

PATENT ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

EPAS ID: PAT3121736

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	11/12/2014

CONVEYING PARTY DATA

Name	Execution Date
NEWTEK BUSINESS SERVICES, INC.	11/12/2014

RECEIVING PARTY DATA

Name:	NEWTEK BUSINESS SERVICES CORP.
Street Address:	212 WEST 35TH STREET, 2ND FLOOR
City:	NEW YORK
State/Country:	NEW YORK
Postal Code:	10001

PROPERTY NUMBERS Total: 1

Property Type	Number
Patent Number:	8271326

CORRESPONDENCE DATA

Fax Number: (215)701-2273

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.

Phone: 215-665-7273

Email: cmiller@cozen.com

Correspondent Name: CAMILLE M. MILLER

Address Line 1: COZEN O'CONNOR

Address Line 2: 1900 MARKET STREET

Address Line 4: PHILADELPHIA, PENNSYLVANIA 19103

ATTORNEY DOCKET NUMBER:	NBSI0002-100US
NAME OF SUBMITTER:	CAMILLE M. MILLER
SIGNATURE:	/Camille M. Miller/
DATE SIGNED:	11/25/2014
	This document serves as an Oath/Declaration (37 CFR 1.63).

Total Attachments: 8

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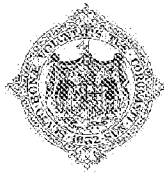
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State of Maryland
Department of
Assessments and Taxation

Charter Division



Martin O'Malley
Governor

Robert E. Young
Director

Paul B. Anderson
Administrator

Date: 11/12/2014

CSC-LAWYERS INCORPORATING SERVICE
COMPANY

7 ST. PAUL STREET
SUITE 1660
BALTIMORE MD 21202

THIS LETTER IS TO CONFIRM ACCEPTANCE OF THE FOLLOWING FILING:

ENTITY NAME : NEWTEK BUSINESS SERVICES CORP.
DEPARTMENT ID : D15419096
TYPE OF REQUEST : ARTICLES OF MERGER
DATE FILED : 11-12-2014
TIME FILED : 11:18 AM
RECORDING FEE : \$100.00
EXPEDITED FEE : \$445.00
COPY FEE : \$26.00
FILING NUMBER : 1000362007192430
CUSTOMER ID : 0003167174
WORK ORDER NUMBER : 0004383754

PLEASE VERIFY THE INFORMATION CONTAINED IN THIS LETTER. NOTIFY THIS DEPARTMENT
IN WRITING IF ANY INFORMATION IS INCORRECT. INCLUDE THE CUSTOMER ID AND THE WORK
ORDER NUMBER ON ANY INQUIRIES.

Charter Division
Baltimore Metro Area (410) 767-1350
Outside Metro Area (888) 246-5941

301 West Preston Street-Room 801-Baltimore, Maryland 21201-2395
Telephone (410)767-4950 / Toll free in Maryland (888)246-5941
MRS (Maryland Relay Service) (800)735-2258 TT/Voice- Fax (410)333-7097
Website: www.dai.state.md.us

0009238596

CACCPY

PATENT
REEL: 034257 FRAME: 0771

ENTITY TYPE: ORDINARY BUSINESS - STOCK
STOCK: Y
CLOSE: N
PRINCIPAL OFFICE: CSC-LAWYERS INCORPORATING SERVICE
COMPANY
7 ST. PAUL STREET, SUITE 1660
BALTIMORE MD 21202
RESIDENT AGENT: CSC-LAWYERS INCORPORATING SERVICE
COMPANY
7 ST. PAUL STREET, SUITE 1660
BALTIMORE MD 21202

COMMENTS:
THIS AMENDMENT RECORD INDICATES THE MERGER INVOLVING THE FOLLOWING ENTITIES:
SURVIVOR:
(D15419096) NEWTEK BUSINESS SERVICES CORP.

MERGED ENTITIES:
NEWTEK BUSINESS SERVICES, INC. (A NY CORP).

ARTICLES OF MERGER

RECEIVED

MERGING

NOV 12 10 11 AM

Newtek Business Services, Inc.
(a corporation of the State of New York)

STATE OF NEW YORK
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS AND BUSINESSES

INTO

Newtek Business Services Corp.
(a corporation of the State of Maryland)

Pursuant to the provisions of Section 3-109 of the Maryland General Corporation Law (the "MGCL") and Section 907 of the Business Corporation Law of the State of New York (the "BCL"), the undersigned hereby certify that:

ARTICLE I.
Agreement to Merge

Newtek Business Services, Inc. (the "Merging Corporation"), a corporation formed under the laws of the State of New York, and Newtek Business Services Corp. (the "Surviving Corporation" and together with the Merging Corporation, the "Constituent Corporations"), a corporation formed under the laws of the State of Maryland and a wholly-owned subsidiary of the Merging Corporation, each agree to the merger of the Merging Corporation with and into the Surviving Corporation (the "Merger"). At the Effective Time (as defined in Article VIII) of these Articles of Merger, the Merging Corporation will be merged with and into the Surviving Corporation in accordance with the provisions of the MGCL and the BCL. The Surviving Corporation shall continue in existence under its charter (the "Charter") and the separate existence of the Merging Corporation shall cease. The terms and conditions of the Merger hereby agreed upon and the manner of carrying the same into effect are hereinafter set forth.

ARTICLE II.
Place of Incorporation; Principal Offices

2.01 Newtek Business Services, Inc. was organized under the general law of New York State on June 29, 1999 under the name Whitestone Holdings, Inc. Newtek Business Services, Inc. is not registered or qualified to do business in the State of Maryland and does not have a principal office in the State of Maryland.

2.02 Newtek Business Services Corp. is organized under the laws of Maryland with its principal office located in the county of Baltimore.

2.03 Neither the Merging Corporation nor the Surviving Corporation owns an interest in land in the State of Maryland.

374074-5 EXR

STATE OF MARYLAND

I hereby certify that this is a true and complete copy of the page document on file in this office.

BY: *Coaldred Cluett* 11-12-2014
Treasurer

This stamp replaces our previous certification system. Effective 8/08

ARTICLE III.
Approvals

The terms and conditions of the transaction set forth in these Articles of Merger were advised, authorized and approved by each party to these Articles of Merger in the manner and by the vote required by its charter and the laws of the place where it is organized. The manner of approval was as follows:

(a) **Merging Corporation.**

- i. The board of directors of the Merging Corporation, at a meeting duly convened on September 12, 2014, adopted a resolution approving the Merger and the Agreement and Plan of Merger between the Merging Corporation and the Surviving Corporation in accordance with the BCL; and
- ii. The shareholders of the Merging Corporation approved the Merger and the Agreement and Plan of Merger in accordance with the BCL on October 22, 2014.

(b) **Surviving Corporation.**

- i. The board of directors of the Surviving Corporation, by a unanimous written consent dated September 17, 2014, adopted a resolution in accordance with the MGCL that declared that the Merger was advisable and approved the Merger and the Agreement and Plan of Merger between the Merging Corporation and the Surviving Corporation; and
- ii. The sole stockholder of the Surviving Corporation approved the Merger and the Agreement and Plan of Merger between the Merging Corporation and the Surviving Corporation in accordance with the MGCL on September 18, 2014.

ARTICLE IV.

No Amendment to the Charter of the Surviving Corporation

The Charter of the Surviving Corporation will not be amended as a result of the Merger.

ARTICLE V.

Capitalization

The total number of shares authorized of all classes and the total number of shares authorized and par value of each class, and the aggregate par value of all the shares of all classes that each Constituent Corporation has the authority to issue are as follows:

2403383L7

Merging Corporation

<u>Classes of Shares</u>	<u>Number of Shares Authorized</u>	<u>Par Value per Share</u>	<u>Aggregate Par Value</u>
Common Shares	54,000,000	\$0.02	\$1,080,000
Preferred Shares	1,000,000	\$0.02	\$20,000

Surviving Corporation

<u>Classes of Shares</u>	<u>Number of Shares Authorized</u>	<u>Par Value per Share</u>	<u>Aggregate Par Value</u>
Common Stock	200,000,000	\$0.02	\$4,000,000

ARTICLE VI

Manner of Effectuating the Merger and Converting or Exchanging Stock

The manner and basis of converting or exchanging issued shares of the Merging Corporation into equity interests of the Surviving Corporation or other consideration shall be as follows:

1. As a result of the Merger, and effective as of the Effective Time, each share of the Surviving Corporation's Common Stock ("Maryland Common Stock") outstanding immediately prior to the Effective Time shall be canceled.
2. As a result of the Merger, and effective as of the Effective Time, each outstanding Common Share of the Merging Corporation, including Common Shares issued upon exercise of outstanding options and vesting of outstanding stock awards in accordance with the Agreement and Plan of Merger, shall automatically be converted into one share of Maryland Common Stock.

ARTICLE VII

Directors and Officers

The directors of the Merging Corporation immediately prior to the Effective Time shall be the directors of the Surviving Corporation and the officers of the Merging Corporation immediately prior to the Effective Time shall be the officers of the Surviving Corporation. Such directors and officers will hold office from the Effective Time until their respective successors are duly elected or appointed and qualified in the manner provided in the Articles of Incorporation and Bylaws of the Surviving Corporation, as the same may be lawfully amended, or as otherwise provided by law.

ARTICLE VIII.
Effective Time of Merger

The Merger shall become effective at the time Maryland's State Department of Assessments and Taxation accepts these Articles of Merger for record (the "Effective Time").

ARTICLE IX.
Abandonment

Notwithstanding anything to the contrary set forth herein, prior to the Effective Time, the Merger may be terminated and abandoned by the taking of the actions, and executing and filing the relevant documents, required by applicable law in order to effect such termination and abandonment.

Each undersigned officer acknowledges these Articles of Merger to be the act of the corporation on whose behalf he or she has signed, and further, as to all matters or facts required to be verified under oath, each officer acknowledges that, to the best of his or her knowledge, information and belief, these matters and facts relating to the corporation on whose behalf he has signed are true in all material respects and that this statement is made under the penalties for perjury.

[Signature Page Follows]

24033831.7

IN WITNESS WHEREOF, these Articles of Merger have been duly executed by the parties hereto this 12th day of November, 2014.

ATTEST:

By: Matthew G. Ash
Matthew G. Ash
Secretary and Chief Legal Officer

NEWTEK BUSINESS SERVICES, INC.

By: Barry Sloane
Barry Sloane
Chairman, President and Chief Executive Officer

ATTEST:

By: Matthew G. Ash
Matthew G. Ash
Secretary and Chief Legal Officer

NEWTEK BUSINESS SERVICES CORP.

By: Barry Sloane
Barry Sloane
Chairman, President and Chief Executive Officer

CUST ID: 0003167174
WORK ORDER: 0004383754
DATE: 11-12-2014 11:48 AM
AMT. PAID: \$571.00

[Signature Page to Articles of Merger]

CORPORATE CHARTER APPROVAL SHEET

**** EXPEDITED SERVICE ** ** KEEP WITH DOCUMENT ****

DOCUMENT CODE 11 BUSINESS CODE _____

Close _____ Stock _____ Nonstock _____

P.A. _____ Religious _____

Merging (~~Transferor~~) Newtek Business Services, Inc (New York)

Surviving (~~Transferee~~) Newtek Business Services Corp. (D154/9096) (MD)

Affix Barcode Label Here

Affix Barcode Label Here

New Name _____

FEES REMITTED

Base Fee: 100

Org. & Cap. Fee: _____

Expedite Fee: 445

Penalty: _____

State Recordation Tax: _____

State Transfer Tax: _____

Certified Copies: 26

Copy Fee: _____

Certificates: _____

Certificate of Status Fee: _____

Personal Property Filings: _____

Mail Processing Fee: _____

Other: _____

TOTAL FEES: 571

_____ Change of Name

_____ Change of Principal Office

_____ Change of Resident Agent

_____ Change of Resident Agent Address

_____ Resignation of Resident Agent

_____ Designation of Resident Agent and Resident Agent's Address

_____ Change of Business Code

_____ Adoption of Assumed Name

_____ Other Change(s)

Credit Card _____ Check Cash _____

Documents on 14 Checks

Approved By: _____

Keyed By: _____

COMMENT(S):

2-Hour Expedite

Code 049

Attention: _____

Mail: Name and Address _____

Stamp Work Order and Customer Number HERE

CUST ID: 0003167174
 WORK ORDER: 0004383754
 DATE: 11-12-2014 11:48 AM
 AMT. PAID: \$571.00

PATENT