

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM544713

| | |
|------------------------------|---------------------------|
| SUBMISSION TYPE: | NEW ASSIGNMENT |
| NATURE OF CONVEYANCE: | MERGER AND CHANGE OF NAME |
| EFFECTIVE DATE: | 09/30/2019 |

CONVEYING PARTY DATA

| Name | Formerly | Execution Date | Entity Type |
|------------------|----------|----------------|-------------------------------------|
| TRAFFICWARE, LLC | | 09/30/2019 | Limited Liability Company: TEXAS |

NEWLY MERGED ENTITY DATA

| Name | Execution Date | Entity Type |
|-------------------------|----------------|--------------------|
| Trafficware Group, Inc. | 09/30/2019 | Corporation: TEXAS |

MERGED ENTITY'S NEW NAME (RECEIVING PARTY)

| | |
|------------------------|-----------------------|
| Name: | CUBIC ITS, INC. |
| Street Address: | 5650 Kearny Mesa Road |
| City: | San Diego |
| State/Country: | CALIFORNIA |
| Postal Code: | 92111 |
| Entity Type: | Corporation: TEXAS |

PROPERTY NUMBERS Total: 4

| Property Type | Number | Word Mark |
|----------------------|---------|--------------|
| Registration Number: | 2279263 | SIMTRAFFIC |
| Registration Number: | 2452322 | TRAFFICWARE |
| Registration Number: | 2277968 | SYNCHRO |
| Registration Number: | 3852591 | SYNCHROGREEN |

CORRESPONDENCE DATA

Fax Number: 6197026859

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: 6196853055

Email: usdocketing@scmv.com

Correspondent Name: Seltzer Caplan McMahon Vitek

Address Line 1: 750 B Street, Suite 2100

Address Line 4: San Diego, CALIFORNIA 92101

NAME OF SUBMITTER: E Jenkins

TRADEMARK

| | |
|--|------------|
| SIGNATURE: | /EJJ/ |
| DATE SIGNED: | 10/10/2019 |
| Total Attachments: 7 source=MERGER AND NAME CHANGE#page1.tif source=MERGER AND NAME CHANGE#page2.tif source=MERGER AND NAME CHANGE#page3.tif source=MERGER AND NAME CHANGE#page4.tif source=MERGER AND NAME CHANGE#page5.tif source=MERGER AND NAME CHANGE#page6.tif source=MERGER AND NAME CHANGE#page7.tif | |



Office of the Secretary of State

CERTIFICATE OF MERGER

The undersigned, as Secretary of State of Texas, hereby certifies that a filing instrument merging

Trafficware, LLC
Domestic Limited Liability Company (LLC)
[File Number: 801510859]

Trafficware Data Services, LLC
Foreign Limited Liability Company (LLC)
Delaware, USA
[Entity not of Record, Filing Number Not Available]

Into

Cubic ITS, Inc. [Prior Name : Trafficware Group, Inc.]
Domestic For-Profit Corporation
[File Number: 46445800]

and Restating the Certificate of Formation of

Cubic ITS, Inc.

has been received in this office and has been found to conform to law.

Accordingly, the undersigned, as Secretary of State, and by the virtue of the authority vested in the secretary by law, hereby issues this certificate evidencing the acceptance and filing of the merger on the date shown below.

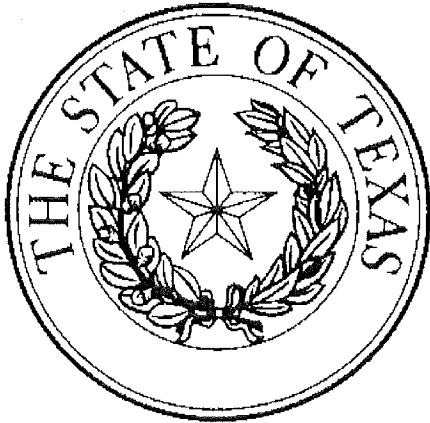
Dated: 09/30/2019

Effective: 09/30/2019

Come visit us on the internet at <https://www.sos.texas.gov/>



Office of the Secretary of State



A handwritten signature in black ink, appearing to read "Ruth R. Hughs".

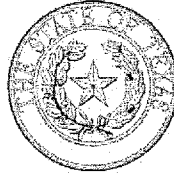
Ruth R. Hughs
Secretary of State

Form 622

(Revised 12/15)

Return in duplicate to:
Secretary of State
P.O. Box 13697
Austin, TX 78711-3697
512 463-5555
FAX: 512 463-5709

Filing Fee: see instructions



This space reserved for office use.

**Certificate of Merger
Combination Merger
Business Organizations Code**

Parties to the Merger

Pursuant to chapter 10 of the Texas Business Organizations Code, and the title applicable to each domestic filing entity identified below, the undersigned parties submit this certificate of merger.

The name, organizational form, state of incorporation or organization, and file number, if any, issued by the secretary of state for each organization that is a party to the merger are as follows:

Party 1

Trafficware Group, Inc.

Name of Organization

The organization is a corporation It is organized under the laws of
Specify organizational form (e.g., for-profit corporation)

TX USA The file number, if any, is 46445800
State Country Texas Secretary of State file number

Its principal place of business is 522 Gillingham Lane Sugar Land TX
Address City State

The organization will survive the merger. The organization will not survive the merger.

The plan of merger amends the name of the organization. The new name is set forth below.

Cubic ITS, Inc.

Name as Amended

Party 2

Trafficware, LLC

Name of Organization

The organization is a limited liability company It is organized under the laws of
Specify organizational form (e.g., for-profit corporation)

TX USA The file number, if any, is 801510859
State Country Texas Secretary of State file number

Its principal place of business is 522 Gillingham Lane Sugar Land TX
Address City State

The organization will survive the merger. The organization will not survive the merger.

The plan of merger amends the name of the organization. The new name is set forth below.

Name as Amended

Party 3

Trafficware Data Services, LLC

Name of Organization

The organization is a limited liability company It is organized under the laws of
Specify organizational form (e.g., for-profit corporation)

DE USA The file number, if any, is _____
State Country Texas Secretary of State file number
Its principal place of business is 522 Gillingham Lane Sugar Land TX
Address City State

- The organization will survive the merger. The organization will not survive the merger.
 The plan of merger amends the name of the organization. The new name is set forth below.

Name as Amended

Plan of Merger

- The plan of merger is attached.

If the plan of merger is not attached, the following statements must be completed.

Alternative Statements

Instead of providing the plan of merger, each domestic filing entity certifies that:

1. A plan of merger is on file at the principal place of business of each surviving, acquiring, or new domestic entity or non-code organization that is named in this form as a party to the merger or an organization created by the merger.
2. On written request, a copy of the plan of merger will be furnished without cost by each surviving, acquiring, or new domestic entity or non-code organization to any owner or member of any domestic entity that is a party to or created by the plan of merger and, if the certificate of merger identifies multiple surviving domestic entities or non-code organizations, to any creditor or obligee of the parties to the merger at the time of the merger if a liability or obligation is then outstanding.

Item 3A is the default selection. If the merger effected an amendment to, a restatement of, or an amendment and restatement of the certificate of formation of a surviving filing entity, you must select and complete one of the options shown below. Options 3B and 3C require the submission of the described attachment.

3A. No amendments to the certificate of formation of any surviving filing entity that is a party to the merger are effected by the merger.

3B. No amendments to the certificate of formation of any filing entity are being effected by the merger or by the restated certificate of formation of the surviving filing entity named in the attached restated certificate of formation.

3C. The plan of merger effected an amendment and restatement of the certificate of formation of a surviving filing entity. The amendments being made and the name of the surviving entity restating its certificate of formation are set forth in the attached restated certificate of formation containing amendments.

3D. The plan of merger effected amendments or changes to the following surviving filing entity's certificate of formation.

Name of filing entity effecting amendments

The changes or amendments to the filing entity's certificate of formation, other than the name change noted previously, are stated below.

4. Organizations Created by Merger

The name, jurisdiction of organization, principal place of business address, and entity description of each entity or other organization to be created pursuant to the plan of merger are set forth below. The certificate of formation of each new domestic filing entity to be created is being filed with this certificate of merger.

Name of New Organization 1 *Jurisdiction* *Entity Type (See instructions)*

Principal Place of Business Address *City* *State* *Zip Code*

Name of New Organization 2 *Jurisdiction* *Entity Type (See instructions)*

Principal Place of Business Address *City* *State* *Zip Code*

Name of New Organization 3 *Jurisdiction* *Entity Type (See instructions)*

Principal Place of Business Address *City* *State* *Zip*

Approval of the Plan of Merger

The plan of merger has been approved as required by the laws of the jurisdiction of formation of each organization that is a party to the merger and by the governing documents of those organizations.

The approval of the owners or members of _____
Name of domestic entity
was not required by the provisions of the BOC.

Effectiveness of Filing (Select either A, B, or C.)

A. This document becomes effective when the document is accepted and filed by the secretary of state.

B. This document becomes effective at a later date, which is not more than ninety (90) days from the date of signing. The delayed effective date is: _____

C. This document takes effect on the occurrence of the future event or fact, other than the passage of time. The 90th day after the date of signing is: _____

The following event or fact will cause the document to take effect in the manner described below:

[Empty rectangular box for text entry]

Tax Certificate

- Attached hereto is a certificate from the comptroller of public accounts that all taxes under title 2, Tax Code, have been paid by the non-surviving filing entity.
- Instead of providing the tax certificate, one or more of the surviving, acquiring or newly created organizations will be liable for the payment of the required franchise taxes.

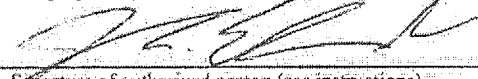
Execution

The undersigned signs this document subject to the penalties imposed by law for the submission of a materially false or fraudulent instrument. The undersigned certifies that the statements contained herein are true and correct, and that the person signing is authorized under the provisions of the Business Organizations Code, or other law applicable to and governing the merging entity, to execute the filing instrument.

Date: September 30, 2019

Trafficware Group, Inc.

Merging Entity Name



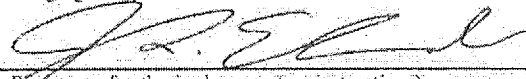
Signature of authorized person (see instructions)

James R. Edwards, Director and Secretary

Printed or typed name of authorized person

Trafficware, LLC

Merging Entity Name



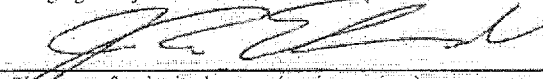
Signature of authorized person (see instructions)

James R. Edwards, Director and Secretary

Printed or typed name of authorized person

Trafficware Data Services, LLC

Merging Entity Name



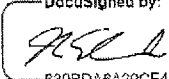
Signature of authorized person (see instructions)

James R. Edwards, Director and Secretary

Printed or typed name of authorized person

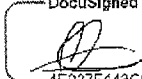
IN WITNESS WHEREOF, the parties hereto have caused this Agreement to be duly executed by their respective authorized representatives as of the day and year first above written.

TRAFFICWARE GROUP, INC.

DocuSigned by:

By: _____
Name: James R. Edwards
Title: Director and Secretary


TRAFFICWARE DATA SERVICES, LLC

By: Cubic Transportation Systems, Inc., its sole member

DocuSigned by:

By: _____
Name: Matthew J. Cole
Title: President

TRAFFICWARE, LLC

By: Cubic Transportation Systems, Inc., its sole member

DocuSigned by:

By: _____
Name: Matthew J. Cole
Title: President