

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
 Stylesheet Version v1.2

ETAS ID: TM745040

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER		
EFFECTIVE DATE:	06/10/2003		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Digital Sandbox, Inc.		06/10/2003	Corporation: VIRGINIA
RECEIVING PARTY DATA			
Name:	Digital Sandbox, Inc.		
Street Address:	13333 Holmes Road		
City:	Kansas City		
State/Country:	MISSOURI		
Postal Code:	64145		
Entity Type:	Corporation: DELAWARE		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	2478952	DIGITAL SANDBOX	
CORRESPONDENCE DATA			
Fax Number:	2027995000		
<i>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.</i>			
Phone:	2027994000		
Email:	gregory.esau@dlapiper.com		
Correspondent Name:	Gregory Esau		
Address Line 1:	500 Eighth Street, NW		
Address Line 4:	Washington, D.C. 20004		
NAME OF SUBMITTER:	Gregory Esau		
SIGNATURE:	/Gregory Esau/		
DATE SIGNED:	08/01/2022		
Total Attachments: 23			
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ARTICLES OF MERGER

merging

DIGITAL SANDBOX, INC.,
a Virginia corporation

into

DIGITAL SANDBOX, INC.,
a Delaware corporation

To the State Corporation Commission
Commonwealth of Virginia

Pursuant to the provisions of the Virginia Stock Corporation Act governing the merger of a domestic corporation authorized by law to issue shares with and into a foreign corporation authorized by law to issue shares, the corporations hereinafter named do hereby submit the following Articles of Merger:

1. The names of the merging corporations are Digital Sandbox, Inc., which is a corporation authorized by law to issue shares, organized under the laws of the Commonwealth of Virginia ("*Digital Sandbox-VA*"), and Digital Sandbox, Inc., which is a corporation authorized by law to issue shares, organized under the laws of the State of Delaware ("*Digital Sandbox-DE*").

2. Annexed hereto as *Exhibit A* and made a part hereof is the Agreement and Plan of Reorganization merging Digital Sandbox-VA with and into Digital Sandbox-DE as approved by resolution of the Board of Directors of each of said corporations.

3. The Agreement and Plan of Reorganization was submitted to the shareholders of Digital Sandbox-VA by the Board of Directors of Digital Sandbox-VA in accordance with the provisions of the Virginia Stock Corporation Act. The Board of Directors did not condition the said submission on any basis. Holders of Class A Voting Common Stock were entitled to vote on the Agreement and Plan of Reorganization as a single voting group. The designation, the number of outstanding shares, and the number of votes entitled to be cast by the said voting group with respect to the Agreement and Plan of Reorganization, are as follows:

Designation	Number of Shares Outstanding	Number of Votes
Class A Voting Common Stock	4,800,000	4,800,000

The total number of votes cast for the Agreement and Plan of Reorganization by the said voting group is 4,800,000, and the total number of shares cast against the Agreement and Plan of Merger is zero.

1.

The number of votes cast for the Agreement and Plan of Reorganization by the said voting group was sufficient for approval by the said voting group.

4. The One Hundred (100) shares of common stock issued and outstanding of Digital Sandbox-DE owned by Digital Sandbox-VA will be voided upon consummation of the merger.

5. The laws of the jurisdiction of organization of Digital Sandbox-DE permit the merger of a corporation authorized by law to issue shares of another jurisdiction with and into a corporation authorized by law to issue shares of the jurisdiction of organization of Digital Sandbox-DE; and the merger of Digital Sandbox-VA with and into Digital Sandbox-DE is in compliance with the laws of the jurisdiction of organization of Digital Sandbox-DE.

6. Digital Sandbox-DE does hereby appoint the Clerk of the State Corporation Commission of the Commonwealth of Virginia as its agent for service of process in a proceeding to enforce any obligation or the rights of dissenting shareholders of Digital Sandbox-VA, and does hereby agree that it will promptly pay to the dissenting shareholders of Digital Sandbox-VA the amount, if any, to which they are entitled under the provisions of Article 15 of the Virginia Stock Corporation Act.

[SIGNATURE PAGE FOLLOWS]

**CERTIFICATE OF OWNERSHIP AND MERGER
OF
DIGITAL SANDBOX, INC.,
a Virginia Corporation**

Pursuant to Section 253 of the Delaware General Corporation Law, **DIGITAL SANDBOX, INC.**, a corporation organized and existing under and by virtue of the laws of the Commonwealth of Virginia,

DOES HEREBY CERTIFY:

FIRST: That it was organized pursuant to the provisions of the Virginia Stock Corporation Act.

SECOND: That it owns 100% of the outstanding shares of the capital stock of Digital Sandbox, Inc., a corporation organized pursuant to the provisions of the General Corporation Law of the State of Delaware.

THIRD: The Board of Directors of Digital Sandbox, Inc., a Virginia corporation, has adopted the resolutions attached as *Exhibit A* hereto approving the Agreement and Plan of Merger and the merger of Digital Sandbox, Inc., a Virginia corporation, with and into Digital Sandbox, Inc., a Delaware corporation, as of June 10, 2003.

FOURTH: The name of the surviving corporation shall be Digital Sandbox, Inc., a Delaware corporation.

FIFTH: The Certificate of Incorporation of Digital Sandbox, Inc., a Delaware corporation, shall be the Certificate of Incorporation of the surviving corporation.

SIXTH: The proposed merger has been adopted, approved, certified, executed and acknowledged by the Board of Directors and shareholders of Digital Sandbox, Inc., a Virginia corporation, in accordance with the laws of the Commonwealth of Virginia and has been adopted, approved, certified, executed and acknowledged by the Board of Directors of Digital Sandbox, Inc., a Delaware corporation, in accordance with the General Corporation Law of the State of Delaware.

SEVENTH: An executed copy of the Plan of Merger is on file at the office of Digital Sandbox, Inc., the surviving corporation, located at 11710 Plaza America Drive, Suite 2000, Reston, VA 20190, and a copy of such agreement will be furnished, without cost, at the request of any stockholder of the constituent corporations.

[SIGNATURE PAGE FOLLOWS]

WAIVER OF DISSENTER'S RIGHTS

The voting stockholders of Digital Sandbox, Inc., a Virginia corporation ("**Digital Sandbox Virginia**") acted by written consent to approve the merger of Digital Sandbox Virginia with and into Digital Sandbox, Inc., a Delaware corporation (the "**Company**") (the "**Merger**"). After giving effect to the Merger, the outstanding capital stock of Digital Sandbox Virginia will be converted into outstanding capital stock of the Company.

Pursuant to Section 13.1-7.30 of the Virginia Stock Corporation Act, the merger may provide certain dissenters rights to the shareholders of Digital Sandbox Virginia. The undersigned, as a former stockholder of Digital Sandbox Virginia and a current stockholder of the Company, hereby waives any dissenter's rights to which he, she, or it may be entitled to pursuant to Section 13.1-7.30 of the Virginia Stock Corporation Act.

IN WITNESS WHEREOF, the undersigned has executed this waiver as of June 22, 2003.

STOCKHOLDER

Entity Name: _____

By: Brian J Little

Name: Brian J Little
(Print Name)

(Title of Signatory, if applicable)

IN WITNESS WHEREOF, the undersigned have executed this Stockholders' Agreement as of the date first written above.

PRINCIPAL STOCKHOLDERS

By: Brian J. Little

Name: Brian J. Little

Title: _____

[COUNTERPART SIGNATURE PAGE TO STOCKHOLDERS' AGREEMENT]

TRADEMARK
REEL: 007808 FRAME: 0158

IN WITNESS WHEREOF, The undersigned stockholders do hereby consent to the foregoing action as of the date first written above.

STOCKHOLDER:

Entity Name: _____

By: Brian J. Little

Title: Brian J. Little

WAIVER OF DISSENTER'S RIGHTS

The voting stockholders of Digital Sandbox, Inc., a Virginia corporation ("**Digital Sandbox Virginia**") acted by written consent to approve the merger of Digital Sandbox Virginia with and into Digital Sandbox, Inc., a Delaware corporation (the "**Company**") (the "**Merger**"). After giving effect to the Merger, the outstanding capital stock of Digital Sandbox Virginia will be converted into outstanding capital stock of the Company.

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IN WITNESS WHEREOF, the undersigned has executed this waiver as of June 24, 2003.

STOCKHOLDER

Entity Name: _____

By: Eric Driscoll

Name: Eric Driscoll
(Print Name)

(Title of Signatory, if applicable)

IN WITNESS WHEREOF, the undersigned have executed this Stockholders' Agreement as of the date first written above.

PRINCIPAL STOCKHOLDERS

By: Eric Drusell

Name: Eric Drusell

Title: _____

[COUNTERPART SIGNATURE PAGE TO STOCKHOLDERS' AGREEMENT]

IN WITNESS WHEREOF, The undersigned stockholders do hereby consent to the foregoing action as of the date first written above.

STOCKHOLDER:

Entity Name: _____

By: Eric Insell

Title: _____

WAIVER OF DISSENTER'S RIGHTS

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IN WITNESS WHEREOF, the undersigned has executed this waiver as of June __, 2003.

STOCKHOLDER

Entity Name: _____

By: _____

Name: MICHAEL J. SHERMAN
(Print Name)

(Title of Signatory, if applicable)

IN WITNESS WHEREOF, The undersigned stockholders do hereby consent to the foregoing action as of the date first written above.

STOCKHOLDER:


Entity Name: _____

By: Michael Slu

Title: _____

IN WITNESS WHEREOF, the undersigned have executed this Stockholders' Agreement as of the date first written above.

PRINCIPAL STOCKHOLDERS

By: 

Name: MICHAEL J. SHERMAN

Title: _____

[COUNTERPART SIGNATURE PAGE TO STOCKHOLDERS' AGREEMENT]

IN WITNESS WHEREOF, The undersigned stockholders do hereby consent to the foregoing action as of the date first written above.

STOCKHOLDER:

BRUCE CARTER

Entity Name: _____

By: Bruce Carter & Mrs H Carter

Title: _____

IN WITNESS WHEREOF, the undersigned have executed this Stockholders' Agreement as of the date first written above.

PRINCIPAL STOCKHOLDERS

By: _____

Name: Bruce C. G. & Jan H. G.

Title: _____

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IN WITNESS WHEREOF, The undersigned stockholders do hereby consent to the foregoing action as of the date first written above.

STOCKHOLDER:

Bruce Carter & Susan Carter

Entity Name: _____

By: Bruce Carter & Susan Carter

Title: _____

IN WITNESS WHEREOF, the undersigned have executed this Stockholders' Agreement as of the date first written above.

PRINCIPAL STOCKHOLDERS

By: _____

Name: Bruce Carter & Susan H. Carter

Title: _____

[COUNTERPART SIGNATURE PAGE TO STOCKHOLDERS' AGREEMENT]

WAIVER OF DISSENTER'S RIGHTS

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IN WITNESS WHEREOF, the undersigned has executed this waiver as of July 9, 2003.

STOCKHOLDER

Entity Name: _____

By: Bruce Carter & Susan Carter

Name: Bruce Carter & Susan Carter
(Print Name)

(Title of Signatory, if applicable)

WAIVER OF DISSENTER'S RIGHTS

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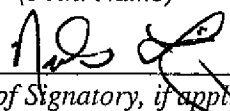
IN WITNESS WHEREOF, the undersigned has executed this waiver as of June __, 2003.

STOCKHOLDER

Entity Name: NICHOLAS LAGOS

By: 

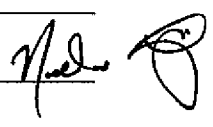
Name: NICHOLAS LAGOS
(Print Name)


(Title of Signatory, if applicable)

IN WITNESS WHEREOF, The undersigned stockholders do hereby consent to the foregoing action as of the date first written above.

STOCKHOLDER:

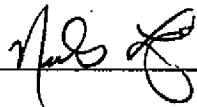
Entity Name: Nicholas Lagos

By: NICHOLAS LAGOS 

Title: Stockholder

IN WITNESS WHEREOF, the undersigned have executed this Stockholders' Agreement as of the date first written above.

PRINCIPAL STOCKHOLDERS

By: 

Name: NICHOLAS LAGOS

Title: Stockholder

[COUNTERPART SIGNATURE PAGE TO STOCKHOLDERS' AGREEMENT]

WAIVER OF DISSENTER'S RIGHTS

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IN WITNESS WHEREOF, the undersigned has executed this waiver as of June __, 2003.

STOCKHOLDER

Entity Name: _____

By: Mark Fleming

Name: [Signature]
(Print Name)

(Title of Signatory, if applicable)

IN WITNESS WHEREOF, The undersigned stockholders do hereby consent to the foregoing action as of the date first written above.

STOCKHOLDER:

Entity Name: _____

By: MARK FLEMING

Title: [Signature]

IN WITNESS WHEREOF, the undersigned have executed this Stockholders' Agreement as of the date first written above.

PRINCIPAL STOCKHOLDERS

By: _____

Name: Nathan Fennell

Title: [Signature]

[COUNTERPART SIGNATURE PAGE TO STOCKHOLDERS' AGREEMENT]