

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

Assignment ID: TM181923

| | | | |
|---|-----------------------------------|------------------------------|----------------------|
| SUBMISSION TYPE: | NEW ASSIGNMENT | | |
| NATURE OF CONVEYANCE: | MERGER AND CHANGE OF NAME | | |
| EFFECTIVE DATE: | 08/10/2023 | | |
| CONVEYING PARTY DATA | | | |
| Name | Formerly | Execution Date | Entity Type |
| Private Internet Access, Inc. | | 08/10/2023 | Corporation: INDIANA |
| NEWLY MERGED ENTITY DATA | | | |
| Name | Execution Date | Entity Type | |
| PIA Private Internet Access, Inc. | 08/10/2023 | Corporation: DELAWARE | |
| MERGED ENTITY'S NEW NAME (RECEIVING PARTY) | | | |
| Company Name: | PIA Private Internet Access. Inc. | | |
| Street Address: | 2590 Welton St. Suite 200 | | |
| City: | Denver | | |
| State/Country: | COLORADO | | |
| Postal Code: | 80205 | | |
| Entity Type: | Corporation: DELAWARE | | |
| PROPERTY NUMBERS Total: 13 | | | |
| Property Type | Number | Word Mark | |
| Registration Number: | 7024826 | ALWAYS USE PROTECTION | |
| Registration Number: | 7160601 | PRIVACY IS OUR POLICY | |
| Registration Number: | 7046885 | | |
| Registration Number: | 7064081 | PRIVATE INTERNET ACCESS | |
| Registration Number: | 4412511 | PRIVATE INTERNET ACCESS | |
| Registration Number: | 5030422 | | |
| Registration Number: | 5103233 | PRIVACY IS OUR POLICY | |
| Registration Number: | 5107472 | PIA | |
| Registration Number: | 5465168 | PRIVATE INTERNET ACCESS MACE | |
| Registration Number: | 5754256 | LETBIRDSFLY | |
| Registration Number: | 5754254 | FLICKTHEMOFF | |
| Registration Number: | 6002479 | DON'T LET THE PAST HAUNT YOU | |
| Registration Number: | 5107812 | ALWAYS USE PROTECTION | |

OP \$340.00.00 97303616

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: 3034597898**Email:** john.arsenault@frontrangelegalservices.com**Correspondent Name:** John Arsenault**Address Line 1:** 10901 W. 120th Ave Suite 120**Address Line 4:** Broomfield, COLORADO 80021

| | |
|---------------------------|----------------|
| NAME OF SUBMITTER: | John Arsenault |
|---------------------------|----------------|

| | |
|-------------------|----------------|
| SIGNATURE: | John Arsenault |
|-------------------|----------------|

| | |
|---------------------|------------|
| DATE SIGNED: | 03/08/2024 |
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Total Attachments: 10

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source=PIA Private Internet Access, Inc.-DE-Certificate of Good Standing (#page1.tif

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TRADEMARK**REEL: 008364 FRAME: 0128**

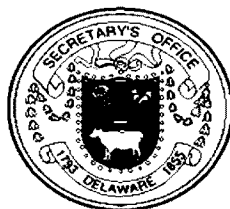
Delaware


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:

"PRIVATE INTERNET ACCESS, INC.", AN INDIANA CORPORATION, WITH AND INTO "KLTM5 HOLDINGS INC." UNDER THE NAME OF "PIA PRIVATE INTERNET ACCESS, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE ON THE TENTH DAY OF AUGUST, A.D. 2023, AT 3:32 O`CLOCK P.M.




Jeffrey W. Bullock, Secretary of State

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SR# 20233219199

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

Authentication: 203977443
Date: 08-16-23

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AGREEMENT AND PLAN OF MERGER

THIS AGREEMENT AND PLAN OF MERGER (this "Plan of Merger") is made and entered into as of August 10, 2023 by and between KLT.M5 Holdings, Inc., a Delaware corporation (the "Corporation"), and Private Internet Access, Inc., an Indiana corporation ("Merger Sub"; the Corporation and Merger Sub are together referred to herein as the "Constituent Corporations").

RECITALS:

WHEREAS, the Corporation owns 100% of the capital stock of Merger Sub and Merger Sub is thus a wholly-owned subsidiary of the Corporation; and the Constituent Corporations desire that Merger Sub merge with and into the Corporation (the "Merger"), with the Corporation surviving upon the terms and subject to the conditions set forth herein and in accordance with the laws of the State of Delaware and the State of Indiana.

NOW, THEREFORE, in consideration of the mutual promises herein made and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the parties hereto agree as follows:

1. The Merger. At the Effective Time (as defined in Section 2 hereof), upon the terms and subject to the conditions set forth in this Plan of Merger and pursuant to the applicable provisions of the Delaware General Corporation Law (the "DGCL") and the Indiana Business Corporation Law (the "IBCL"), Merger Sub shall be merged with and into the Corporation. At the Effective Time, the separate existence of Merger Sub shall cease in accordance with the provisions of the DGCL and the IBCL, respectively, and the Corporation shall continue as the surviving entity in the Merger in accordance with the provisions of the DGCL. The Corporation shall continue its existence under the DGCL unaffected and unimpaired by the Merger. The Merger shall have the effect set forth in Section 259 of the DGCL and Section 23-1-40-6 of the IBCL. Without limiting the generality of the foregoing, and subject thereto, at the Effective Time, all of the properties, rights, privileges, powers and franchises of Merger Sub shall vest in the Corporation, and all obligations, liabilities, and duties of Merger Sub shall become the obligations, liabilities, and duties of the Corporation, as provided under the IBCL and the DGCL.

2. Effectiveness. A Certificate of Ownership and Articles of Merger and such other documents and instruments required by, and complying in all respects with the DGCL and the IBCL, shall be delivered to and filed with the appropriate officials in the State of Delaware and the State of Indiana. The Merger shall become effective upon filing (the "Effective Time").

3. Corporate Name. At the Effective Time, the name of the Corporation shall be changed from KLT.M5 Holdings Inc. to Private Internet Access, Inc.

4. Certificate of Incorporation. The Certificate of Incorporation of the Corporation as in effect immediately before the Effective Time shall be the Certificate of Incorporation of the surviving entity until thereafter changed or amended as provided by the DGCL.

5. Directors and Officers. At the Effective Time, the directors and officers of the Corporation shall continue to be the directors and the officers of the surviving corporation.

**CERTIFICATE OF OWNERSHIP
MERCING
PRIVATE INTERNET ACCESS, INC.
(an Indiana corporation)
INTO
KLTMS HOLDINGS INC.
(a Delaware corporation)**

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

Pursuant to Section 253 of the Delaware General Corporation Law (“DGCL”), KLTMS Holdings Inc., a Delaware corporation incorporated on July 2, 2019 (the “Corporation”) pursuant to the provisions of the DGCL, does hereby certify to the following information relating to the merger (the “Merger”) of Private Internet Access, Inc., an Indiana corporation incorporated on April 8, 2009 (“Merger Sub”) pursuant to the provisions of the Indiana Business Corporation Law (“IBCL”), with and into the Corporation, with the Corporation remaining as the surviving corporation:

1. The Corporation owns all of the outstanding shares of the capital stock of Merger Sub.
2. The Sole Director of the Corporation, by the resolutions attached hereto as Exhibit A duly adopted on August 10, 2023, determined to merge Merger Sub with and into the Corporation.
3. The Corporation shall be the surviving corporation in the Merger.
4. Effective upon the filing of the Certificate of Ownership with the Secretary of State of the State of Delaware, the name of the Corporation shall be changed from KLTMS Holdings Inc. to PIA Private Internet Access, Inc.
5. The Certificate of Incorporation of the Corporation, as in effect immediately prior to the Merger, shall be the Certificate of Incorporation of the Corporation.

[Signature Page Follows]

IN WITNESS WHEREOF, the Corporation has caused this Certificate of Ownership to be signed by its duly authorized officer, this 10th day of August, 2023.

KLTM5 HOLDINGS INC.

By: /s/ Loukia Avraamidou
Authorized Officer
Name: Loukia Avraamidou
Title: President

6. Shares of Stock of Merger Sub and the Corporation. At the Effective Time, each share of capital stock of Merger Sub that is issued and outstanding immediately prior to the Effective Time shall, by virtue of the Merger and without any action on the part of the holder thereof, cease to be outstanding, shall be canceled and retired without any payment or any consideration and shall cease to exist. The capital stock of the Corporation shall remain unaffected by the Merger.

7. Further Action. Each party hereto shall, subject to the fulfillment at or before the Effective Time of each of the conditions of performance set forth herein or the waiver thereof, perform such further acts and execute such documents as may reasonably be required to effect the Merger.

8. Assignment: Binding Effect: Benefit. Neither this Plan of Merger nor any of the rights, interests or obligations hereunder shall be assigned by any of the parties hereto (whether by operation of law or otherwise) without the prior written consent of the other parties. Subject to the preceding sentence, this Plan of Merger shall be binding upon and shall inure to the benefit of the parties hereto and their respective successors and assigns. Notwithstanding anything contained in this Plan of Merger to the contrary, nothing in this Plan of Merger, expressed or implied, is intended to confer on any person other than the parties hereto or their respective successors and assigns any rights, remedies, obligations or liabilities under or by reason of this Plan of Merger.

9. Entire Plan of Merger. This Plan of Merger and any documents delivered by the parties hereto in connection herewith constitute the entire agreement among the parties with respect to the subject matter hereof and supersede all prior agreements and understandings among the parties with respect thereto. No addition to or modification of any provision of this Plan of Merger shall be binding upon any party hereto unless made in writing and signed by the parties hereto.

10. Amendment. This Plan of Merger may be amended by the parties hereto, by action taken by their respective authorized officer, persons or governing bodies, at any time before the Effective Time. No provision of this Plan of Merger may be waived or amended except by an instrument in writing signed, in the case of an amendment, by all the parties hereto, or, in the case of a waiver, by the party against whom enforcement of such waiver is sought. The waiver by any party hereto of a breach of any provision hereunder shall not operate or be construed as a waiver of any prior or subsequent breach of the same or any other provision hereunder.

11. Governing Law. This Plan of Merger shall be governed by and construed in accordance with the laws of the State of Delaware without regard to the conflicts of law principles thereof.

12. Counterparts. This Plan of Merger may be executed by the parties hereto in separate counterparts, each of which so executed and delivered shall be an original, but all such counterparts shall together constitute one and the same instrument.

13. Headings. Headings of the Articles and Sections of this Plan of Merger are for the convenience of the parties only, and shall be given no substantive or interpretive effect whatsoever.

EXHIBIT A

RESOLUTIONS OF THE SOLE DIRECTOR OF KLTM5 HOLDINGS INC.

August 10, 2023

The following resolutions of the sole director (the "Sole Director") of KLTM5 Holdings Inc., a Delaware corporation (the "Corporation"), were adopted by written consent of the Sole Director on the date indicated above.

WHEREAS, the Corporation owns 100% of the capital stock of Private Internet Access, Inc., a corporation incorporated in Indiana on April 8, 2009 ("Merger Sub") pursuant to the provisions of the Indiana Business Corporation Law ("IBCL");

WHEREAS, the Corporation, effective upon the filing of a Certificate of Ownership with the Secretary of State of the State of Delaware (the "Effective Time"), will assume all the liabilities of and to be possessed of all the estate, property, rights, privileges and franchises of Merger Sub and otherwise have all the rights and obligations of Merger Sub (the "Merger").

NOW, THEREFORE, BE IT:

RESOLVED, that, in accordance with the DGCL and IBCL, the Corporation shall merge Merger Sub with and into itself and shall assume all the liabilities and shall be possessed of all the estate, property, rights, privileges and franchises of Merger Sub and otherwise have all the rights and obligations of Merger Sub.

RESOLVED, that all of the shares of common stock of Merger Sub (the "Merger Sub Common Stock") that are issued and outstanding immediately prior to the Effective Time shall, by virtue of the Merger and at the Effective Time, and without further action on the part of any holder thereto, be cancelled and cease to exist to the extent such shares of Merger Sub Common Stock are held by the Corporation.

RESOLVED, that upon the Effective Time, the Corporation shall relinquish its corporate name of KLTM5 Holdings Inc. and shall assume in place thereof the corporate name of PIA Private Internet Access, Inc.

RESOLVED, that in connection with the foregoing resolutions, any officer of the Corporation (the "Authorized Officers"), acting individually, hereby is authorized, empowered and directed, in the name and on behalf of the Corporation to execute and deliver a Certificate of Ownership setting forth a copy of the resolutions to merge Merger Sub with and into the Corporation and assume the liabilities and obligations of Merger Sub, and to file the same with the Secretary of State of the State of Delaware, and a certified copy thereof, if required by applicable law, in the office of the Recorder of Deeds of New Castle County.

RESOLVED, that the Authorized Officers be, and they hereby are, authorized and directed to do all acts and things whatsoever, whether within or without the State of Delaware, which may be in any way necessary or proper to effect the Merger.

14. Severability. Any term or provision of this Plan of Merger which is invalid or unenforceable in any jurisdiction shall, as to that jurisdiction, be ineffective to the extent of such invalidity or unenforceability without rendering invalid or unenforceable the remaining terms and provisions of this Plan of Merger or affecting the validity or enforceability of any of the terms or provisions of this Plan of Merger in any other jurisdiction. If any provision of this Plan of Merger is so broad as to be unenforceable, the provision shall be interpreted to be only so broad as is enforceable.

[Signature page follows]

RESOLVED, that the Authorized Officers, be, and they hereby are authorized and directed to file, execute, acknowledge and deliver, for and on behalf of the Corporation and Merger Sub, any and all notices, certificates, agreements, amendments, instruments and other documents and to perform and do or cause to be performed or done any and all such acts or things and to pay or cause to be paid all necessary fees and expenses, in each case in the name and on behalf of the Corporation or Merger Sub, as appropriate they or any of them may deem necessary or advisable to effectuate or carry out the intent and purposes of the foregoing resolutions, the taking of any such action to be deemed conclusive evidence of the due authorization thereof by the Sole Director.

RESOLVED, that all actions heretofore taken by the Authorized Officers on behalf of the Corporation or its affiliates in furtherance of the matters contemplated in these resolutions be, and they hereby are, ratified, adopted and approved in all respects.

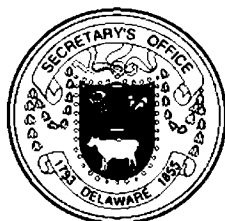
Name: Loukia Avraamidou
Title: Secretary

Delaware

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The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "PIA PRIVATE INTERNET ACCESS, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE SIXTEENTH DAY OF FEBRUARY, A.D. 2024.



7497856 8300

SR# 20240551409

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

A handwritten signature in black ink, appearing to read "JBULLOCK", is written over a horizontal line. Below the line, the text "Jeffrey W. Bullock, Secretary of State" is printed.

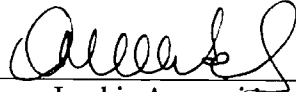
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Date: 02-16-24

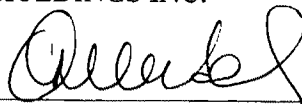
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IN WITNESS WHEREOF, the parties hereto have executed this Agreement and Plan of Merger on the date first written above.

PRIVATE INTERNET ACCESS, INC.

By: 
Name: Loukia Avraamidou
Title: President

KLTM5 HOLDINGS INC.

By: 
Name: Loukia Avraamidou
Title: President

[Signature page to the Agreement and Plan of Merger of
Private Internet Access, Inc. and KLTM5 Holdings Inc.]