

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM677770

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER AND CHANGE OF NAME
EFFECTIVE DATE:	09/01/2021

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Offerpad, Inc.		09/01/2021	Corporation: DELAWARE

NEWLY MERGED ENTITY DATA

Name	Execution Date	Entity Type
Orchids Merger Sub, LLC	09/01/2021	Limited Liability Company: DELAWARE

MERGED ENTITY'S NEW NAME (RECEIVING PARTY)

Name:	Offerpad Holdings LLC
Street Address:	2150 E. Germann Road, Suite 1
City:	Chandler
State/Country:	ARIZONA
Postal Code:	85286
Entity Type:	Limited Liability Company: DELAWARE

PROPERTY NUMBERS Total: 7

Property Type	Number	Word Mark
Registration Number:	5735384	OFFERPAD
Registration Number:	6301588	OFFERPAD
Serial Number:	88942542	OFFERPAD
Serial Number:	88942550	OFFERPAD
Serial Number:	88942588	MOVE FREELY
Serial Number:	88942556	INSTANT OR LIST IT
Serial Number:	88942568	SELL YOUR WAY TODAY

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: 6026097366

Email: jeremy@kwlaw.co

Correspondent Name: Jeremy Kapteyn

Address Line 1: 6122 N 7th Street

TRADEMARK

Address Line 2: STE D
Address Line 4: Phoenix, ARIZONA 85014

NAME OF SUBMITTER: Jeremy Kapteyn

SIGNATURE: /jkapteyn/

DATE SIGNED: 09/29/2021

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 MERGER, WHICH MERGES:

"OFFERPAD, INC.", A DELAWARE CORPORATION,

WITH AND INTO "ORCHIDS MERGER SUB, LLC" UNDER THE NAME OF "OFFERPAD HOLDINGS 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 FIRST DAY OF SEPTEMBER, A.D. 2021, AT 10:22 O`CLOCK A.M.




Jeffrey W. Bullock, Secretary of State

5497543 8100M
SR# 20213137523

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

Authentication: 204058730
Date: 09-01-21

TRADEMARK
REEL: 007436 FRAME: 0603

**CERTIFICATE OF MERGER
OF
OFFERPAD, INC.
INTO
ORCHIDS MERGER SUB, LLC**

September 1, 2021

In accordance with Section 18-209 of the Limited Liability Company Act of the State of Delaware (the "DLLCA") and Section 264 of the General Corporation Law of the State of Delaware (the "DGCL"), the undersigned, Orchids Merger Sub, LLC, a Delaware limited liability company (the "Company"), does hereby certify in connection with the merger of OfferPad, Inc., a Delaware corporation, with and into the Company (the "Merger") as follows:

FIRST: The name of each of the constituent entities (the "Constituent Entities") of the Merger and the laws under which each such entity was organized are:

<u>Name of Entity</u>	<u>State of Incorporation or Formation</u>
Orchids Merger Sub, LLC	Delaware
OfferPad, Inc.	Delaware

SECOND: An Agreement and Plan of Merger has been approved, adopted, certified, executed and acknowledged by the Constituent Entities in accordance with Section 264(c) of the DGCL and Section 18-209 of the DLLCA, as applicable.

THIRD: The Company shall be the surviving entity (the "Surviving Entity").

FOURTH: The certificate of formation of the Company shall be the certificate of formation of the Surviving Entity.

FIFTH: The certificate of formation of the Surviving Entity shall be amended as follows:

"1. Name. The name of the limited liability company is Offerpad Holdings LLC.

2. Registered Office. The address of the registered office of the Company in the State of Delaware is c/o Corporation Service Company, 251 Little Falls Drive, Wilmington, County of New Castle, Delaware 19808.

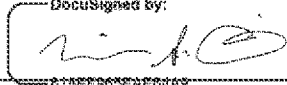
3. Registered Agent. The name and address of the registered agent of the Company in the State of Delaware is Corporation Service Company, 251 Little Falls Drive, Wilmington, County of New Castle, Delaware 19808."

FIFTH: An executed copy of the Agreement and Plan of Merger is on file at the offices of the Surviving Entity at 2150 E Germann Rd, Suite 1, Chandler, AZ 85286, and a copy thereof will be furnished by the Surviving Entity, on request and without cost, to any stockholder or member, as applicable, of the Constituent Entities.

SIXTH: This Certificate of Merger and the Merger shall become effective at the time this Certificate of Merger is filed with the Secretary of State of the State of Delaware.

IN WITNESS WHEREOF, the Surviving Entity has caused this Certificate of Merger to be signed by a duly authorized officer as of the date first set forth above.

ORCHIDS MERGER SUB, LLC

DocuSigned by:

By: _____
Name: Michael Clifton
Title: Authorized Signatory

[Signature Page to Certificate of Merger -- Second Merger]