

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
 Stylesheet Version v1.2

ETAS ID: TM358609

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	MERGER		
<b>EFFECTIVE DATE:</b>	07/01/2015		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
SEMCAT Corporation		10/14/2015	CORPORATION: DELAWARE
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Applied Systems, Inc.		
<b>Street Address:</b>	200 Applied Parkway		
<b>City:</b>	University Park		
<b>State/Country:</b>	ILLINOIS		
<b>Postal Code:</b>	60484		
<b>Entity Type:</b>	CORPORATION: DELAWARE		
<b>PROPERTY NUMBERS Total: 1</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	3278878	SEMCAT	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	7085345609		
<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>	708-534-5575		
<b>Email:</b>	legal@appliedsystems.com		
<b>Correspondent Name:</b>	Andrew J. Long		
<b>Address Line 1:</b>	200 Applied Parkway		
<b>Address Line 2:</b>	Legal Department		
<b>Address Line 4:</b>	University Park, ILLINOIS 60484		
<b>NAME OF SUBMITTER:</b>	Andrew J. Long		
<b>SIGNATURE:</b>	/Andrew J. Long/		
<b>DATE SIGNED:</b>	10/14/2015		
<b>Total Attachments: 5</b>			
source=Certificate of Ownership and Merger_SEMCAT - as filed with DE SOS#page1.tif			
source=Certificate of Ownership and Merger_SEMCAT - as filed with DE SOS#page2.tif			
source=Certificate of Ownership and Merger_SEMCAT - as filed with DE SOS#page3.tif			
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OP \$40.00 3278878



# Delaware

PAGE 1

*The First State*

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:

"SEMCAT CORPORATION", A DELAWARE CORPORATION,  
WITH AND INTO "APPLIED SYSTEMS, INC." UNDER THE NAME OF  
"APPLIED SYSTEMS, INC.", A CORPORATION ORGANIZED AND EXISTING  
UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED  
IN THIS OFFICE THE THIRTIETH DAY OF JUNE, A.D. 2015, AT 4:33  
O'CLOCK P.M.


A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE  
NEW CASTLE COUNTY RECORDER OF DEEDS.

4201382 8100M

150994238



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

  
Jeffrey W. Bullock, Secretary of State  
AUTHENTICATION: 2520926

DATE: 07-01-15

TRADEMARK  
REEL: 005645 FRAME: 0184

**CERTIFICATE OF OWNERSHIP AND MERGER**

of

**SEMCAT CORPORATION  
(A DELAWARE CORPORATION)**

with and into

**APPLIED SYSTEMS, INC.  
(A DELAWARE CORPORATION)**

Pursuant to the provisions of Section 253 of the Delaware General Corporation Law (the "DGCL"), Applied Systems, Inc., a Delaware corporation, ("Applied"), and owner of SEMCAT Corporation, a Delaware corporation and a wholly-owned subsidiary of Applied ("SEMCAT"), adopts the following Certificate of Ownership and Merger for the purpose of merging SEMCAT with and into Applied, with Applied being the surviving corporation to be governed by and existing under the laws of the State of Delaware (the "Merger").

1. Applied owns one hundred percent (100%) of the issued and outstanding capital stock of SEMCAT.
2. On June 8, 2015, the board of directors of Applied approved and adopted the resolutions attached hereto as Exhibit A approving the Merger. The Merger has been adopted, approved, certified, executed and acknowledged by Applied in accordance with DGCL Section 253.
3. Applied is the surviving corporation and its name shall remain Applied Systems, Inc.
4. The merger shall be effective as of 12:01 a.m. CDT on July 1, 2015.
5. The certificate of incorporation of Applied shall be the Certificate of Incorporation of the surviving corporation.

IN WITNESS WHEREOF, Applied has executed this Certificate of Ownership and Merger on the 30th day of June, 2015.

**APPLIED SYSTEMS, INC.**

a Delaware corporation

By: 

Name: Ryan Hobbs

Title: CFO

TRADEMARK

REEL: 005645 FRAME: 0186

## Exhibit A

WHEREAS, the Board has been presented with an Agreement and Plan of Merger in the form attached hereto as Exhibit B (the "*Merger Agreement*") between the Company and SEMCAT, which provides, among other things, for the merger of SEMCAT with and into the Company, with the Company being the surviving corporation on the terms and subject to the conditions set forth in the Merger Agreement (the "*Merger*").

NOW, THEREFORE, BE IT RESOLVED, that the Board determines that the Merger Agreement and the transactions contemplated by the Merger Agreement, including the Merger, are advisable and in the best interests of the Company and its stockholder;

FURTHER RESOLVED, that the form, terms and conditions of the Merger Agreement, be, and the same hereby are, in all respects approved and adopted by the Board, and the Merger, the other transactions contemplated by the Merger Agreement, and all other actions or matters necessary or appropriate to give effect to the foregoing be, and the same hereby are, in all respects approved by the Board;

FURTHER RESOLVED, that the Authorized Officers, or any of them, be, and each of them hereby is, authorized, in the name of and on behalf of the Company, to execute and deliver the Merger Agreement, in substantially the form attached hereto, with such modifications as the Authorized Officers may approve, such approvals to be conclusively evidenced by the execution thereof;

FURTHER RESOLVED, that the Authorized Officers, or any of them, be, and each of them hereby is, authorized to execute and file with the Secretary of State of the State of Delaware, in the name and on behalf of the Company, a certificate of ownership and merger in accordance with Section 253 of the DGCL in order to effect the Merger as contemplated by the Merger Agreement, and any and all additional documents and information to be filed therewith in such form as the Authorized Officer executing the same may approve, such approval to be conclusively evidenced by such Authorized Officer's execution and delivery thereof;

FURTHER RESOLVED, that the Authorized Officers, or any of them, be, and each of them hereby is, authorized, in the name of and on behalf of the Company, to negotiate, execute and deliver, any and all agreements, undertakings, documents, instruments or certificates referred to in, or contemplated by the Merger Agreement (the "*Merger Transaction Documents*"), and the Company is hereby authorized to perform all of its obligations under any such agreements, undertakings, documents, instruments or certificates referred to in, or contemplated by the Merger Transaction Documents in such form as the Authorized Officers executing the same may approve, such approval to be conclusively evidenced by the execution thereof, and to take any and all actions that any such Authorized Officer shall deem necessary or advisable to consummate the Merger and the other transactions contemplated by the Merger Transaction Documents;

FURTHER RESOLVED, that the Authorized Officers, or any of them, be, and each of them hereby is, authorized in the name of and on behalf of the Company to pay all necessary and reasonable fees incurred in connection with the Merger and the other transactions contemplated by the Merger Transaction Documents, including, without limitation, all fees and expenses of the accounting, legal and financial advisors retained by the Company and filing fees to be made to any governmental

agency, and to make such other payments as any such Authorized Officers shall deem to be necessary or advisable, such payments to be conclusive evidence of such Authorized Officer's determination;

**FURTHER RESOLVED**, that any and all actions heretofore taken by an Authorized Officer in connection with any matter referred to in any of the foregoing resolutions are hereby approved, ratified and confirmed in all respects as fully as if such actions had been presented to this Board for its approval prior to such actions having been taken;

**FURTHER RESOLVED**, that the Authorized Officers, or any of them, be, and each of them hereby is, authorized, in the name of and on behalf of the Company, to prepare, execute, deliver and file such certificates, documents, instruments, notifications, agreements, or other papers and to do or cause to be done all such acts and things as the Authorized Officers, or any of them, may deem necessary or advisable in order to effectuate the Merger or the other transactions contemplated by the Merger Transaction Documents or to otherwise carry out fully the intent and purposes of the foregoing resolutions.

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