

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM857124

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	MERGER		
<b>EFFECTIVE DATE:</b>	12/02/2022		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Bureau of Internet Accessibility Inc.		12/02/2022	Corporation: DELAWARE
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	AudioEye, Inc.		
<b>Street Address:</b>	5210 E Williams Circle		
<b>Internal Address:</b>	Suite 750		
<b>City:</b>	Tucson		
<b>State/Country:</b>	ARIZONA		
<b>Postal Code:</b>	85711		
<b>Entity Type:</b>	Corporation: DELAWARE		
<b>PROPERTY NUMBERS Total: 3</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	4824150	A11Y	
<b>Registration Number:</b>	6111428	BUREAU OF INTERNET ACCESSIBILITY	
<b>Registration Number:</b>	5462084	HELPING YOU ACHIEVE, MAINTAIN & PROVE DI	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	3172378443		
<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>	317-237-1423		
<b>Email:</b>	trademark@faegredrinker.com		
<b>Correspondent Name:</b>	Stephanie A. Gumm		
<b>Address Line 1:</b>	Faegre Drinker Biddle & Reath LLP		
<b>Address Line 2:</b>	300 N. Meridian Street, Suite 2500		
<b>Address Line 4:</b>	Indianapolis, INDIANA 46204		
<b>ATTORNEY DOCKET NUMBER:</b>	519875.		
<b>NAME OF SUBMITTER:</b>	Dianna L. Gould		
<b>SIGNATURE:</b>	/Dianna L. Gould/		
<b>DATE SIGNED:</b>	11/29/2023		

OP \$90.00 4824150

**Total Attachments: 7**

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# Delaware

The First State

Page 1

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:

"BUREAU OF INTERNET ACCESSIBILITY INC.", A DELAWARE CORPORATION,

WITH AND INTO "AUDIOEYE, INC." UNDER THE NAME OF "AUDIOEYE, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE ON THE SECOND DAY OF DECEMBER, A.D. 2022, AT 5:07 O`CLOCK P.M.



  
Jeffrey W. Bullock, Secretary of State

3974015 8100M  
SR# 20224163985

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

Authentication: 205029384  
Date: 12-07-22

**TRADEMARK**  
**REEL: 008273 FRAME: 0346**

**CERTIFICATE OF OWNERSHIP AND MERGER  
MERCING  
BUREAU OF INTERNET ACCESSIBILITY INC.  
WITH AND INTO  
AUDIOEYE, INC.**

Pursuant to Section 253 of the Delaware General Corporation Law (the "DGCL"), AUDIOEYE, INC. (the "Corporation"), a Delaware corporation, does hereby certify to the following information relating to the merger (the "Merger") of BUREAU OF INTERNET ACCESSIBILITY INC., a Delaware corporation (the "Subsidiary"), with and into the Corporation, with the Corporation remaining as the surviving corporation:

1. The Corporation is incorporated pursuant to the DGCL.
2. The Corporation owns all of the outstanding shares of each class of capital stock of the Subsidiary.
3. The Board of Directors of the Corporation, by resolutions duly adopted on November 28, 2022 and attached hereto as Exhibit A, determined to merge the Subsidiary with and into the Corporation pursuant to Section 253 of the DGCL.
4. The Corporation shall be the surviving corporation of the Merger.
5. The certificate of incorporation of the Corporation as in effect immediately prior to the effective time of the Merger shall be the certificate of incorporation of the surviving corporation.
6. The Certificate of Ownership and Merger and the Merger shall become effective on the filing of this Certificate of Ownership and Merger with the Secretary of State of the State of Delaware.

[Signature Page Follows]

**IN WITNESS WHEREOF**, the Corporation has caused this Certificate of Ownership and Merger to be signed by an authorized officer, the 2<sup>nd</sup> day of December, 2022.

AUDIOEYE, INC.

DocuSigned by:

By James Spolar  
Name: James Spolar James Spolar  
Title: General Counsel and Secretary

[Signature Page to Certificate of Ownership and Merger—Merging Bureau of Internet Accessibility Inc. into AudioEye, Inc.]

**TRADEMARK**  
**REEL: 008273 FRAME: 0348**

**EXHIBIT A**

*[See attached.]*

**UNANIMOUS WRITTEN CONSENT  
OF THE BOARD OF DIRECTORS  
OF  
AUDIOEYE, INC.**

November 28, 2022

The undersigned, being all of the members of the Board of Directors (the "*Board*") of AudioEye, Inc., a Delaware corporation (the "*Company*"), acting pursuant to Section 141(f) of the General Corporation Law of Delaware and the Bylaws of the Company, hereby adopt, by unanimous written consent, the following resolutions with the same force and effect as if such resolutions had been unanimously adopted at a meeting of the Board duly called and convened for such purpose on the date first written above and direct that this written consent be filed with the minutes of the proceedings of the Board.

**Merger of Subsidiary**

**WHEREAS**, the Company is the sole stockholder and owns all of the issued and outstanding capital stock of Bureau of Internet Accessibility Inc., a Delaware corporation (the "*Subsidiary*");

**WHEREAS**, the Board deems it advisable and in the best interests of the Company to effect the merger of the Subsidiary with and into the Company with the Company as the surviving entity (the "*Merger*");

**WHEREAS**, the Merger is designed to effectuate an organizational restructuring of the Company aimed at streamlining the ownership structure and increasing operational efficiency;

**WHEREAS**, the Company desires to effect the Merger pursuant to Section 253 of the Delaware General Corporation Law; and

**WHEREAS**, the Certificate of Incorporation and the Bylaws of the surviving entity shall be those of the Company in effect at the time of the Merger.

**NOW THEREFORE BE IT RESOLVED**, that the Subsidiary be merged with and into the Company with the Company as the surviving entity in accordance with the statute listed above and in accordance with the resolutions set forth herein, which shall constitute the Plan of Merger;

**RESOLVED**, that at the effective time of the Merger, all of the outstanding shares of capital stock of the Subsidiary shall be cancelled, and no securities of the Company or any other corporation, or any money or other property, shall be issued to the Company in exchange therefor;

**RESOLVED**, that the Merger shall be on the filing of a certificate of ownership and merger with the Secretary of State of the State of Delaware; and

**RESOLVED**, that any of the Chief Executive Officer, Chief Financial Officer or General Counsel and Secretary of the Company (collectively, the "*Designated Officers*") be and each hereby is authorized and directed to make, sign and acknowledge, for and on behalf of the Company, a certificate of ownership and merger setting forth the foregoing Plan of Merger and such other information as required by law for the Merger and to cause such certificate to be filed for record with the Secretary of State of the State of Delaware.

**General Resolutions**

**RESOLVED**, that the Designated Officers are hereby authorized, for and on behalf of the Company, to execute and deliver such other instruments and to take such other action as such officers, or any of them, may deem necessary or advisable to carry out the purposes of the foregoing resolutions.

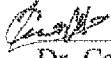
**RESOLVED**, that all actions of the Designated Officers of the Company prior to the date of these resolutions, with respect to the transactions contemplated hereby be, and such actions hereby are, approved, ratified and confirmed in all respects.

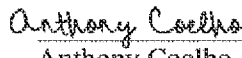
*[Signature Page Follows]*

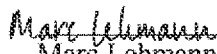


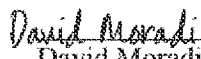
This Unanimous Written Consent may be executed electronically and in two or more counterparts, each of which shall be deemed an original, and all of which shall be deemed one instrument.

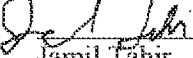
IN WITNESS WHEREOF, the undersigned have executed this Unanimous Written Consent as of the date first written above.

DocuSigned by:  
  
Dr. Carr Bettis  
Dr. Carr Bettis

DocuSigned by:  
  
Anthony Coelho  
Anthony Coelho

DocuSigned by:  
  
Marc Lehmann  
Marc Lehmann

DocuSigned by:  
  
David Moradi  
David Moradi

DocuSigned by:  
  
Jamil Tahir  
Jamil Tahir