

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM791258

| | |
|------------------------------|--------------|
| SUBMISSION TYPE: | RESUBMISSION |
| NATURE OF CONVEYANCE: | MERGER |
| EFFECTIVE DATE: | 12/31/2022 |
| RESUBMIT DOCUMENT ID: | 900748270 |

CONVEYING PARTY DATA

| Name | Formerly | Execution Date | Entity Type |
|---------------|----------|----------------|-------------------|
| PIRACLE, INC. | | 12/23/2022 | Corporation: UTAH |

RECEIVING PARTY DATA

| | |
|------------------------|-----------------------|
| Name: | AvidXchange, Inc. |
| Street Address: | 1210 AvidXchange Lane |
| City: | Charlotte |
| State/Country: | NORTH CAROLINA |
| Postal Code: | 28206 |
| Entity Type: | Corporation: DELAWARE |

PROPERTY NUMBERS Total: 2

| Property Type | Number | Word Mark |
|-----------------------------|---------|------------------------------|
| Registration Number: | 1960902 | NEVER PURCHASE ANOTHER CHECK |
| Registration Number: | 2735368 | PIRACLE |

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.

Email: trademarks@mcguirewoods.com
Correspondent Name: Robin C. Vance c/o McGuireWoods LLP
Address Line 1: 800 East Canal Street
Address Line 4: Richmond, VIRGINIA 23219

| | |
|---------------------------|------------------|
| NAME OF SUBMITTER: | Robin C. Vance |
| SIGNATURE: | /Robin C. Vance/ |
| DATE SIGNED: | 03/02/2023 |

Total Attachments: 4

source=Piracle - AvidXchange Inc. - UT - Piracle Inc. Merger Certificate (12-23-22)(168875710.1)#page1.tif
source=Piracle - AvidXchange Inc. - UT - Piracle Inc. Merger Certificate (12-23-22)(168875710.1)#page2.tif
source=Piracle - AvidXchange Inc. - UT - Piracle Inc. Merger Certificate (12-23-22)(168875710.1)#page3.tif
source=Piracle - AvidXchange Inc. - UT - Piracle Inc. Merger Certificate (12-23-22)(168875710.1)#page4.tif



State of Utah
DEPARTMENT OF COMMERCE
Division of Corporations & Commercial Code
Statement/Articles of Merger

This form cannot be hand written.

EXPEDITE

RECEIVED
DEC 23 2022

Non-Refundable Processing Fee: \$37.00

Surviving Entity

Name of Business Entity: AVIDXCHANGE, INC.

Utah Div. of Corp. & Comm. Code

Entity Type: Corporation - Foreign - Profit Jurisdiction: Delaware

Mailing Address for Service of Process pursuant to Subsection 16-17-301(2)
(for Non-registered Foreign Surviving Entities ONLY)

Address: 1210 AVIDXCHANGE LANE
City: CHARLOTTE State: NC Zip: 28206

Surviving Entity Creation/Existence

- The surviving entity is created by this Statement of Merger. The formation document that creates the surviving entity is attached (for Domestic LLCs, LPs, LLPs, or LLLPs only).
- The surviving entity is a Non-registered Foreign Entity.
- The surviving entity existed before this Statement/Articles of Merger.

Pursuant to Utah code the undersigned parties of the merger execute and deliver the following Statement of Merger:

Non-surviving Entities that are Parties to the Merger:

Name of Business Entity: PIRACLE, INC.

Entity Type: Corporation - Domestic - Profit Jurisdiction: Utah

Name of Business Entity: _____

Entity Type: _____ Jurisdiction: _____

Name of Business Entity: _____

Entity Type: _____ Jurisdiction: _____

Name of Business Entity: _____

Entity Type: _____ Jurisdiction: _____

Additional Business Entities that are Parties to the Merger have been named in an attached Exhibit and made a part hereof.

The delayed effective date of the merger described herein shall be the date upon which this document is filed with the Utah Division of Corporations and Commercial Code, or December 31, 2022

State of Utah
Department of Commerce
Division of Corporations and Commercial Code
I hereby certified that the foregoing has been filed
and approved as of this delayed effective date:
27 day of DEC 2022
in this office of this Division and hereby issued
This Certificate thereof.

DEC 23 '22 PM 1:52

Examiner ALA Date 12/27/22



L. Veillette
Leigh Veillette
Division Director

Plan of Merger or Share Exchange

The Plan of Merger or Share Exchange, containing such information as required by Utah Code 16-10a-1101, is set forth in "Exhibit A," attached hereto and made a part hereof.

Manner of Adoption & Vote of Surviving Corporation (must complete Section 1 or 2)

Section 1

Shareholder vote not required. The merger/ share exchange was adopted by the incorporators or board of directors without shareholder action and shareholder action was not required.

Section 2

Vote of shareholders (complete either A or B) The designation (i.e., common, preferred or any classification where different classes of stock exist), number of outstanding shares, number of votes entitled to be cast by each voting group entitled to vote separately on the merger / share exchange and the number of votes of each voting group represented at the meeting is set forth below:

- A. Unanimous written consent executed on _____, 20__ and signed by all shareholders entitled to vote.
- B. Vote of shareholders during a meeting called by the Board of Directors.

| | TOTAL | A | B | C |
|--|-------|---|---|---|
| Designation of each voting group (i.e. preferred and common) | | | | |
| Number of outstanding shares | | | | |
| Number of votes entitled to be cast | | | | |
| Number of votes represented at meeting | | | | |
| Shares voted in favor | | | | |
| Shares voted against | | | | |

Manner of Adoption & Vote of Non-surviving Corporation (must complete Section 1 or 2)

Section 1

Shareholder vote not required. The merger/ share exchange was adopted by the incorporators or board of directors without shareholder action and shareholder action was not required.

Section 2

Vote of shareholders (complete either A or B) The designation (i.e., common, preferred or any classification where different classes of stock exist), number of outstanding shares, number of votes entitled to be cast by each voting group entitled to vote separately on the merger / share exchange and the number of votes of each voting group represented at the meeting is set forth below:

- A. Unanimous written consent executed on December 22, 20 22 and signed by all shareholders entitled to vote.
- B. Vote of shareholders during a meeting called by the Board of Directors.

| | TOTAL | A | B | C |
|--|-------|---|---|---|
| Designation of each voting group (i.e. preferred and common) | | | | |
| Number of outstanding shares | | | | |
| Number of votes entitled to be cast | | | | |
| Number of votes represented at meeting | | | | |
| Shares voted in favor | | | | |
| Shares voted against | | | | |

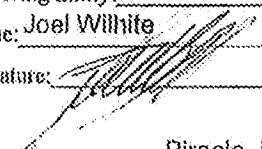
Approval Statement

This merger was approved by each domestic merging entity (if any) in accordance with Sections 48-3a-1021 through 48-3a-1026 and by each foreign merging entity (if any) in accordance with the law of its jurisdiction of formation.

Required Signatures

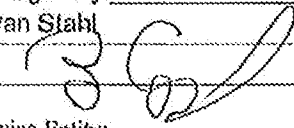
Surviving Entity: AvidXchange, Inc.

Name: Joel Willhite Title: CFO (Authorized Officer)

Signature:  Date: December 23, 2022

Non-surviving Entity: Piracle, Inc.

Name: Ryan Stahl Title: General Counsel and Secretary (Reluctant Officer)

Signature:  Date: December 23, 2022

Non-surviving Entity: _____

Name: _____ Title: _____

Signature: _____ Date: _____

Non-surviving Entity: _____

Name: _____ Title: _____

Signature: _____ Date: _____

Non-surviving Entity: _____

Name: _____ Title: _____

Signature: _____ Date: _____

Non-surviving Entity: _____

Name: _____ Title: _____

Signature: _____ Date: _____

Include complete signatures for any additional business entities that have been named in an attached Exhibit.

Under GRAMA (63G-2-281), all registration information maintained by the Division is classified as public record. For confidentiality purposes, you may use the business entity physical address rather than the residential or private address of any individual affiliated with the entity.

PLAN OF MERGER

This Plan of Merger, dated as of December 22, 2022, is entered into between AvidXchange, Inc., a Delaware corporation (herein "*Surviving Corporation*") and Piracle, Inc., a Utah corporation (herein "*Merging Corporation*").

1. Merging Corporation shall be merged into Surviving Corporation with the Surviving Corporation being the surviving corporation to the merger.
2. The outstanding shares of Merging Corporation shall be cancelled without consideration.
3. The outstanding shares of Surviving Corporation shall remain outstanding and are not affected by the merger
4. Merging Corporation shall from time to time, as and when requested by Surviving Corporation, execute and deliver all such documents and instruments and take all such action necessary or desirable to evidence or carry out this merger.
5. The merger shall become effective on December 31, 2022.
6. The effect of the merger is as prescribed by law.
7. There are no amendments to the Surviving Corporation's Certificate of Incorporation due to the merger.

DEC 23 '22 PM 1:52