

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM395153

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	MERGER		
<b>EFFECTIVE DATE:</b>	08/23/2013		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Quadrant 4 Systems Corporation		04/23/2013	Corporation: FLORIDA
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Q4 Systems Corporation		
<b>Street Address:</b>	1501 E. Woodfield Road, Suite 205 S		
<b>City:</b>	Schaumburg		
<b>State/Country:</b>	ILLINOIS		
<b>Postal Code:</b>	60173		
<b>Entity Type:</b>	Corporation: ILLINOIS		
<b>PROPERTY NUMBERS Total: 2</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	4004157	1INVOICE	
<b>Registration Number:</b>	4665421	EMPOWHR	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	3129774405		
<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>	312-425-8617		
<b>Email:</b>	chitm@nixonpeabody.com		
<b>Correspondent Name:</b>	Janet M. Garetto/Nixon Peabody LLP		
<b>Address Line 1:</b>	70 W. Madison Street, 35th Floor		
<b>Address Line 4:</b>	Chicago, ILLINOIS 60602		
<b>NAME OF SUBMITTER:</b>	Janet L. Miller		
<b>SIGNATURE:</b>	/Janet L. Miller/		
<b>DATE SIGNED:</b>	08/15/2016		
<b>Total Attachments: 7</b>			
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FORM BCA 11.25 (rev. Dec. 2003)  
ARTICLES OF MERGER,  
CONSOLIDATION OR EXCHANGE  
Business Corporation Act

Secretary of State  
Department of Business Services  
501 S. Second St., Rm. 350  
Springfield, IL 62756  
217-782-6961  
www.cyberdriveillinois.com

PAID

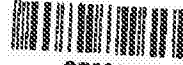
APR 25 2013

EXPEDITED  
SECRETARY OF STATE

FILED

APR 25 2013

JESSE WHITE  
SECRETARY OF STATE



CP0037309

Remit payment in the form of a  
check or money order payable  
to Secretary of State.

Filing fee is \$100, but if merger or  
consolidation involves more than two  
corporations, submit \$50 for each  
additional corporation.

File # 6898-063-1 Filing Fee: \$ 100.00 Approved: lt

----- Submit in duplicate ----- Type or Print clearly in black ink ----- Do not write above this line -----

NOTE: Strike inapplicable words in Items 1, 3, 4 and 5.

1. Names of Corporations proposing to ~~consolidate~~ <sup>merge</sup> and State or Country of incorporation.  
~~exchange shares~~

Name of Corporation	State or Country of Incorporation	Corporation File Number
<u>Q4 Systems Corporation</u>	<u>Illinois</u>	<u>68980631</u>
<u>Quadrant 4 Systems Corporation</u>	<u>Florida</u>	<u>6809-923-4</u>
_____	_____	_____
_____	_____	_____

2. The laws of the state or country under which each Corporation is incorporated permits such merger, consolidation or exchange.

3. a. Name of the ~~new~~ <sup>surviving</sup> corporation: Q4 Systems Corporation  
~~acquiring~~

b. Corporation shall be governed by the laws of: Illinois

For more space, attach additional sheets of this size.

4. Plan of ~~consolidation~~ <sup>merger</sup> is as follows:  
~~exchange~~

Pursuant to agreement, Shareholders of Quadrant 4 Systems Corporation shall exchange each share of Quadrant 4 Systems Corporation for a new share of Q4 Systems Corporation.

**AGREEMENT AND PLAN OF MERGER  
BETWEEN  
Q4 SYSTEMS CORPORATION  
AND  
QUADRANT 4 SYSTEMS CORPORATION**

This AGREEMENT AND PLAN OF MERGER (this "Merger Agreement") is entered into as of August 23rd, 2013, between Quadrant 4 Systems Corporation, a Florida corporation ("Disappearing Corporation") and Q4 Systems Corporation, an Illinois corporation ("Surviving Corporation"). Disappearing Corporation and Surviving Corporation are sometimes collectively referred to in this Agreement as the "Constituent Corporations."

**RECITALS**

- A. Surviving Corporation is a corporation organized and existing under the laws of the State of Illinois. As of the date hereof, the authorized capital stock of Surviving Corporation consists of one class of shares, consisting of 200,000,000 shares of Common Stock having a par value of \$0.00 per share, of which 1,000 shares are issued and outstanding;
- B. Disappearing Corporation is a corporation organized and existing under the laws of the State of Florida. As of the date hereof, the authorized capital stock of Disappearing Corporation consists of one class of shares, consisting of 5,000,000,000 shares of Common Stock having a par value of \$0.001 per share, of which 51,740,448 shares are issued and outstanding;
- C. Disappearing Corporation and Surviving Corporation have deemed it advisable and in the best interests of each of the Constituent Corporations, respectively, and their respective shareholders, that Disappearing Corporation be merged with and into Surviving Corporation (the "Merger") as authorized by the laws of the States of Illinois and Florida and pursuant to the terms and conditions of this Merger Agreement.

In consideration of the foregoing recitals, the covenants and conditions set forth herein, and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the parties hereto agree as follows:

- 1. **Merger; Effectiveness.** The Disappearing Corporation shall be merged with and into Surviving Corporation pursuant to the applicable provisions of the Illinois Business Corporation Act, and the Florida Corporation Law and in accordance with the terms and conditions of this Agreement. Upon the execution by the Constituent Corporations of Articles of Merger incorporating this Merger

Agreement and the filing of such Articles of Merger with the Secretaries of State of Illinois and Florida and upon execution by the Constituent Corporations of a Certificate of Merger incorporating this Merger Agreement and the filing of such Certificate of Merger with the Secretary of State of the State of Illinois, the Merger shall become effective at the time of filing and on the date of filing the Articles of Merger and Certificate of Merger (the "Effective Time") of the Merger.

2. **Articles of Incorporation.** The Certificate of Incorporation of the Surviving Corporation shall, at the Effective Time of the Merger, be the Articles of Incorporation of the Surviving Corporation.
3. **Bylaws.** The Bylaws of Surviving Corporation in effect at the Effective Time of the Merger shall be the Bylaws of the Surviving Corporation
4. **Directors and Officers.** The directors and officers of the Surviving Corporation immediately after the Effective Time will be as follows:

Dhru Desai - Chairman of the Board of Directors, Chief Financial Officer  
Nandu Thondavadi Director - Chief Executive Officer

5. **Exchange of Shares**

a) *Exchange Ratio.* As of the Effective Time of the Merger, by virtue of the Merger and without any action on the part of the holders thereof: (a) each share of the Disappearing Corporation Common Stock issued and outstanding immediately prior to the Effective Time, will be converted into One (1) share of fully paid and nonassessable shares of Surviving Corporation Common Stock;

b) *No Fractional Shares.* No fractional shares of Surviving Corporation Common Stock will be issued in connection with the Merger.

c) *Dissenting Shares.* No Dissenter's rights apply as the Merger was unanimously approved by the shareholder.

d) *Surrender and Exchange of Outstanding Certificates.* Following the closing, the shares of Common Stock of the Disappearing Corporation that are outstanding immediately prior thereto will be surrendered in exchange for the shares of Common Stock of the Surviving Corporation.

6. **Implementation.** Each of the Constituent Corporations shall take, or cause to be taken, all action or do, or cause to be done, all things necessary, proper or advisable under the laws of the States of Illinois and Florida to consummate and make effective the Merger

7. **Transfer Agent.** The Surviving Corporation shall serve as its own transfer agent.

8. **Amendment.** This Merger Agreement may, to the extent permitted by law, be amended, supplemented or interpreted at any time by action taken by the Board of Directors of all the Constituent Corporations; provided, however, that this Merger Agreement may not be amended or supplemented after having been approved by the shareholders of a Constituent Corporation except by a vote or consent of shareholders in accordance with applicable law, prior to filing the

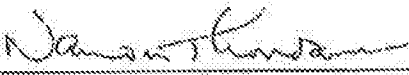
Articles of Merger.

1

IN WITNESS WHEREOF, the parties hereto have duly executed and delivered this AGREEMENT AND PLAN OF MERGER as of the date first set forth above.


**Q4 Systems Corporation (an Illinois corporation)**

Dated: April 23, 2013

By:   
Its president

**Quadrant 4 Systems Corporation  
(a Florida Corporation)**

Dated: April 23, 2013

By:   
Its president

FORM **BCA 10.30** (rev. Dec. 2003)  
**ARTICLES OF AMENDMENT**  
Business Corporation Act

Secretary of State  
Department of Business Services  
Springfield, IL 62756  
217-782-1832  
www.cyberdriveillinois.com

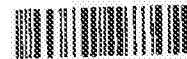
Remit payment in the form of a  
check or money order payable  
to Secretary of State.

**FILED**  
**APR 25 2013**  
JESSE WHITE  
SECRETARY OF STATE

**PAID**  
**APR 25 2013**  
**EXPEDITED**  
SECRETARY OF STATE

File # 6898-063-1 Filing Fee: \$50 Approved lt

----- Submit in duplicate ----- Type or Print clearly in black ink ----- Do not write above this line -----



CP0035745

1. Corporate Name (See Note 1 on page 4.): Q4 Systems Corporation

2. Manner of Adoption of Amendment:  
The following amendment to the Articles of Incorporation was adopted on April 20 2013  
in the manner indicated below: Month & Day Year

Mark an "X" in one box only.

- By a majority of the incorporators, provided no directors were named in the Articles of Incorporation and no directors have been elected. (See Note 2 on page 4.)
- By a majority of the board of directors, in accordance with Section 10.10, the Corporation having issued no shares as of the time of adoption of this amendment. (See Note 2 on page 4.)
- By a majority of the board of directors, in accordance with Section 10.15, shares having been issued but shareholder action not being required for the adoption of the amendment. (See Note 3 on page 4.)
- By the shareholders, in accordance with Section 10.20, a resolution of the board of directors having been duly adopted and submitted to the shareholders. At a meeting of shareholders, not less than the minimum number of votes required by statute and by the Articles of Incorporation were voted in favor of the amendment. (See Note 4 on page 4.)
- By the shareholders, in accordance with Sections 10.20 and 7.10, a resolution of the board of directors having been duly adopted and submitted to the shareholders. A consent in writing has been signed by shareholders having not less than the minimum number of votes required by statute and by the Articles of Incorporation. Shareholders who have not consented in writing have been given notice in accordance with Section 7.10. (See Notes 4 and 5 on page 4.)
- By the shareholders, in accordance with Section 10.20, a resolution of the board of directors having been duly adopted and submitted to the shareholders. A consent in writing has been signed by all the shareholders entitled to vote on this amendment. (See Note 5 on page 4.)

3. Text of Amendment:  
a. When amendment effects a name change, insert the New Corporate Name below. Use page 2 for all other amendments.

Article 1: Name of the Corporation: \_\_\_\_\_  
New Name

(All changes other than name include on page 2.)

**Text of Amendment**

b. If amendment affects the corporate purpose, the amended purpose is required to be set forth in its entirety.  
For more space, attach additional sheets of this size.

**Article 4.**

**4. Authorized Shares**

<b>Class</b>	<b>Number of Shares Authorized</b>
<b>COMMON</b>	<b>200,000,000</b>



4. The manner, if not set forth in Article 3b, in which any exchange, reclassification or cancellation of issued shares, or a reduction of the number of authorized shares of any class below the number of issued shares of that class, provided for or effected by this amendment, is as follows (if not applicable, insert "No change"):

No Change

5. a. The manner, if not set forth in Article 3b, in which said amendment effects a change in the amount of paid-in capital is as follows (if not applicable, insert "No change"):  
(Paid-in capital replaces the terms Stated Capital and Paid-in Surplus and is equal to the total of these accounts.)

No Change

b. The amount of paid-in capital as changed by this amendment is as follows (if not applicable, insert "No change"):  
(Paid-in Capital replaces the terms Stated Capital and Paid-in Surplus and is equal to the total of these accounts.)  
(See Note 6 on page 4.)

	Before Amendment	After Amendment
Paid-in Capital:	\$ _____	\$ <u>No Change</u>

Complete either Item 6 or Item 7 below. All signatures must be in BLACK INK.

6. The undersigned Corporation has caused this statement to be signed by a duly authorized officer who affirms, under penalties of perjury, that the facts stated herein are true and correct.

Dated April 20, 2013 Q4 Systems Corporation  
Month & Day Year Exact Name of Corporation

Nandu Thondavadi  
Any Authorized Officer's Signature

Nandu Thondavadi, CGO  
Name and Title (type or print)

7. If amendment is authorized pursuant to Section 10.10 by the incorporators, the incorporators must sign below, and type or print name and title.

OR

If amendment is authorized by the directors pursuant to Section 10.10 and there are no officers, a majority of the directors, or such directors as may be designated by the board, must sign below, and type or print name and title.

The undersigned affirms, under penalties of perjury, that the facts stated herein are true and correct.

Dated April 20, '13  
Month & Day Year

\_\_\_\_\_  
 \_\_\_\_\_  
 \_\_\_\_\_

\_\_\_\_\_  
Nandu Thondavadi, Incorporator  
 \_\_\_\_\_  
 \_\_\_\_\_