

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM504793

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER		
EFFECTIVE DATE:	07/01/2016		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
The Echo Nest Corporation		07/01/2016	Corporation: DELAWARE
RECEIVING PARTY DATA			
Name:	Spotify USA Inc.		
Street Address:	150 Greenwich St.		
Internal Address:	62nd Fl.		
City:	New York		
State/Country:	NEW YORK		
Postal Code:	10007		
Entity Type:	Corporation: DELAWARE		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	3558414	THE ECHO NEST	
CORRESPONDENCE DATA			
Fax Number:	6504936811		
<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>			
Phone:	650-493-9300		
Email:	trademarks@wsgr.com, ckahn@wsgr.com, jlday@wsgr.com		
Correspondent Name:	WILSON SONSINI GOODRICH & ROSATI		
Address Line 1:	650 Page Mill Road		
Address Line 4:	Palo Alto, CALIFORNIA 94304-1050		
ATTORNEY DOCKET NUMBER:	41204-900/ck9 (TM1017)		
NAME OF SUBMITTER:	Christine K. Au-Yeung		
SIGNATURE:	/Christine K. Au-Yeung/		
DATE SIGNED:	01/07/2019		
Total Attachments: 4			
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Delaware

The First State

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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:

"THE ECHO NEST CORPORATION", A DELAWARE CORPORATION, WITH AND INTO "SPOTIFY USA INC." UNDER THE NAME OF "SPOTIFY USA INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE ON THE FIRST DAY OF JULY, A.D. 2016, AT 8:30 O`CLOCK A.M.

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




Jeffrey W. Bullock, Secretary of State

4664052 8100M
SR# 20164745571

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

Authentication: 202594581
Date: 07-01-16

TRADEMARK
REEL: 006569 FRAME: 0453

State of Delaware
Secretary of State
Division of Corporations
Delivered 08:30 AM 07/01/2016
FILED 08:30 AM 07/01/2016
SR 20164745571 - File Number 4664052

CERTIFICATE OF OWNERSHIP AND MERGER
OF
THE ECHO NEST CORPORATION
WITH AND INTO
SPOTIFY USA INC.

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

Spotify USA Inc., a Delaware corporation (the "Corporation"), hereby certifies to the following facts relating to the merger of The Echo Nest Corporation, a Delaware corporation (the "Subsidiary") with and into the Corporation, with the Corporation remaining as the surviving corporation:

1. The Corporation and the Subsidiary are incorporated pursuant to the General Corporation Law of the State of Delaware.
2. The Corporation owns all of the outstanding shares of capital stock of the Subsidiary.
3. On July 1, 2016, the Board of Directors of the Corporation, by unanimous written consent, duly adopted resolutions to merge the Subsidiary with and into the Corporation pursuant to Section 253 of the General Corporation Law of the State of Delaware. A true and complete copy of such resolutions is annexed hereto as Exhibit A. Such resolutions have not been modified or rescinded and are in full force and effect on the date hereof.
4. The name of the surviving corporation is Spotify USA Inc.

[Signature Page Follows]

**SPOTIFY USA INC.
ACTION BY WRITTEN CONSENT
OF
THE BOARD OF DIRECTORS**

July 1, 2016

THE UNDERSIGNED, being all of the members of the Board of Directors (the "Board") of Spotify USA Inc., a Delaware Corporation (the "Corporation"), acting pursuant to Section 141(f) of the General Corporation Law of the State of Delaware (the "DGCL"), hereby consent to the adoption of the following resolutions with the same force and effect as if they had been unanimously adopted at a duly convened meeting of the Board of the Corporation and direct that this written consent be filed with the minutes of the proceedings of the Board of the Corporation:

WHEREAS, the Corporation owns all of the outstanding shares of capital stock of The Echo Nest Corporation, a Delaware corporation (the "Subsidiary");

WHEREAS, the merger of the Subsidiary with and into the Corporation is intended to be tax-free for U.S. federal income tax purposes; and

WHEREAS, the Corporation desires to merge with and into itself the Subsidiary pursuant to the provisions of Section 253 of the DGCL, and to be possessed of all the estate, property, rights, privileges and franchises of said corporation.

NOW, THEREFORE, BE IT RESOLVED, that the Corporation merge with and into itself said Subsidiary and assume all of its liabilities and obligations;

RESOLVED, that an authorized officer of the Corporation (the "Authorized Officers") be, and he or she is, hereby directed to make and execute a certificate of ownership setting forth a copy of the resolutions to merge said Subsidiary and assume its liabilities and obligations, and the date of the adoption thereof, and to file the same in the office of the Secretary of State of Delaware;

RESOLVED, that the Authorized Officers, and any of them acting singly, be and 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 desirable to effect said merger; and

RESOLVED, that the authority given hereunder shall be deemed retroactive and any and all acts relating to the subject matter of the foregoing resolutions performed prior to the passage of this written consent by any officer of the Corporation are hereby ratified and approved.

RESOLVED, that this written consent may be executed in counterparts, each of which shall be deemed an original, but all of which together shall constitute one and the same instrument.