

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM571498

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT
<b>NATURE OF CONVEYANCE:</b>	MERGER
<b>EFFECTIVE DATE:</b>	12/31/2019

## CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Visible Measures Corp.		12/10/2019	Corporation: DELAWARE

## RECEIVING PARTY DATA

<b>Name:</b>	AcuityAds US Inc.
<b>Street Address:</b>	36 East 12th Street, 2nd Floor
<b>City:</b>	New York
<b>State/Country:</b>	NEW YORK
<b>Postal Code:</b>	10003
<b>Entity Type:</b>	Corporation: NEW YORK

## PROPERTY NUMBERS Total: 11

Property Type	Number	Word Mark
Registration Number:	4785766	NATIVE SELECT
Registration Number:	4726520	FABRIC
Registration Number:	4742198	V FABRIC
Registration Number:	4737850	V FABRIC VISIBLE MEASURES
Registration Number:	3777533	VISIBLE MEASURES
Registration Number:	4655845	V
Registration Number:	4620036	VTV
Registration Number:	4556028	VIEWABLE MEDIA
Registration Number:	4675606	CHOICE-BASED MEDIA
Registration Number:	4478440	VIEWABLE MEDIA
Registration Number:	4782142	EARNED MEDIA POTENTIAL

## CORRESPONDENCE DATA

Fax Number: 312-759-56

*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: 312-338-5939

Email: trademarks-ch@btlaw.com, gcharlton@btlaw.com,  
kwalsh@btlaw.com

Correspondent Name: Barnes &amp; Thornburg LLP

TRADEMARK

**Address Line 1:** One North Wacker Drive, Suite 4400  
**Address Line 4:** Chicago, ILLINOIS 60606-2833

**ATTORNEY DOCKET NUMBER:** 76840-3

**NAME OF SUBMITTER:** Genevieve E. Charlton

**SIGNATURE:** /Genevieve E. Charlton/

**DATE SIGNED:** 04/10/2020

**Total Attachments: 8**

source=AcuityAds Merger Docs#page1.tif

source=AcuityAds Merger Docs#page2.tif

source=AcuityAds Merger Docs#page3.tif

source=AcuityAds Merger Docs#page4.tif

source=AcuityAds Merger Docs#page5.tif

source=AcuityAds Merger Docs#page6.tif

source=AcuityAds Merger Docs#page7.tif

source=AcuityAds Merger Docs#page8.tif

FILING RECEIPT

=====

ENTITY NAME: ACUITYADS US INC.

DOCUMENT TYPE: MERGER (DOM. BUSINESS)

COUNTY: NEWY

=====

FILED:12/17/2019 DURATION:\*\*\*\*\* CASH#:191217000530 FILM #:191217000486

FILER:

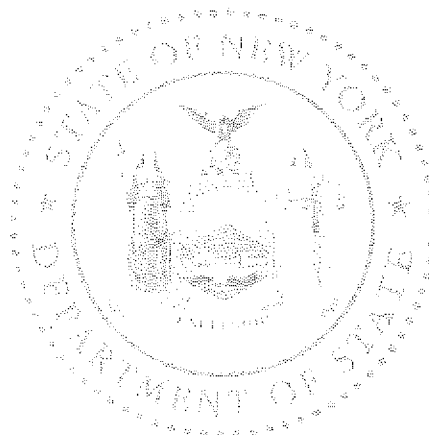
EFFECT DATE

-----  
CYNTHIA M. HENDZEL C/O BARNES &  
TORNBURG LLP  
ONE N. WACKER DRIVE STE 4400  
CHICAGO, IL 60606

-----  
12/17/2019

ADDRESS FOR PROCESS:  
-----

REGISTERED AGENT:  
-----



CONSTITUENT NAME: ACUITYADS MM INC. (ET AL)

=====

SERVICE COMPANY: COGENCY GLOBAL INC. 41

SERVICE CODE: 41

FEES                    95.00  
-----  
FILING                   60.00  
TAX                        0.00  
CERT                      0.00  
COPIES                   10.00  
HANDLING                25.00

PAYMENTS               95.00  
-----  
CASH                      0.00  
CHECK                    0.00  
CHARGE                   0.00  
DRAWDOWN               95.00  
  OPAL                    0.00  
REFUND                    0.00

***STATE OF NEW YORK***  
***DEPARTMENT OF STATE***

I hereby certify that the annexed copy has been compared with the original document in the custody of the Secretary of State and that the same is a true copy of said original.



WITNESS my hand and official seal of the Department of State, at the City of Albany, on December 18, 2019.

*Brendan C. Hughes*

Brendan C. Hughes  
Executive Deputy Secretary of State

Rev. 06/13

191217000 YR

COGENCYGLOBAL-41

Certificate of Merger  
of  
AcuityAds MM Inc. and Visible Measures Corp.  
into  
AcuityAds US Inc.

Under Section 905 of the Business Corporation Law

1. AcuityAds US Inc., a corporation of the State of New York owns all of the outstanding shares of each of Acuity Ads MM Inc., a corporation of the State of Delaware, and Visible Measures Corp., a corporation of the State of Delaware.

2. As to each subsidiary corporation, the designation and number of outstanding shares and the number of such shares owned by the surviving corporation are as follows:

SUBSIDIARY	DESIGNATION AND NUMBER OF OUTSTANDING SHARES	NUMBER OWNED BY SURVIVING CORPORATION
AcuityAds MM Inc.	Common 100	100
Visible Measures Corp.	Common 1,000	1,000

3. (a) The certificate of incorporation of AcuityAds US Inc., the surviving corporation, was filed by the Department of State on the 17<sup>th</sup> day of April, 2013.

(b) AcuityAds MM Inc. was incorporated under the laws of the State of Delaware on the 27<sup>th</sup> day of August 2018, and its application for authority to do business in the State of New York was filed by the Department of State on the 25<sup>th</sup> day of October, 2018.

(c) Visible Measures Corp. was incorporated under the laws of the State of Delaware on the 20<sup>th</sup> day of May, 2005, and its application for authority to do business in the State of New York was filed by the Department of State on the 30<sup>th</sup> day of May, 2012.

4. The merger is permitted by the laws of the state of incorporation of each foreign subsidiary and is in compliance therewith.

5. The plan of merger was adopted by the Board of Directors of the surviving corporation.

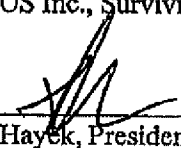
DMS 15497964.1

191217000486

6: The merger shall be effective on the 31<sup>st</sup> day of December, 2019 at 11:59 p.m.

Signed on December 10, 2019

AcuityAds US Inc., Surviving Corporation

By:   
Tal Hayek, President

COGENCYGLOBAL - 41

486

# CERTIFICATE OF MERGER

## OF

AcuityAds MM Inc.  
and  
Visible Measures Corp.  
into  
AcuityAds US Inc.

Under Section 905 of the Business Corporation Law.

Filed by: Cynthia M. Hendzel, c/o Barnes & Thornburg LLP  
(Name)  
One N. Wacker Drive, Suite 4400  
(Mailing address)  
Chicago, IL 60606  
(City, State and Zip code)

FILED  
2019 DEC 17 PM 3:31

RECEIVED  
2019 DEC 16 PM 4:09

14  
STATE OF NEW YORK  
DEPARTMENT OF STATE

FILED DEC 17 2019  
TAX S \_\_\_\_\_  
BY: [Signature]

530

# 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:

"ACUITYADS MM INC.", A DELAWARE CORPORATION,

"VISIBLE MEASURES CORP.", A DELAWARE CORPORATION,

WITH AND INTO "ACUITYADS US INC." UNDER THE NAME OF "ACUITYADS US INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF NEW YORK, AS RECEIVED AND FILED IN THIS OFFICE ON THE SIXTEENTH DAY OF DECEMBER, A.D. 2019, AT 5:02 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 DECEMBER, A.D. 2019 AT 11:59 O`CLOCK P.M.



  
Jeffrey W. Bullock, Secretary of State

7755036 8100M  
SR# 20198668570

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

Authentication: 204241731  
Date: 12-17-19

**TRADEMARK**  
**REEL: 006913 FRAME: 0489**



CERTIFICATE OF OWNERSHIP  
MERGING

ACUITYADS MM INC. and VISIBLE MEASURES CORP.

INTO

ACUITYADS US INC.

(Subsidiary into parent pursuant to Section 253 of the General Corporation Law of Delaware)

AcuityAds US Inc. ("**Corporation**"), a corporation incorporated on the 17<sup>th</sup> day of April, 2013, pursuant to the provisions of the Business Corporation Law of the State of New York, the provisions of which permit the merger of a corporation of another state into a corporation organized and existing under the laws of said state;

DOES HEREBY CERTIFY:

FIRST: That the Corporation owns all of the issued and outstanding shares of the capital stock of AcuityAds MM Inc., a Delaware corporation incorporated on the 27<sup>th</sup> day of August, 2018 ("**AcuityAds MM**"), and Visible Measures Corp., a Delaware corporation incorporated on the 20<sup>th</sup> day of May, 2005 ("**Visible Measures**," collectively with AcuityAds MM, the "**Subsidiaries**"), and that the Corporation, by a resolution of its Board of Directors duly adopted by unanimous written consent on December 10, 2019, determined to and did merge into itself the Subsidiaries, which resolutions are as follows:

WHEREAS, the Corporation lawfully owns all of the outstanding stock of each of the Subsidiaries; and

WHEREAS, the Corporation desires to merge into itself the Subsidiaries, and to be possessed of all the estate, property, rights, privileges and franchises of the Subsidiaries;

NOW, THEREFORE, BE IT RESOLVED, that the Corporation merge into itself the Subsidiaries and assumes all of their obligations, and the Corporation shall continue as the surviving corporation; and

FURTHER RESOLVED, that an authorized officer be, and hereby is, directed to make and execute a Certificate of Merger to merge Subsidiaries into the Corporation and assume their liabilities and obligations, and the date of adoption thereof, and to file the same in the office of the Department of State of New York pursuant to Section 907 of the New York Business Corporation Law;

FURTHER RESOLVED, that an authorized officer of the Corporation be, and hereby is, directed to make and execute a Certificate of Ownership setting forth a copy of the resolutions to merge Subsidiaries into the Corporation and assume their liabilities and obligations, and the date of adoption thereof, and to file the same in the office of the Secretary of State of Delaware pursuant to Section 253 of the Delaware General Corporation Law;

FURTHER RESOLVED, that the officers of the Corporation be, and hereby are, authorized and directed to do all acts and things whatsoever, whether within or without the States of New York and Delaware; which may be in any way necessary or proper to effect said merger.

FURTHER RESOLVED, that the merger shall become effective on December 31, 2019 at 11:59 p.m.

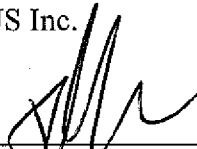
SECOND: That anything herein or elsewhere to the contrary notwithstanding, this merger may be amended or terminated and abandoned by the Board of Directors of the Corporation at any time prior to the time that this merger filed with the Secretary of State becomes effective.

THIRD: The surviving corporation agrees that it may be served with process in the State of Delaware in any proceeding for enforcement of any obligation of the Subsidiaries arising from this merger, including any suit or other proceeding to enforce the rights of any stockholders as determined in appraisal proceedings pursuant to the provisions of Section 262 of the Delaware General Corporation laws, and irrevocably appoints the Secretary of State of Delaware as its agent to accept services of process in any such suit or proceeding. The Secretary of State shall mail any such process to the surviving corporation at: 181 Bay Street, Suite 320, Toronto, Ontario M5J 2T3 Canada.

IN WITNESS WHEREOF, said parent corporation has caused its corporate seal to be affixed and this Certificate to be signed by an authorized officer this 10 day of December, 2019.

AcuityAds US Inc.

By: \_\_\_\_\_

  
Tal Hayek, President