

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM556785

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER		
EFFECTIVE DATE:	12/31/2019		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
SendGrid, Inc.		12/24/2019	Corporation: DELAWARE
RECEIVING PARTY DATA			
Name:	Twilio Inc.		
Street Address:	101 Spear Street		
Internal Address:	3rd Floor		
City:	San Francisco		
State/Country:	CALIFORNIA		
Postal Code:	94105		
Entity Type:	Corporation: DELAWARE		
PROPERTY NUMBERS Total: 5			
Property Type	Number	Word Mark	
Registration Number:	5192930	SENDGRID	
Registration Number:	5192929	SENDGRID	
Registration Number:	5192928		
Registration Number:	5192927		
Registration Number:	3988652	SENDGRID	
CORRESPONDENCE DATA			
Fax Number:	5102952401		
<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:	510-841-9800		
Email:	trademarks@cobaltlaw.com		
Correspondent Name:	Jessica Tam		
Address Line 1:	1912 Bonita Avenue		
Address Line 4:	Berkeley, CALIFORNIA 94704		
NAME OF SUBMITTER:	Gregory Soltys		
SIGNATURE:	/Gregory Soltys/		
DATE SIGNED:	01/09/2020		

CH \$140.00 5192930

Total Attachments: 5

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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 MERGER, WHICH MERGES:

"SENDGRID, INC.", A DELAWARE CORPORATION,

WITH AND INTO "TWILIO INC." UNDER THE NAME OF "TWILIO INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE ON THE TWENTY-SIXTH DAY OF DECEMBER, A.D. 2019, AT 8:57 O`CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE THIRTY-FIRST DAY OF DECEMBER, A.D. 2019.




Jeffrey W. Bullock, Secretary of State

4518652 8100M
SR# 20198847791

Authentication: 204307009
Date: 12-27-19

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

TRADEMARK
REEL: 006834 FRAME: 0748

CERTIFICATE OF OWNERSHIP AND MERGER
OF
SENDGRID, INC.
WITH AND INTO
TWILIO INC.

Pursuant to Section 253 of the General Corporation Law of the State of Delaware (the "**DGCL**"), the undersigned corporation DOES HEREBY CERTIFY:

FIRST: That the names of and state of incorporation of each of the constituent corporations to the merger are as follows:

<u>Name</u>	<u>State of Incorporation</u>
Twilio Inc. (the " Corporation ")	Delaware
SendGrid, Inc. (" SendGrid ")	Delaware

SECOND: That the Corporation, as the owner of all of the outstanding shares of each class of the capital stock of SendGrid, hereby merges SendGrid with and into the Corporation.

THIRD: That the Corporation, by resolution of its Board of Directors duly adopted in a meeting of the Board of Directors on December 6, 2019, determined to merge SendGrid with and into the Corporation (the "**Merger**"), upon the terms set forth in such resolutions. A true copy of said resolutions is attached hereto as Exhibit A.

FOURTH: That the surviving corporation of the Merger is the Corporation.

FIFTH: That the Merger shall become effective on December 31, 2019 at 12:05 a.m. PST.

SIXTH: That the certificate of incorporation of the Corporation as now in force and effect shall continue to be the certificate of incorporation of said surviving corporation until amended and changed pursuant to the provisions of the DGCL.

[Signature page follows]

IN WITNESS WHEREOF, the Corporation has caused this Certificate of Ownership and Merger to be executed in its corporate name as of this 24th day of December, 2019.

TWILIO INC.

DocuSigned by:
By: Khozema Shipchandler
Name: Khozema Shipchandler
Title: Chief Financial Officer

[Signature Page to Certificate of Ownership and Merger]

EXHIBIT A

Resolutions of the Board of Directors of

Twilio Inc. (the "*Corporation*")

MERGER WITH SENDGRID, INC.

WHEREAS, the Corporation owns one hundred percent (100%) of the issued and outstanding shares of the capital stock of SendGrid, Inc., a Delaware corporation ("*SendGrid*"), and the Board of Directors of the Corporation (the "*Board*") has deemed it to be in the best interests of the Corporation to merge SendGrid with and into the Corporation in a statutory form merger (the "*Merger*") pursuant to the provisions of Section 253 of the General Corporation Law of the State of Delaware ("*DGCL*"), with the Corporation surviving such Merger;

WHEREAS, the Board deems the Merger to be fair, advisable and in the best interests of the Corporation and its stockholders; and

WHEREAS, the Board has reviewed the Certificate of Ownership and Merger of SendGrid with and into the Corporation (the "*Merger Certificate*").

NOW, THEREFORE, BE IT RESOLVED, that SendGrid be merged with and into the Corporation, with the Corporation being the surviving corporation of the Merger;

RESOLVED FURTHER, that the Board hereby authorizes and approves the Merger Certificate; that the Merger shall be effective, after filing the Merger Certificate with the Secretary of State of the State of Delaware (the "*Delaware Secretary of State*"), on December 31, 2019 at 12:05 a.m. PST (the "*Effective Time*"); and that at the Effective Time all of the estate, property, rights, privileges, powers and franchises of SendGrid be vested in and held and enjoyed by the Corporation as fully and entirely and without change or diminution as the same were before held and enjoyed by SendGrid in its name and that the identity and separate existence of SendGrid shall cease.

RESOLVED FURTHER, that the officers of the Corporation be, and each of them hereby is, authorized and directed, for and on behalf of the Corporation, to execute the Merger Certificate and file same with the Delaware Secretary of State, with such changes or other corrections as the officers of the Corporation executing the same may approve, the execution and filing of the Merger Certificate to be conclusive evidence that the same has been approved by the Board.

ENABLING RESOLUTIONS

RESOLVED FURTHER, that the officers of the Corporation be, and each of them hereby is, authorized, empowered and directed, for and on behalf of the Corporation, to take any and all actions, to negotiate for and enter into agreements and amendments to agreements, to perform all such acts and things, to execute, file, deliver or record in the name and on behalf of the Corporation, all such certificates, instruments, agreements or other documents, and to make all such payments as they, in their judgment, or in the judgment of any one or more of them, may deem necessary, advisable or appropriate in order to carry out the purpose and intent of, or consummate the transactions contemplated by, the foregoing resolutions, under and in compliance with Delaware law,

the authorization therefore to be conclusively evidenced by the taking of such action or the execution and delivery of such certificates, instruments, agreements or documents.

RESOLVED FURTHER, that any actions prior to the date of the foregoing resolutions adopted hereby taken by the persons elected as the officers of the Corporation that are within the authority conferred thereby are hereby ratified, confirmed and approved as the acts and deeds of this Corporation.