

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM638117

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

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Advanced Processing & Imaging, Inc		12/30/2019	Corporation: FLORIDA

RECEIVING PARTY DATA

Name:	Upland Software, Inc.
Street Address:	401 CONGRESS AVENUE, SUITE 1850
City:	AUSTIN
State/Country:	TEXAS
Postal Code:	78701
Entity Type:	Corporation: DELAWARE

PROPERTY NUMBERS Total: 2

Property Type	Number	Word Mark
Registration Number:	4638524	APIMPOWER
Registration Number:	3301298	OPTIVIEW

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: 2319320411
Email: brianhall@traverselegal.com
Correspondent Name: Brian A. Hall
Address Line 1: 810 Cottageview Drive, Suite G-20
Address Line 4: Traverse City, MICHIGAN 49684

ATTORNEY DOCKET NUMBER:	Advanced-Upland Tm Assign
NAME OF SUBMITTER:	Brian A. Hall
SIGNATURE:	/BAH/
DATE SIGNED:	04/09/2021

Total Attachments: 3

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Delaware

The First State

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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:

"ADVANCED PROCESSING & IMAGING, INC.", A FLORIDA CORPORATION, WITH AND INTO "UPLAND SOFTWARE, INC." UNDER THE NAME OF "UPLAND SOFTWARE, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE ON THE THIRTY-FIRST DAY OF DECEMBER, A.D. 2019, AT 2:38 O`CLOCK P.M.




Jeffrey W. Bullock, Secretary of State

4845215 8100M
SR# 20198955073

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

Authentication: 202106188
Date: 01-02-20

TRADEMARK
REEL: 007251 FRAME: 0196

State of Delaware
Secretary of State
Division of Corporations
Delivered 02:38 PM 12/31/2019
FILED 02:38 PM 12/31/2019
SR 20198955073 - File Number 4845215

**STATE OF DELAWARE
CERTIFICATE OF OWNERSHIP**

**SUBSIDIARY INTO PARENT
Section 253**

**CERTIFICATE OF OWNERSHIP
MERGING**

Advanced Processing & Imaging, Inc.

INTO

Upland Software, Inc.

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

Upland Software, Inc.,

a corporation incorporated on the 7th day of July, 2010,
pursuant to the provisions of the General Corporation Law of the State of Delaware;

DOES HEREBY CERTIFY that this corporation owns 90% of the capital stock
of Advanced Processing & Imaging, Inc., a corporation
incorporated on the 4th day of January, 1996 A.D., pursuant to the
provisions of the Florida,
and that this corporation, by a resolution of its Board of Directors duly adopted at a
meeting held on the 20th day of December, 2019 A.D., determined to
and did merge into itself said Advanced Processing & Imaging, Inc.,
which resolution is in the following words to wit:

WHEREAS this corporation lawfully owns 90% of the outstanding stock of
Advanced Processing & Imaging, Inc., a corporation organized and
existing under the laws of Florida, and


WHEREAS this corporation desires to merge into itself the said
Advanced Processing & Imaging, Inc., and to be possessed of all the estate, property, rights,
privileges and franchises of said corporation,

NOW, THEREFORE, BE IT RESOLVED, that this corporation merge into itself said Advanced Processing & Imaging, Inc. and assumes all of its liabilities and obligations, and

FURTHER RESOLVED, that an authorized officer of this corporation be and he/she is hereby directed to make and execute a certificate of ownership setting forth a copy of the resolution to merge said Advanced Processing & Imaging, Inc. and assume its liabilities and obligations, and the date of adoption thereof, and to file the same in the office of the Secretary of State of Delaware, and a certified copy thereof in the office of the Recorder of Deeds of New Castle County; and

FURTHER RESOLVED, that the officers of this 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 said merger.

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 30th day of December, 2019 A.D.

By:  Kin Gill
Authorized Officer

Name: Kin Gill
Print or Type

Title: SVP, GC and Secretary

(Insert if applicable)

FURTHER RESOLVED that Advanced Processing & Imaging, Inc. relinquishes its corporate name and assumes in place thereof the name Upland Software, Inc.