

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM845858

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	MERGER		
<b>EFFECTIVE DATE:</b>	10/01/2023		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Grow, Inc.		09/19/2023	Corporation: DELAWARE
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Epicor Software Corporation		
<b>Street Address:</b>	807 Las Cimas Parkway		
<b>City:</b>	Austin		
<b>State/Country:</b>	TEXAS		
<b>Postal Code:</b>	78746		
<b>Entity Type:</b>	Corporation: DELAWARE		
<b>PROPERTY NUMBERS Total: 2</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	5236092		
<b>Registration Number:</b>	5377762	GROW	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	3038630223		
<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>			
<b>Phone:</b>	3038639700		
<b>Email:</b>	mtrudell@sheridanross.com		
<b>Correspondent Name:</b>	Miriam D. Trudell, Sheridan Ross P.C.		
<b>Address Line 1:</b>	1560 Broadway, Suite 1200		
<b>Address Line 4:</b>	Denver, COLORADO 80202		
<b>ATTORNEY DOCKET NUMBER:</b>	5842-234		
<b>NAME OF SUBMITTER:</b>	Julia G. Schroeder		
<b>SIGNATURE:</b>	/Julia G. Schroeder/		
<b>DATE SIGNED:</b>	10/13/2023		
<b>Total Attachments: 5</b>			
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# Delaware

The First State

Page 1

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:

"GROW, INC.", A DELAWARE CORPORATION,

WITH AND INTO "EPICOR SOFTWARE CORPORATION" UNDER THE NAME OF "EPICOR SOFTWARE CORPORATION", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE ON THE TWENTY-NINTH DAY OF SEPTEMBER, A.D. 2023, AT 10:38 O`CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF OWNERSHIP IS THE FIRST DAY OF OCTOBER, A.D. 2023 AT 12:01 O`CLOCK A.M.



  
Jeffrey W. Bullock, Secretary of State

4959190 8100M  
SR# 20233611686

You may verify this certificate online at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)

Authentication: 204280087  
Date: 09-29-23

**TRADEMARK**  
**REEL: 008227 FRAME: 0369**

**CERTIFICATE OF OWNERSHIP AND MERGER**  
**MERGING**  
**GROW, INC.**  
**(a Delaware Corporation)**  
**WITH AND INTO**  
**EPICOR SOFTWARE CORPORATION**  
**(a Delaware Corporation)**

Pursuant to Section 253 of the Delaware General Corporation Law (the “**DGCL**”), Epicor Software Corporation, a Delaware corporation (the “**Corporation**”), does hereby certify to the following information relating to the merger (the “**Merger**”) of Grow, Inc., a Delaware corporation (the “**Subsidiary**”), with and into the Corporation, with the Corporation remaining as the surviving corporation:


1. The Corporation owns all of the outstanding shares of each class of capital stock of the Subsidiary.
2. The Board of Directors of the Corporation, by resolutions duly adopted by unanimous written consent on August 30, 2023 and attached hereto as Exhibit A, determined to merge the Subsidiary with and into the Corporation pursuant to Section 253 of the DGCL.
3. The Corporation shall be the surviving corporation of the Merger.
4. The Certificate of Incorporation of the Corporation, as in effect immediately prior to the Merger, shall be the Certificate of Incorporation of the surviving corporation.
5. This Certificate of Ownership and Merger and the Merger shall become effective on October 1, 2023 at 12:01 a.m. Eastern Standard Time.

*[Signature page follows]*

State of Delaware  
Secretary of State  
Division of Corporations  
Delivered 10:35 AM 09/29/2023  
FILED 10:38 AM 09/29/2023  
SR 20233611686 - File Number 4959190

IN WITNESS WHEREOF, the Corporation has caused this Certificate of Ownership and Merger to be signed as of the date written below by a duly authorized officer, declaring that the facts stated herein are true.

EPICOR SOFTWARE CORPORATION

By:   
Name: Maxwell B. Kallenberger  
Title: Assistant Secretary  
Date: September 19, 2023

**EXHIBIT A  
BOARD RESOLUTIONS**

**GROW**

**WHEREAS**, the Company owns all of the outstanding shares of each class of capital stock of Grow, Inc., a Delaware corporation ("Grow");

**WHEREAS**, the Company and Grow desire to effect a merger pursuant to Section 253, and upon the terms and subject to the conditions set forth in these resolutions, pursuant to which Grow will merge with and into the Company (the "Grow Merger");

**WHEREAS**, the Board has determined that it is fair to, advisable and in the best interest of the Company to file a Certificate of Ownership and Merger in Delaware to effect the Grow Merger;

**WHEREAS**, upon completion of the Grow Merger, the separate existence of Grow shall cease, and the Company shall be the surviving corporation and be possessed of all the estate, property, rights, privileges and franchises of Grow;

**NOW, THEREFORE, BE IT:**

**RESOLVED**, that Grow be merged with and into the Company pursuant to Section 253, so that the separate existence of Grow shall cease as soon as the Grow Merger shall become effective, and the Company shall continue as the surviving corporation; and be it further

**RESOLVED**, that any Authorized Officer be, and each of them hereby is, authorized to prepare and execute the Certificate of Ownership and Merger in accordance with the DGCL, and to file such certificate with the secretary of state of the State of Delaware.

**GENERAL AUTHORIZATION**

**RESOLVED**, that each Authorized Officer be, and each of them hereby is, authorized and empowered, in the name and on behalf of the Company, to do and perform, or cause or authorize to be done and performed, any and all such other acts, deeds and things and to make, execute and deliver, or cause to be made, executed and delivered, in the name and on behalf of the Company, and under the Company's seal (if any), if requested or required, any and all such other agreements, amendments to agreements, certificates, undertakings, consents, acknowledgments, filings, instruments or other documents, with such terms and provisions as any such Authorized Officer may approve or deem necessary or appropriate to effect any and all of the actions and transactions contemplated by or relating to any of the matters contemplated by the resolutions set forth herein, to fulfill the Company's obligations thereunder, or to carry out the purpose and intent of the resolutions set forth herein, the execution, delivery or performance thereof, or the taking of any such action to be conclusive evidence of such approval and authority; and be it further

**RESOLVED**, that all actions heretofore taken by the Company or by any Authorized Officer in connection with the matters referred to by the resolutions set forth herein be, and each of them hereby is, approved, adopted, ratified and confirmed in all respects as the true act and deed of the Company, having the same force as if performed pursuant to the direct authorization of the Board; and be it further

**RESOLVED**, that the omission from these resolutions of any agreement or other arrangement contemplated by any of the agreements or instruments described in the resolutions set forth herein or any action to be taken in accordance with any requirement of any of the agreements or instruments described in the foregoing resolutions shall in no manner derogate from the authority of any Authorized Officer to take all actions necessary, desirable, advisable or appropriate to consummate, effectuate, carry out or further the transactions contemplated by and the intent and purposes of the resolutions set forth herein.