

## PATENT ASSIGNMENT COVER SHEET

Electronic Version v1.1  
 Stylesheet Version v1.2

EPAS ID: PAT4746332

|   |                                    |  |                       |
|---|------------------------------------|--|-----------------------|
| <b>SUBMISSION TYPE:</b>   | NEW ASSIGNMENT                     |  |                       |
| <b>NATURE OF CONVEYANCE:</b>  | MERGER                             |  |                       |
| <b>EFFECTIVE DATE:</b>  | 03/30/2016                         |  |                       |
| <b>CONVEYING PARTY DATA</b>   |                                    |  |                       |
| <b>Name</b>   |                                    |  | <b>Execution Date</b> |
| ADD THIS, LLC   |                                    |  | 03/23/2016            |
| <b>RECEIVING PARTY DATA</b>   |                                    |  |                       |
| <b>Name:</b>  | ADDTHIS, INC.                      |  |                       |
| <b>Street Address:</b>  | 500 ORACLE PARKWAY                 |  |                       |
| <b>Internal Address:</b>  | MAIL STOP 50P7                     |  |                       |
| <b>City:</b>  | REDWOOD SHORES                     |  |                       |
| <b>State/Country:</b>   | CALIFORNIA                         |  |                       |
| <b>Postal Code:</b>   | 94065                              |  |                       |
| <b>PROPERTY NUMBERS Total: 2</b>  |                                    |  |                       |
| <b>Property Type</b>  | <b>Number</b>                      |  |                       |
| <b>Patent Number:</b>   | 8869066                            |  |                       |
| <b>Patent Number:</b>   | 9552433                            |  |                       |
| <b>CORRESPONDENCE DATA</b>  |                                    |  |                       |
| <b>Fax Number:</b>  |                                    |  |                       |
| <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>Email:</b>   | vzhang@kilpatricktownsend.com      |  |                       |
| <b>Correspondent Name:</b>  | KILPATRICK TOWNSEND & STOCKTON LLP |  |                       |
| <b>Address Line 1:</b>  | 1100 PEACHTREE STREET              |  |                       |
| <b>Address Line 2:</b>  | SUITE 2800                         |  |                       |
| <b>Address Line 4:</b>  | ATLANTA, GEORGIA 30309             |  |                       |
| <b>ATTORNEY DOCKET NUMBER:</b>  | 088325-1036782 & 1036783           |  |                       |
| <b>NAME OF SUBMITTER:</b>   | KATHERINE S. GAUDRY                |  |                       |
| <b>SIGNATURE:</b>   | /Katherine S. Gaudry/              |  |                       |
| <b>DATE SIGNED:</b>   | 12/21/2017                         |  |                       |
| <b>Total Attachments: 5</b>   |                                    |  |                       |
| source=2016-03-30 Certificate of Merger from Add This, LLC to AddThis, Inc. ORA160663-US-NP#page1.tif   |                                    |  |                       |
| source=2016-03-30 Certificate of Merger from Add This, LLC to AddThis, Inc. ORA160663-US-NP#page2.tif   |                                    |  |                       |
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STATE TREASURER

**New Jersey Division of Revenue  
Certificate of Merger/Consolidation**

This form may be used to record the merger or consolidation of a limited liability company, limited partnership or partnership with or into another business entity or entities, pursuant to NJSA 42:2A and 42:2C. Applicants must insure strict compliance with the requirements of State law and insure that all filing requirements are met. This form is intended to simplify filing with the New Jersey State Treasurer. Applicants are advised to seek out private legal advice before submitting filings to the State Treasurer's office. This merger is also pursuant to NJSA 14A.

1. Type of Filing (check one):      ☒ Merger      ☐ Consolidation
2. Name of Surviving Business Entity: AddThis, Inc., a Delaware corporation
3. Address of the Surviving Business Entity: 500 Oracle Parkway, Redwood Shores, CA 94065
4. Name(s)/Jurisdiction(s) of All Participating Business Entities:

| Name                    | Jurisdiction | Identification # Assigned by Treasurer (if applicable) |
|-------------------------|--------------|--|
| Add This, LLC           | New Jersey   | 0400198081   |
| AddThis, Inc.           | Delaware     | 3800650  |
| XGraph Acquisition, LLC | Delaware     |  |

5. Service of Process Address (For use if the surviving business entity is not authorized or registered by the State Treasurer):  
500 Oracle Parkway, Redwood Shores, CA 94065

The surviving business entity agrees that it may be served with process in this State in any action, suit or proceeding for the enforcement of any obligation of a merging or consolidating LLC, LP or partnership. The Treasurer is hereby appointed as agent to accept service of process in any such action, suit, or proceeding which shall be forwarded to the Surviving Business Entity at the Service of Process address stated above.

Date Merger/Consolidation adopted: March 30, 2016

Voting: (all corporations involved; attach additional sheets if necessary)

-a Corp. Name AddThis, Inc.

Outstanding Shares 100

If applicable, set forth the number and designation of any class or series of shares entitled to vote.  
100 shares of Common Stock

Voting For   X  

Voting Against \_\_\_\_\_; OR

Merger/consolidation plan was adopted by the unanimous written consent of the shareholders without a meeting (check)   X  

-b Corp. Name

Outstanding Shares

If applicable, set forth the number and designation of any class or series of shares entitled to vote.

Voting For \_\_\_\_\_

Voting Against \_\_\_\_\_; OR

Merger/consolidation plan was adopted by the unanimous written consent of the shareholders without a meeting (check) \_\_\_\_\_

-c Corp. Name

Outstanding Shares

If applicable, set forth the number and designation of any class or series of shares entitled to vote.

Voting For \_\_\_\_\_

Voting Against \_\_\_\_\_; OR

Merger/consolidation plan was adopted by the unanimous written consent of the shareholders without a meeting (check) \_\_\_\_\_

## 6. Effective Date (see instructions):

| Signature            | Name          | Title          | Date    |
|----------------------|---------------|----------------|---------|
| <u>Brian Higgins</u> | Brian Higgins | Vice President | 3/23/16 |
| <u>Greg Hilbrich</u> | Greg Hilbrich | SVP            | 3/23/16 |

Greg Hilbrich is signing as SVP on behalf of AddThis, Inc. & XGraph Acquisition, LLC

**\*\*Important Notes** --New Jersey law prohibits domestic LLCs, LPs and partnerships from merging/consolidating with another business entity, if authority for such merger/consolidation is not granted under the laws of the jurisdiction under which the other business entity was organized. Also, a merger/consolidation certificate may be filed pursuant to Title 42, 42:2A or 42:2 only if the surviving or resulting business entity is a limited partnership, limited liability company or partnership. Also, at least one participating business entity must be a limited partnership or limited liability company. If a for-profit domestic or foreign corporation participates or is the survivor, file the merger/consolidation pursuant to Title 14A. Title 15A corporations are not authorized to participate in mergers/consolidations involving LPs, LLCs, partnerships and for-profit corporations.

NJ Division of Revenue, PO Box 308, Trenton NJ 08646

## AGREEMENT AND PLAN OF MERGER

This AGREEMENT AND PLAN OF MERGER (this "Agreement and Plan of Merger") is dated as of this 30<sup>th</sup> day of March 2016 and is by and among AddThis, Inc., a Delaware corporation (the "Corporation"), Add This, LLC, a New Jersey limited liability company ("Add This, LLC"), and XGraph Acquisition, LLC, a Delaware limited liability company ("XGraph"). Each of Add This, LLC and XGraph is sometimes referred to herein individually as a "Subsidiary" and collectively as the "Subsidiaries."

WHEREAS, the Board of Directors of the Corporation, the sole member of each Subsidiary and the sole manager of Add This, LLC have resolved that each Subsidiary be merged with and into the Corporation pursuant to the General Corporation Law of the State of Delaware (the "DGCL"), the Delaware Limited Liability Company Act (the "DLLCA"), and the New Jersey Revised Uniform Limited Liability Company Act (the "NJLLCA"), such that the Corporation shall be the surviving corporation (the "Mergers");

WHEREAS, the Mergers are intended to qualify as disregarded transactions for U.S. federal income tax purposes; and

WHEREAS, this Agreement and Plan of Merger and the Mergers have been approved and adopted by the Corporation in accordance with the DGCL, by Add This, LLC in accordance with the NJLLCA, and by XGraph in accordance with the DLLCA.

NOW, THEREFORE, in consideration of the foregoing, the mutual covenants and agreements contained herein and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the parties hereto, intending to be legally bound, hereby agree as follows:

1. Mergers and Surviving Corporation. At the Effective Time (as hereinafter defined), pursuant to the provisions of the DGCL, NJLLCA and DLLCA, (a) each Subsidiary shall be merged into the Corporation, (b) the Corporation shall be the surviving corporation, and in such capacity is hereinafter sometimes referred to as the "Surviving Corporation" and (c) the separate existence of each Subsidiary shall cease.

2. Certificate of Incorporation of Surviving Corporation. The certificate of incorporation of the Corporation in effect immediately before the Effective Time shall be the certificate of incorporation of the Surviving Corporation, and said certificate of incorporation shall continue in full force and effect until amended in the manner prescribed by the provisions of the DGCL.

3. Bylaws of Surviving Corporation. The bylaws of the Corporation in effect immediately prior to the Effective Time will be the bylaws of the Surviving Corporation and will continue in full force and effect until changed, altered, or amended as therein provided and in the manner prescribed by the provisions of the DGCL.

4. Cancellation of LLC Interests; No Change in Outstanding Shares of Surviving Corporation. At the Effective Time, all limited liability company interests of each Subsidiary shall be cancelled. The shares of capital stock of the Corporation issued and outstanding immediately before the effective time of the Mergers shall not be converted as a result of the Mergers, but shall remain outstanding as identical shares of capital stock of the Surviving Corporation. No shares of common stock of the Surviving Corporation and no shares, securities or obligations convertible into such stock are to be issued or delivered hereunder.

5. Directors and Officers of Surviving Corporation. The directors and officers of the Corporation immediately prior to the Mergers shall continue to serve as the directors and officers of the Surviving Corporation, all of whom shall hold their directorships and offices until the election and qualification of their respective successors or until their tenure is otherwise terminated in accordance with the bylaws of the Surviving Corporation.

6. Effective Time. As used herein, the term "Effective Time" shall mean the time that the Mergers become effective under applicable law.

7. Merger Filings. Following the approval of this Agreement and Plan of Merger by the directors of the Corporation and by the sole member of each Subsidiary in accordance with each of its limited liability company agreement and the DLLCA or NJLLCA, as applicable, a Certificate of Merger consistent with the terms of this Agreement and Plan of Merger shall be filed with the Secretary of State of the State of Delaware pursuant to Section 264 of the DGCL and Section 18-209 of the DLLCA, and with the State of New Jersey pursuant to Title 42 of the NJLLCA.

8. Copies of Plan of Merger. An original or attested copy of this Agreement and Plan of Merger shall be kept wherever the records of meetings of the stockholders of the Surviving Corporation are kept and shall be made available at said location for inspection by any stockholder of the Surviving Corporation or any person who was a member of either Subsidiary, and the Surviving Corporation shall furnish a copy of this Agreement and Plan of Merger to any such stockholder or person upon written request and without charge.

9. Further Actions. The directors and officers of the Surviving Corporation are hereby authorized, empowered, and directed to do any and all acts and things, and to make, execute, deliver, file, and/or record any and all instruments, papers, and documents which shall be or become necessary, proper, or convenient to carry out or put into effect any of the provisions of this Agreement and Plan of Merger or of the Mergers herein provided for.

[REMAINDER OF PAGE INTENTIONALLY LEFT BLANK]

WITNESS the execution hereof under seal on the day and year first above written.

**ADDTHIS, INC.**

By: Brian S. Higgins  
Name: Brian S. Higgins  
Title: Vice President

**ADD THIS, LLC**

By: Its Sole Member

**ADDTHIS, INC.**

By: Greg Hilbrich  
Name: Greg Hilbrich  
Title: Senior Vice President, Taxation

**XGRAPH ACQUISITION, LLC**

By: Its Sole Member

**ADDTHIS, INC.**

By: Greg Hilbrich  
Name: Greg Hilbrich  
Title: Senior Vice President, Taxation