

PATENT ASSIGNMENT COVER SHEET

Electronic Version v1.1
 Stylesheet Version v1.2

EPAS ID: PAT5680912

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER		
EFFECTIVE DATE:	06/03/2016		
CONVEYING PARTY DATA			
Name			Execution Date
CONFER TECHNOLOGIES, INC.			06/03/2016
RECEIVING PARTY DATA			
Name:	CONFER TECHNOLOGIES, INC.		
Street Address:	118 TURNPIKE ROAD		
City:	SOUTHBOROUGH		
State/Country:	MASSACHUSETTS		
Postal Code:	01772		
PROPERTY NUMBERS Total: 1			
Property Type	Number		
Patent Number:	9917864		
CORRESPONDENCE DATA			
Fax Number:	(617)523-1231		
<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:	(617) 570-1000		
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Correspondent Name:	GOODWIN PROCTER LLP		
Address Line 1:	100 NORTHERN AVENUE		
Address Line 4:	BOSTON, MASSACHUSETTS 02210		
ATTORNEY DOCKET NUMBER:	BIT-100D2		
NAME OF SUBMITTER:	GOZDE GUCKAYA		
SIGNATURE:	/Gozde Guckaya/		
DATE SIGNED:	08/22/2019		
Total Attachments: 6			
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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:

"CONFER ACQUISITION CORP.", A DELAWARE CORPORATION,
WITH AND INTO "CONFER TECHNOLOGIES, INC." UNDER THE NAME OF
"CONFER TECHNOLOGIES, INC.", A CORPORATION ORGANIZED AND
EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED
AND FILED IN THIS OFFICE ON THE THIRD DAY OF JUNE, A.D. 2016, AT
12:51 O`CLOCK P.M.

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



5068203 8100M
SR# 20164285549

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

A handwritten signature in black ink, appearing to read "JB", is written over a horizontal line. Below the line, the text "Jeffrey W. Bullock, Secretary of State" is printed in a small font.

Authentication: 202428901
Date: 06-03-16

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CERTIFICATE OF MERGER

OF

CONFER ACQUISITION CORP.
(a Delaware corporation)

WITH AND INTO

CONFER TECHNOLOGIES, INC.
(a Delaware corporation)

**PURSUANT TO SECTION 251 OF THE GENERAL
CORPORATION LAW OF THE STATE OF DELAWARE**

Pursuant to Section 251(c) of the General Corporation Law of the State of Delaware, Confer Technologies, Inc., a Delaware corporation (the "Company"), hereby certifies the following information relating to the merger of Confer Acquisition Corp., a Delaware corporation ("Merger Sub"), with and into the Company (the "Merger"):

FIRST: The name and state of incorporation of each of the constituent corporations in the Merger are as follows:

<u>Name of Entity</u>	<u>State</u>
Confer Technologies, Inc.	Delaware
Confer Acquisition Corp.	Delaware

SECOND: The Agreement and Plan of Merger and Reorganization, dated as of May 31, 2016, by and among the Company, Merger Sub, and the other parties thereto (the "Merger Agreement"), setting forth the terms and conditions of the Merger, has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations in accordance with Section 251 of the General Corporation Law of the State of Delaware.

THIRD: The name of the surviving corporation shall be Confer Technologies, Inc. (the "Surviving Corporation").

FOURTH: The Merger shall become effective upon the filing of this Certificate of Merger with the Secretary of State of the State of Delaware.

FIFTH: The Certificate of Incorporation of the Surviving Corporation shall be amended in its entirety as set forth in Exhibit A attached hereto, and as such, shall constitute the Certificate of Incorporation of the Surviving Corporation until thereafter amended and changed pursuant to the provisions of the General Corporation Law of the State of Delaware.

SIXTH: The executed Merger Agreement is on file at the principal place of business of the Surviving Corporation located at 118 Turnpike Road, Southborough, MA 01772.

SEVENTH: A copy of the Merger Agreement will be furnished by the Surviving Corporation, on request and without cost, to any stockholder of either the Company or Merger Sub.

[Signature Page Follows]

IN WITNESS WHEREOF, this Certificate of Merger has been executed by the undersigned, a duly authorized officer of the Surviving Corporation, on behalf of the Surviving Corporation as of the 3rd day of June, 2016.

CONFER TECHNOLOGIES, INC.

By: /s/ Mark Quinlivan

Name: Mark Quinlivan

Title: President and Chief Executive Officer

EXHIBIT A

AMENDED AND RESTATED CERTIFICATE OF INCORPORATION

OF

CONFER TECHNOLOGIES, INC.

FIRST: The name of this corporation is Confer Technologies, Inc.

SECOND: Its registered office in the State of Delaware is to be located at 1209 Orange Street, in the City of Wilmington, County of New Castle, 19801, and its registered agent at such address is The Corporation Trust Company.

THIRD: The purpose or purposes of the corporation is to carry on any and all business and to engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of Delaware.

FOURTH: The aggregate number of shares which the Corporation shall have authority to issue is 1,000 shares of capital stock all of which shall be designated "Common Stock" and have a par value of \$0.0001 per share.

FIFTH: In furtherance and not in limitation of the powers conferred by the laws of the State of Delaware, the Board of Directors is expressly authorized to adopt, amend or repeal the by-laws of the corporation.

SIXTH: Elections of directors need not be by written ballot unless the by-laws of the corporation shall so provide.

SEVENTH: A director of the corporation shall not be personally liable to the corporation or its stockholders for monetary damages for breach of fiduciary duty as a director, except for liability (i) for any breach of the director's duty of loyalty to the corporation or its stockholders, (ii) for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, (iii) under Section 174 of the Delaware General Corporation Law, or (iv) for any transaction from which the director derived any improper personal benefit. If the Delaware General Corporation Law is amended after the effective date of this Certificate of Incorporation to authorize corporate action further eliminating or limiting the personal liability of directors, then the liability of a director of the corporation shall be eliminated or limited to the fullest extent permitted by the General Corporation Law of the State of Delaware. No amendment, modification or repeal of this Article Seventh shall adversely affect the rights and protection afforded to a director of the corporation under this Article Seventh for acts or omissions occurring prior to such amendment, modification or repeal.

EIGHTH: The corporation reserves the right at any time, and from time to time, to amend, alter, change or repeal any provision contained in this Certificate of Incorporation, and to add or insert other provisions authorized by the laws of the State of Delaware at the time in

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force, in the manner now or hereafter prescribed by law; and all rights, preferences and privileges of whatsoever nature conferred upon stockholders, directors or any other persons whomsoever by and pursuant to this Certificate of Incorporation in its present form or as hereafter amended are granted subject to the rights reserved in this Article Eighth.

NINTH: Whenever a compromise or arrangement is proposed between this corporation and its creditors or any class of them and/or between this corporation and its stockholders or any class of them, any court of equitable jurisdiction within the State of Delaware may, on the application in a summary way of this corporation or of any creditor or stockholder thereof or on the application of any receiver or receivers appointed for this corporation under the provisions of Section 291 of Title 8 of the Delaware Code or on the application of trustees in dissolution or of any receiver or receivers appointed for this corporation under the provisions of Section 279 of Title 8 of the Delaware Code order a meeting of the creditors or class of creditors, and/or of the stockholders or class of stockholders of this corporation, as the case may be, to be summoned in such manner as the said court directs. If a majority in number representing three-fourths in value of the creditors or class of creditors, and/or of the stockholders or class of stockholders of this corporation, as the case may be, agree to any compromise or arrangement and to any reorganization of this corporation as consequence of such compromise or arrangement, the said compromise or arrangement and the said reorganization shall, if sanctioned by the court to which the said application has been made, be binding on all the creditors or class of creditors, and/or on all the stockholders or class of stockholders, of this corporation, as the case may be, and also on this corporation.