated Certificate of Incorporation or the bylaws of the Company after the occurrence of the act or omission that is the subject of the civil, criminal, administrative or investigative action, suit or proceeding for which indemnification or advancement of expenses is sought, unless the provision in effect at the time of such act or omission explicitly authorizes such elimination or impairment after such action or omission has occurred.

#### **ARTICLE IX**

Except as provided in ARTICLE VII and ARTICLE VIII above, the Company reserves the right to amend, alter, change or repeal any provision contained in this Amended and Restated Certificate of Incorporation, in the manner now or hereafter prescribed by statute, and all rights conferred upon stockholders herein are granted subject to this reservation.

# 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:

"APTRINSIC, INC.", A DELAWARE CORPORATION,  
WITH AND INTO "ARIES MERGER LLC" UNDER THE NAME OF  
"APTRINSIC 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 TWENTY-SECOND DAY OF OCTOBER,  
A.D. 2018, AT 8:15 O`CLOCK A.M.

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



  
Jeffrey W. Bullock, Secretary of State

7108959 8100M  
SR# 20187241471

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

Authentication: 203658342  
Date: 10-22-18

TRADEMARK  
REEL: 006721 FRAME: 0315



**CERTIFICATE OF MERGER**

**MERGING**

**APTRINSIC, INC.  
A DELAWARE CORPORATION**

**WITH AND INTO**

**ARIES MERGER LLC  
A DELAWARE LIMITED LIABILITY COMPANY**

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Pursuant to Section 264 of the General Corporation Law of the State of Delaware and  
Section 18-209 of the Limited Liability Company Act of the State of Delaware

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Aries Merger LLC, a Delaware limited liability company (the "**LLC**"), does hereby certify as follows:

**FIRST:** The LLC is a Delaware limited liability company duly organized and existing under the laws of the State of Delaware and Aprinsic, Inc., a Delaware corporation (the "**Company**"), is a corporation duly organized and existing under the laws of the State of Delaware.

**SECOND:** An Agreement and Plan of Reorganization, dated as of October 19, 2018 (the "**Merger Agreement**"), by and among Gainsight, Inc., a Delaware corporation, Aries Merger Corporation, a Delaware corporation, LLC, the Company and Fortis Advisors LLC, a Delaware limited liability company, as stockholder representative, setting forth the terms and conditions of the merger of the Company with and into the LLC (the "**Merger**"), has been approved, adopted, certified, executed and acknowledged by the LLC and the Company.

**THIRD:** The LLC shall be the surviving company in the Merger (the "**Surviving LLC**"), and the name of the Surviving LLC shall be Aries Merger LLC, which name shall be amended as set forth in Article Fourth below.

**FOURTH:** The Certificate of Formation of the Surviving LLC shall be amended to change the name of the Surviving LLC to Aprinsic LLC.

**FIFTH:** An executed copy of the Merger Agreement is on file at the principal place of business of the Surviving LLC at the following address:

Aprinsic LLC  
c/o Gainsight, Inc.  
1400 Bridge Pkwy #101  
Redwood City, CA 94065

**SIXTH:** A copy of the Merger Agreement will be furnished by the Surviving LLC, on request and without cost, to any stockholder of the Company or any member of LLC.

**SEVENTH:** The Merger is to become effective upon the filing of this Certificate of Merger.

IN WITNESS WHEREOF, Aries Merger LLC has caused this Certificate of Merger to be executed in its corporate name as of October 19, 2018.

**ARIES MERGER LLC**

By: Gainsight, Inc., a Delaware corporation  
Sole Member

By: /s/ Igor Beckerman  
Name: Igor Beckerman  
Title: Chief Financial Officer

[SIGNATURE PAGE TO ARIES MERGER LLC CERTIFICATE OF MERGER]