

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM826557

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	06/22/2022
SEQUENCE:	2

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
NETMOTION WIRELESS HOLDINGS, INC.		06/22/2022	Corporation: DELAWARE

RECEIVING PARTY DATA

Name:	MOBILE SONIC INTERMEDIATE, INC.
Street Address:	1505 Westlake Ave. N., Suite 500
City:	Seattle
State/Country:	WASHINGTON
Postal Code:	98109
Entity Type:	Corporation: DELAWARE

PROPERTY NUMBERS Total: 4

Property Type	Number	Word Mark
Registration Number:	2451881	NETMOTION
Registration Number:	4931415	NETMOTION DIAGNOSTICS
Registration Number:	5403405	NETMOTION MOBILE IQ
Registration Number:	4958685	NETMOTION MOBILITY

CORRESPONDENCE DATA

Fax Number: 2028427899
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: 202-842-7800
Email: trademarks@cooley.com, gstokes@cooley.com
Correspondent Name: John Paul Oleksiuk
Address Line 1: 1299 Pennsylvania Ave NW Ste 700
Address Line 4: Washington, D.C. 20004

ATTORNEY DOCKET NUMBER:	341197-106
NAME OF SUBMITTER:	John Paul Oleksiuk
SIGNATURE:	/John Paul Oleksiuk/
DATE SIGNED:	07/24/2023

CH \$115.00 2451881

Total Attachments: 4

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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:

"NETMOTION WIRELESS HOLDINGS, INC.", A DELAWARE CORPORATION, WITH AND INTO "MOBILE SONIC INTERMEDIATE, INC." UNDER THE NAME OF "MOBILE SONIC INTERMEDIATE, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE ON THE TWENTY-SECOND DAY OF JUNE, A.D. 2022, AT 2:24 O`CLOCK P.M.




Jeffrey W. Bullock, Secretary of State

6134472 8100M
SR# 20222794378

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

Authentication: 203740305
Date: 06-22-22

TRADEMARK
REEL: 008142 FRAME: 0485

**CERTIFICATE OF OWNERSHIP AND MERGER
MERCING**

NETMOTION WIRELESS HOLDINGS, INC.
a Delaware corporation

WITH AND INTO

MOBILE SONIC INTERMEDIATE, INC.
a Delaware corporation

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

Mobile Sonic Intermediate, Inc., a Delaware corporation (the "**Company**"), does hereby certify:

FIRST: The Company was originally incorporated pursuant to the Delaware General Corporation Law (the "**DGCL**") on August 31, 2016 under the name Mobile Sonic Intermediate, Inc.

SECOND: That the Company owns 100% of the outstanding shares of each class of the capital stock of NetMotion Wireless Holdings, Inc., a Delaware corporation incorporated on June 8, 2006 (the "**Subsidiary**").

THIRD: That the Company, by the following resolutions of its Board of Directors, duly adopted on June 22, 2022, determined to merge the Subsidiary into itself on the conditions set forth in such resolutions:

WHEREAS, the Company owns one hundred percent of the equity interests of NetMotion Wireless Holdings, Inc., a Delaware corporation (the "**Subsidiary**"), and the Board has determined it to be in the best interests of the Company and its stockholders to merge the Subsidiary with and into the Company in a statutory short form merger pursuant to the provisions of Section 253 of the DGCL, in which the Company will be the surviving corporation of such merger; and

WHEREAS, the Merger (as defined below) shall be effected in connection with similar transactions, forming a larger reorganization, pursuant to the Structure Overview previously adopted and approved by the Board in substantially the form attached hereto as **EXHIBIT A**.

NOW, THEREFORE, BE IT RESOLVED, that the Subsidiary be merged with and into the Company, with the separate existence of the Subsidiary ceasing and the Company being the surviving corporation (the "**Merger**");

RESOLVED FURTHER, that each outstanding share of the Subsidiary's capital stock immediately prior to the Effective Time (as defined below) shall be cancelled without consideration;

RESOLVED FURTHER, that all the property, rights, privileges, powers and franchises of the Subsidiary will vest in the Company as the surviving corporation upon consummation of the Merger, and all debts, liabilities and duties of the Subsidiary will

become the debts, liabilities and duties of the Company as the surviving corporation upon consummation of the Merger;

RESOLVED FURTHER, that the Merger is hereby determined to be fair to, and in the best interests of, the Company and its sole stockholder;

RESOLVED FURTHER, that the officers of the Company be, and each of them hereby is, authorized and directed, for and on behalf of the Company, to cause the Company to execute, deliver and file with the Delaware Secretary of State a Certificate of Ownership and Merger in substantially the form attached hereto as **EXHIBIT B** (the "*Certificate of Ownership and Merger*"), with respect to the Merger, and to execute, deliver and file such additional documents or perform such acts as any of such officers deems necessary or appropriate to carry out the Merger;

RESOLVED FURTHER, that the time when the Merger shall become effective pursuant to the terms and conditions set forth in these resolutions and in the Certificate of Ownership and Merger shall be the time that the Certificate of Ownership and Merger is accepted by the Secretary of State of the State of Delaware (the "*Effective Time*"); and

RESOLVED FURTHER, that the officers of the Company be, and each of them hereby is, authorized and directed, for and on behalf of the Company, to make such filings and applications, to execute and deliver such documents, instruments and certificates, and to do such acts and things as any of such officers deems necessary or appropriate in order to implement the foregoing resolutions.

FOURTH: The Company shall be the surviving corporation.

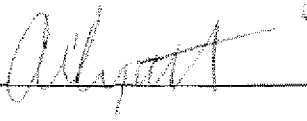
FIFTH: The name of the surviving corporation shall be Mobile Sonic Intermediate, Inc.

SIXTH: The Certificate of Incorporation of the Company, as in effect immediately prior to the Merger, shall be the certificate of incorporation of the surviving corporation until amended in accordance with applicable law.

SEVENTH: The Merger shall become effective on the date of filing of this Certificate of Ownership and Merger with the Delaware Secretary of State.

IN WITNESS WHEREOF, the Company has caused this Certificate of Ownership and Merger to be executed and acknowledged by the authorized officer set forth below on June 22, 2022.

Mobile Sonic Intermediate, Inc.
a Delaware corporation

By:  _____

Name: Christy Wyatt

Title: President & Chief Executive Officer

[Signature Page to Certificate of Ownership and Merger]