

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM613237

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	11/25/2020

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
SHOPKEEP INC.		11/25/2020	Corporation: DELAWARE

RECEIVING PARTY DATA

Name:	LIGHTSPEED COMMERCE USA INC.
Street Address:	450-460 Park Avenue
Internal Address:	7th Floor
City:	New York
State/Country:	NEW YORK
Postal Code:	10016
Entity Type:	Corporation: DELAWARE

PROPERTY NUMBERS Total: 12

Property Type	Number	Word Mark
Registration Number:	5436590	
Registration Number:	5436589	SHOPKEEP POCKET
Registration Number:	5326037	SERVERLESS SYNC
Registration Number:	4774151	
Registration Number:	4730411	COUNTER CULTURE
Registration Number:	5142297	
Registration Number:	5142296	SHOPKEEP POCKET
Registration Number:	4175232	SK
Registration Number:	4376632	SHOPKEEPPOS
Registration Number:	4370734	SHOPKEEPPOS
Registration Number:	3936441	SHOPKEEP
Registration Number:	5125973	SERVERLESS SYNC

CORRESPONDENCE DATA

Fax Number: 6173417701

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: 6179518691

CH \$315.00 5436590

Email: jennifer.kagan@morganlewis.com
Correspondent Name: Jennifer Kagan, Paralegal
Address Line 1: One Federal Street
Address Line 2: Morgan, Lewis & Bockius LLP
Address Line 4: Boston, MASSACHUSETTS 02110

ATTORNEY DOCKET NUMBER: 128061-0001

NAME OF SUBMITTER: Jennifer Kagan, Paralegal

SIGNATURE: /jenniferkagan/

DATE SIGNED: 12/08/2020

Total Attachments: 3

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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:

"SHOPKEEP INC.", A DELAWARE CORPORATION,

WITH AND INTO "LIGHTSPEED COMMERCE USA INC." UNDER THE NAME OF "LIGHTSPEED COMMERCE USA INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE ON THE TWENTY-FIFTH DAY OF NOVEMBER, A.D. 2020, AT 3 O`CLOCK P.M.




Jeffrey W. Bullock, Secretary of State

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SR# 20208496222

You may verify this certificate online at corp.delaware.gov/authver.shtml

Authentication: 204168252
Date: 11-25-20

TRADEMARK
REEL: 007127 FRAME: 0422

CERTIFICATE OF MERGER

MERGING

SHOPKEEP INC.
(a Delaware corporation)

WITH AND INTO

LIGHTSPEED COMMERCE USA INC.
(a Delaware corporation)

November 25, 2020

Pursuant to Section 251 of the General Corporation Law of the State of Delaware, the undersigned surviving corporation submits the following Certificate of Merger for filing and does hereby certify that:

FIRST: The name and state of incorporation of each of the constituent corporations is as follows:

- (a) Lightspeed Commerce USA Inc., a corporation organized and existing under the laws of the State of Delaware ("Second Merger Sub"); and
- (b) ShopKeep Inc., a corporation organized and existing under the laws of the State of Delaware ("ShopKeep").

SECOND: The Agreement and Plan of Merger and Reorganization, by and among Lightspeed POS Inc., Harmony Merger Sub Inc., Second Merger Sub, ShopKeep, and Shareholder Representative Services LLC as the Stockholders' Representative, dated as of November 4, 2020 (as amended, restated or supplemented from time to time, the "Merger Agreement"), has been approved, adopted, executed and acknowledged by Second Merger Sub and ShopKeep in accordance with the requirements of Section 251(c) of the General Corporation Law of the State of Delaware.

THIRD: The name of the surviving corporation is Lightspeed Commerce USA Inc. (the "Surviving Corporation").

FOURTH: The certificate of incorporation of Lightspeed Commerce USA Inc. shall be the certificate of incorporation of the Surviving Corporation.

FIFTH: The executed Merger Agreement is on file at the principal place of business of the Surviving Corporation at 450-460 Park Avenue South 7th Floor, New York, NY 10016.

SIXTH: A copy of the Merger Agreement will be furnished by the Surviving Corporation, on request and without cost, to any stockholder of either Second Merger Sub or ShopKeep.

SEVENTH: That this Certificate of Merger shall become effective upon filing hereof with the Secretary of State of the State of Delaware.

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IN WITNESS WHEREOF, this Certificate of Merger has been duly executed as of the date first set forth above, and is being filed in accordance with Section 251 of the General Corporation Law of the State of Delaware, by an authorized officer of the Surviving Corporation.

LIGHTSPEED COMMERCE USA INC.

By: /s/ Dan Micak

Name: Dan Micak

Title: Secretary