

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM414061

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	MERGER		
<b>EFFECTIVE DATE:</b>	10/01/2013		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Privasoft Corp.		10/01/2013	Corporation: CANADA
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	CSDC Systems Inc.		
<b>Street Address:</b>	1705 Tech Avenue		
<b>Internal Address:</b>	Suite 1		
<b>City:</b>	Mississauga, Ontario		
<b>State/Country:</b>	CANADA		
<b>Postal Code:</b>	L4W0A2		
<b>Entity Type:</b>	Corporation: CANADA		
<b>PROPERTY NUMBERS Total: 1</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	3230249	ACCESSPRO	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	6179372400		
<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>	6179372418		
<b>Email:</b>	aanderson@cooley.com		
<b>Correspondent Name:</b>	Anna Anderson c/o Cooley LLP		
<b>Address Line 1:</b>	1299 Pennsylvania Ave., NW		
<b>Address Line 2:</b>	Suite 700		
<b>Address Line 4:</b>	Washington, D.C. 20004		
<b>NAME OF SUBMITTER:</b>	Anna Anderson		
<b>SIGNATURE:</b>	/Anna Anderson/		
<b>DATE SIGNED:</b>	01/30/2017		
<b>Total Attachments: 23</b>			
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5. Method of amalgamation, check A or B  
 Méthode choisie pour la fusion – Cocher A ou B :

A - **Amalgamation Agreement / Convention de fusion :**

The amalgamation agreement has been duly adopted by the shareholders of each of the amalgamating corporations as required by subsection 176 (4) of the *Business Corporations Act* on the date set out below.  
 Les actionnaires de chaque société qui fusionne ont dûment adopté la convention de fusion conformément au paragraphe 176(4) de la *Loi sur les sociétés par actions* à la date mentionnée ci-dessous.

or  
ou

B - **Amalgamation of a holding corporation and one or more of its subsidiaries or amalgamation of subsidiaries / Fusion d'une société mère avec une ou plusieurs de ses filiales ou fusion de filiales :**

The amalgamation has been approved by the directors of each amalgamating corporation by a resolution as required by section 177 of the *Business Corporations Act* on the date set out below.  
 Les administrateurs de chaque société qui fusionne ont approuvé la fusion par voie de résolution conformément à l'article 177 de la *Loi sur les sociétés par actions* à la date mentionnée ci-dessous.

The articles of amalgamation in substance contain the provisions of the articles of incorporation of  
 Les statuts de fusion reprennent essentiellement les dispositions des statuts constitutifs de

CSDC Systems Inc.

and are more particularly set out in these articles.  
 et sont énoncés textuellement aux présents statuts.

Names of amalgamating corporations Dénomination sociale des sociétés qui fusionnent	Ontario Corporation Number Numéro de la société en Ontario	Date of Adoption/Approval Date d'adoption ou d'approbation		
		Year année	Month mois	Day jour
CSDC Systems Inc.	1834283	2013	09	26
2100929 Ontario Limited	2100929	2013	09	25
Decision Academic Inc.	1535969	2013	09	25
Privasoft Corp.	1881626	2013	09	25
Privasoft International Inc.	1684259	2013	09	25

6. Restrictions, if any, on business the corporation may carry on or on powers the corporation may exercise.  
Limites, s'il y a lieu, imposées aux activités commerciales ou aux pouvoirs de la société.

There are no restrictions on business the Corporation may carry on or on powers the Corporation may exercise.

7. The classes and any maximum number of shares that the corporation is authorized to issue:  
Catégories et nombre maximal, s'il y a lieu, d'actions que la société est autorisée à émettre :

An unlimited number of Common shares  
An unlimited number of Class A Common shares

8. Rights, privileges, restrictions and conditions (if any) attaching to each class of shares and directors authority with respect to any class of shares which may be issued in series:

Droits, privilèges, restrictions et conditions, s'il y a lieu, rattachés à chaque catégorie d'actions et pouvoirs des administrateurs relatifs à chaque catégorie d'actions qui peut être émise en série :

See Pages 4A and 4B

## SCHEDULE A

### COMMON SHARES

1. The Common shares shall have the right to vote attached thereto on the basis of one (1) vote per share.
2. The Common shares shall have the right, subject to the privileges, restrictions and conditions attaching to any other class of share of the Corporation, to receive the remaining property of the Corporation upon dissolution.
3. The Common shares shall have the right to receive any dividend declared by the Board of Directors of the Corporation.

### CLASS A COMMON SHARES

1. The holders of the Class A Common shares shall not be entitled to receive notice of or to attend and vote at any meetings of the shareholders of the Corporation.
2. The holders of the Class A Common shares shall be entitled to receive non-cumulative dividends as the Board of Directors of the Corporation may in their discretion determine and declare, from time to time.
3. Redemption by the Corporation. The Corporation may, upon written notice as herein provided, redeem the whole or any part of the Class A Common shares of any holder(s) upon payment of the paid up capital of the Class A Common shares to be redeemed (the "**Redemption Price**") plus all declared and unpaid dividends thereon (the whole constituting and being herein referred to as the "**Class A Redemption Amount**"). Notice in writing of such redemption shall be given by mailing such notice to the registered holder(s) of the shares to be redeemed, specifying the date (herein called the "**Class A Redemption Date**") and place or places of redemption. Upon the Class A Redemption Date, the Corporation shall pay or cause to be paid to the registered holder of each Class A Common share to be redeemed, the Class A Redemption Amount therefor on presentation and surrender of the Certificate(s) representing such Class A Common share(s). If a part only of the Class A Common shares represented by any Certificate shall be redeemed, a new Certificate for the balance shall be issued at the expense of the Corporation.
4. Retraction. Any registered holder of Class A Common shares may, at his option, upon giving notice as herein provided, require the Corporation at any time or times to redeem all or any part of the Class A Common shares held by him and the Corporation shall pay to such holder for each share which the holder requires to be redeemed an amount equal to the Class A Redemption Amount. In the event that any registered holder of Class A Common shares desires to require the redemption, as aforesaid, of all or any part of the Class A Common shares held by him, such registered holder shall provide the Corporation with written notice and shall specify therein the number of Class A Common shares to be so redeemed. Upon receipt of such notice by the Corporation it shall pay or cause to be paid to

the order of the registered holder of such Class A Common shares the Class A Redemption Amount on presentation and surrender at the registered office of the Corporation of the Certificate(s) representing the Class A Common shares to be redeemed and a new Certificate for the balance, if any, shall be issued at the expense of the Corporation.

5. The Class A Common shares shall have the right, subject to the privileges, restrictions and conditions attaching to any other class of share of the Corporation, to receive before any distribution of any part of the assets or property of the Corporation among the holders of the Common shares, or any other shares ranking junior to the Class A Common shares, an amount equal to the paid up capital of the Class A Common shares; where insufficient assets or property of the Corporation remain to provide such amount to the Class A Common shareholders, such remaining assets or property shall then be divided on a pro rata basis. After payment to the holders of the Class A Common shares of the amount so payable to them as herein provided, they shall not be entitled to share in any further distribution of the property or assets of the Corporation.
6. The holders of the Class A Common shares are not entitled to vote separately as a class upon a proposal to amend the articles to,
  - (a) increase or decrease any maximum number of authorized Class A Common shares, or increase any maximum number of authorized shares of a class or series having rights or privileges equal or superior to the Class A Common shares;
  - (b) effect an exchange, reclassification or cancellation of the Class A Common shares; or
  - (c) create a new class or series of shares equal or superior to the Class A Common shares,and shall not be entitled to dissent with respect to such amendment.



9. The issue, transfer or ownership of shares is/is not restricted and the restrictions (if any) are as follows:  
L'émission, le transfert ou la propriété d'actions est/n'est pas restreint. Les restrictions, s'il y a lieu, sont les suivantes :

The shares of the Corporation shall be subject to the restriction on transfer of securities set out under Other provisions.

10. Other provisions, (if any):  
Autres dispositions, s'il y a lieu :

1. The securities of the Corporation, other than non-convertible debt securities, shall not be transferred without the approval of the board of directors or of the holder or holders of more than 50% of the voting shares of the Corporation, to be evidenced in either case by a resolution of such directors or shareholders.
2. Two or more classes of shares or two or more series within a class of shares may have the same rights, privileges, restrictions and conditions.

11. The statements required by subsection 178(2) of the *Business Corporations Act* are attached as Schedule "A".  
Les déclarations exigées aux termes du paragraphe 178(2) de la *Loi sur les sociétés par actions* constituent l'annexe A.
12. A copy of the amalgamation agreement or directors' resolutions (as the case may be) is/are attached as Schedule "B".  
Une copie de la convention de fusion ou les résolutions des administrateurs (selon le cas) constitue(nt) l'annexe B.

These articles are signed in duplicate.  
Les présents statuts sont signés en double exemplaire.

Name and **original signature** of a director or authorized signing officer of each of the amalgamating corporations. Include the name of each corporation, the signatories name and description of office (e.g. president, secretary). **Only a director or authorized signing officer can sign on behalf of the corporation.** / Nom et **signature originale** d'un administrateur ou d'un signataire autorisé de chaque société qui fusionne. Indiquer la dénomination sociale de chaque société, le nom du signataire et sa fonction (p. ex. : président, secrétaire). **Seul un administrateur ou un dirigeant habilité peut signer au nom de la société.**

**CSDC SYSTEMS INC.**

Names of Corporations / Dénomination sociale des sociétés

By / Par

  
Signature / Signature

Dan Mishra

Print name of signatory /  
Nom du signataire en lettres moulées

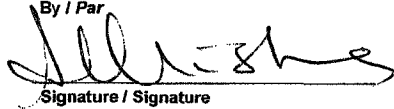
Director

Description of Office / Fonction

**2100929 ONTARIO LIMITED**

Names of Corporations / Dénomination sociale des sociétés

By / Par

  
Signature / Signature

Dan Mishra

Print name of signatory /  
Nom du signataire en lettres moulées

Director

Description of Office / Fonction

**DECISION ACADEMIC INC.**

Names of Corporations / Dénomination sociale des sociétés

By / Par

  
Signature / Signature

Dan Mishra

Print name of signatory /  
Nom du signataire en lettres moulées

Director

Description of Office / Fonction

**PRIVASOFT CORP.**

Names of Corporations / Dénomination sociale des sociétés

By / Par

  
Signature / Signature

Dan Mishra

Print name of signatory /  
Nom du signataire en lettres moulées

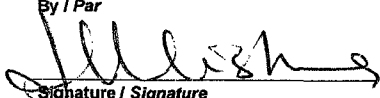
Director

Description of Office / Fonction

**PRIVASOFT INTERNATIONAL INC.**

Names of Corporations / Dénomination sociale des sociétés

By / Par

  
Signature / Signature

Dan Mishra

Print name of signatory /  
Nom du signataire en lettres moulées

Director

Description of Office / Fonction

**SCHEDULE A**

**STATEMENT OF DIRECTOR OR OFFICER**

I, Dan Mishra, of the City of Mississauga, in the Province of Ontario, solemnly state that:

1. I am a director and the Chairman and Chief Executive Officer of CSDC Systems Inc., one of the amalgamating corporations (the "Corporation") and as such have personal knowledge of the matters herein deposed to.
2. There are reasonable grounds for believing that:
  - (a) the Corporation is and the amalgamated corporation will be able to pay its liabilities as they become due;
  - (b) the realizable value of the assets of the amalgamated corporation will not be less than the aggregate of its liabilities and stated capital of all classes; and
  - (c) no creditor of the Corporation will be prejudiced by the amalgamation.

DATED September 25, 2013.



Dan Mishra

**SCHEDULE A**

**STATEMENT OF DIRECTOR OR OFFICER**

I, Dan Mishra, of the City of Mississauga, in the Province of Ontario, solemnly state that:

1. I am the director of 2100929 Ontario Limited, one of the amalgamating corporations (the "Corporation") and as such have personal knowledge of the matters herein deposed to.
2. There are reasonable grounds for believing that:
  - (a) the Corporation is and the amalgamated corporation will be able to pay its liabilities as they become due;
  - (b) the realizable value of the assets of the amalgamated corporation will not be less than the aggregate of its liabilities and stated capital of all classes; and
  - (c) no creditor of the Corporation will be prejudiced by the amalgamation.

DATED September 25, 2013.



Dan Mishra

**SCHEDULE A**

**STATEMENT OF DIRECTOR OR OFFICER**

I, Dan Mishra, of the City of Mississauga, in the Province of Ontario, solemnly state that:

1. I am the director of Decision Academic Inc., one of the amalgamating corporations (the "**Corporation**") and as such have personal knowledge of the matters herein deposed to.
2. There are reasonable grounds for believing that:
  - (a) the Corporation is and the amalgamated corporation will be able to pay its liabilities as they become due;
  - (b) the realizable value of the assets of the amalgamated corporation will not be less than the aggregate of its liabilities and stated capital of all classes; and
  - (c) no creditor of the Corporation will be prejudiced by the amalgamation.

DATED September 25, 2013.

  
\_\_\_\_\_  
Dan Mishra

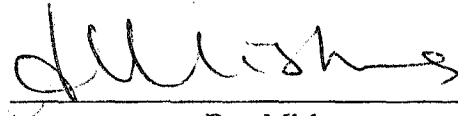
**SCHEDULE A**

**STATEMENT OF DIRECTOR OR OFFICER**

I, Dan Mishra, of the City of Mississauga, in the Province of Ontario, solemnly state that:

1. I am the director of Privasoft Corp., one of the amalgamating corporations (the "**Corporation**") and as such have personal knowledge of the matters herein deposed to.
2. There are reasonable grounds for believing that:
  - (a) the Corporation is and the amalgamated corporation will be able to pay its liabilities as they become due;
  - (b) the realizable value of the assets of the amalgamated corporation will not be less than the aggregate of its liabilities and stated capital of all classes; and
  - (c) no creditor of the Corporation will be prejudiced by the amalgamation.

DATED September 25, 2013.



Dan Mishra

**SCHEDULE A**

**STATEMENT OF DIRECTOR OR OFFICER**

I, Dan Mishra, of the City of Mississauga, in the Province of Ontario, solemnly state that:

1. I am the director of Privasoft International Inc., one of the amalgamating corporations (the "**Corporation**") and as such have personal knowledge of the matters herein deposed to.
2. There are reasonable grounds for believing that:
  - (a) the Corporation is and the amalgamated corporation will be able to pay its liabilities as they become due;
  - (b) the realizable value of the assets of the amalgamated corporation will not be less than the aggregate of its liabilities and stated capital of all classes; and
  - (c) no creditor of the Corporation will be prejudiced by the amalgamation.

DATED September 25, 2013.

  
\_\_\_\_\_  
Dan Mishra

SCHEDULE B

**CSDC SYSTEMS INC.  
(the "Corporation")**

**CERTIFIED RESOLUTIONS OF THE BOARD OF DIRECTORS**

**"RESOLVED THAT:**

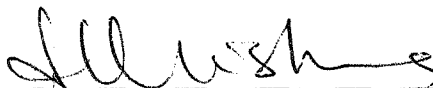
1. The amalgamation of the Corporation and 2100929 Ontario Limited ("**2100929**"), Decision Academic Inc. ("**DA**"), Privasoft Corp. ("**Privasoft**"), and Privasoft International Inc. ("**PII**") pursuant to subsection 177(1) of the *Business Corporations Act* (Ontario) ("**OBCA**"), effective as of 12:01 a.m. on October 1, 2013, such time being prior to the merger of CSDC Systems Inc. and Privasoft Inc. under the *General Corporation Law of the State of Delaware*, is authorized and approved.
2. Subject to the issuance of a Certificate of Amalgamation pursuant to the OBCA and without affecting the validity of the incorporation and existence of 2100929, DA, Privasoft and PII under their respective articles and of any act done thereunder, all shares of the authorized capital of 2100929, DA, Privasoft and PII, including all such shares which have been issued and are outstanding, shall be cancelled without any repayment of capital in respect thereof.
3. The articles of amalgamation of the amalgamated corporation shall be the same as the articles of the Corporation.
4. The by-laws of the amalgamated corporation, until repealed, amended, altered or added to, shall be the same as the by-laws of the Corporation.
5. No securities shall be issued and no assets shall be distributed by the amalgamated corporation in connection with the amalgamation.
6. Any director or officer of the Corporation is authorized and directed to do all things and execute all instruments and documents necessary or desirable to carry out the foregoing.
7. These resolutions may be executed in counterparts and delivered by means of facsimile or portable document format (PDF), each of which when so executed and delivered shall be an original, but all such counterparts shall together constitute one and the same instrument."

*[Signature page follows]*



**CERTIFIED** to be a true and correct copy of a resolution passed by the directors of **CSDC SYSTEMS INC.** on September 26, 2013 which resolution is still in full force and effect, unamended.

**DATED** September 26, 2013.



\_\_\_\_\_  
Dan Mishra

Director

SCHEDULE B

**2100929 ONTARIO LIMITED**  
**(the "Corporation")**

**CERTIFIED RESOLUTIONS OF THE BOARD OF DIRECTORS**

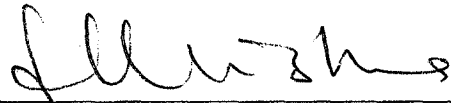
**"RESOLVED THAT:**

1. The amalgamation of the Corporation and CSDC Systems Inc. ("CSDC"), Decision Academic Inc., Privasoft Corp. and Privasoft International Inc. pursuant to subsection 177(1) of the *Business Corporations Act* (Ontario) ("OBCA"), effective as of 12:01 a.m. on October 1, 2013, such time being prior to the merger of CSDC Systems Inc. and Privasoft Inc. under the *General Corporation Law of the State of Delaware*, is authorized and approved.
2. Subject to the issuance of a Certificate of Amalgamation pursuant to the OBCA and without affecting the validity of the incorporation and existence of the Corporation under its articles and of any act done thereunder, all shares of the capital of the Corporation, including all such shares which have been issued and are outstanding, shall be cancelled without any repayment of capital in respect thereof.
3. The articles of amalgamation of the amalgamated corporation shall be the same as the articles of CSDC.
4. The by-laws of the amalgamated corporation, until repealed, amended, altered or added to, shall be the same as the by-laws of CSDC.
5. No securities shall be issued and no assets shall be distributed by the amalgamated corporation in connection with the amalgamation.
6. Any director or officer of the Corporation is authorized and directed to do all things and execute all instruments and documents necessary or desirable to carry out the foregoing.
7. These resolutions may be executed and delivered by means of facsimile or portable document format (PDF), which when so executed and delivered shall be an original."

***[Signature page follows]***

**CERTIFIED** to be a true and correct copy of a resolution passed by the directors of **2100929 ONTARIO INC.** on September 25, 2013 which resolution is still in full force and effect, unamended.

**DATED** September 25, 2013.



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Dan Mishra

Director

SCHEDULE B

DECISION ACADEMIC INC.  
(the "Corporation")

**CERTIFIED RESOLUTIONS OF THE BOARD OF DIRECTORS**

**"RESOLVED THAT:**

1. The amalgamation of the Corporation and CSDC Systems Inc. ("CSDC"), 2100929 Ontario Limited, Privasoft Corp. and Privasoft International Inc. pursuant to subsection 177(1) of the *Business Corporations Act* (Ontario) ("OBCA"), effective as of 12:01 a.m. on October 1, 2013, such time being prior to the merger of CSDC Systems Inc. and Privasoft Inc. under the *General Corporation Law of the State of Delaware*, is authorized and approved.
2. Subject to the issuance of a Certificate of Amalgamation pursuant to the OBCA and without affecting the validity of the incorporation and existence of the Corporation under its articles and of any act done thereunder, all shares of the capital of the Corporation, including all such shares which have been issued and are outstanding, shall be cancelled without any repayment of capital in respect thereof.
3. The articles of amalgamation of the amalgamated corporation shall be the same as the articles of CSDC.
4. The by-laws of the amalgamated corporation, until repealed, amended, altered or added to, shall be the same as the by-laws of CSDC.
5. No securities shall be issued and no assets shall be distributed by the amalgamated corporation in connection with the amalgamation.
6. Any director or officer of the Corporation is authorized and directed to do all things and execute all instruments and documents necessary or desirable to carry out the foregoing.
7. These resolutions may be executed and delivered by means of facsimile or portable document format (PDF), which when so executed and delivered shall be an original."

*[Signature page follows]*

**CERTIFIED** to be a true and correct copy of a resolution passed by the directors of **DECISION ACADEMIC INC.** on September 25, 2013 which resolution is still in full force and effect, unamended.

**DATED** September 25, 2013.



Dan Mishra

Director

SCHEDULE B

**PRIVASOFT CORP.  
(the "Corporation")**

**CERTIFIED RESOLUTIONS OF THE BOARD OF DIRECTORS**

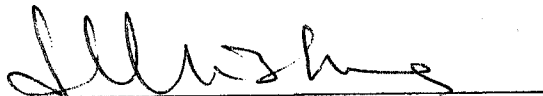
**"RESOLVED THAT:**

1. The amalgamation of the Corporation and CSDC Systems Inc. ("CSDC"), 2100929 Ontario Limited, Decision Academic Inc. and Privasoft International Inc. pursuant to subsection 177(1) of the *Business Corporations Act* (Ontario) ("OBCA"), effective as of 12:01 a.m. on October 1, 2013, such time being prior to the merger of CSDC Systems Inc. and Privasoft Inc. under the *General Corporation Law of the State of Delaware*, is authorized and approved.
2. Subject to the issuance of a Certificate of Amalgamation pursuant to the OBCA and without affecting the validity of the incorporation and existence of the Corporation under its articles and of any act done thereunder, all shares of the capital of the Corporation, including all such shares which have been issued and are outstanding, shall be cancelled without any repayment of capital in respect thereof.
3. The articles of amalgamation of the amalgamated corporation shall be the same as the articles of CSDC.
4. The by-laws of the amalgamated corporation, until repealed, amended, altered or added to, shall be the same as the by-laws of CSDC.
5. No securities shall be issued and no assets shall be distributed by the amalgamated corporation in connection with the amalgamation.
6. Any director or officer of the Corporation is authorized and directed to do all things and execute all instruments and documents necessary or desirable to carry out the foregoing.
7. These resolutions may be executed and delivered by means of facsimile or portable document format (PDF), which when so executed and delivered shall be an original."

*[Signature page follows]*

**CERTIFIED** to be a true and correct copy of a resolution passed by the directors of **PRIVASOFT CORP.** on September 25, 2013 which resolution is still in full force and effect, unamended.

**DATED** September 25, 2013.



Dan Mishra

Director

SCHEDULE B

**PRIVASOFT INTERNATIONAL INC.**  
**(the "Corporation")**

**CERTIFIED RESOLUTIONS OF THE BOARD OF DIRECTORS**

**"RESOLVED THAT:**

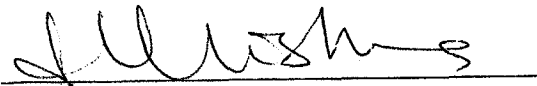
1. The amalgamation of the Corporation and CSDC Systems Inc. ("CSDC"), 2100929 Ontario Limited, Decision Academic Inc. and Privasoft Corp. pursuant to subsection 177(1) of the *Business Corporations Act* (Ontario) ("OBCA"), effective as of 12:01 a.m. on October 1, 2013, such time being prior to the merger of CSDC Systems Inc. and Privasoft Inc. under the *General Corporation Law of the State of Delaware*, is authorized and approved.
2. Subject to the issuance of a Certificate of Amalgamation pursuant to the OBCA and without affecting the validity of the incorporation and existence of the Corporation under its articles and of any act done thereunder, all shares of the capital of the Corporation, including all such shares which have been issued and are outstanding, shall be cancelled without any repayment of capital in respect thereof.
3. The articles of amalgamation of the amalgamated corporation shall be the same as the articles of CSDC.
4. The by-laws of the amalgamated corporation, until repealed, amended, altered or added to, shall be the same as the by-laws of CSDC.
5. No securities shall be issued and no assets shall be distributed by the amalgamated corporation in connection with the amalgamation.
6. Any director or officer of the Corporation is authorized and directed to do all things and execute all instruments and documents necessary or desirable to carry out the foregoing.
7. These resolutions may be executed and delivered by means of facsimile or portable document format (PDF), which when so executed and delivered shall be an original."

*[Signature page follows]*



**CERTIFIED** to be a true and correct copy of a resolution passed by the directors of **PRIVASOFT INTERNATIONAL INC.** on September 25, 2013 which resolution is still in full force and effect, unamended.

**DATED** September 25, 2013.



Dan Mishra

Director