

PATENT ASSIGNMENT COVER SHEET

Electronic Version v1.1
 Stylesheet Version v1.2

EPAS ID: PAT6041534

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	03/17/2020
CONVEYING PARTY DATA	
Name	Execution Date
PAYMENT RESERVATIONS, INC.	03/16/2020
RECEIVING PARTY DATA	
Name:	PAYCERTIFY, INC.
Street Address:	59 N SANTA CRUZ AVENUE, SUITE M AND Q
City:	LOS GATOS
State/Country:	CALIFORNIA
Postal Code:	95030
PROPERTY NUMBERS Total: 2	
Property Type	Number
Application Number:	62910945
Application Number:	16818693
CORRESPONDENCE DATA	
Fax Number:	(650)938-5200
<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:	6509888500
Email:	npasciucco@fenwick.com
Correspondent Name:	BRIAN G. BRANNON
Address Line 1:	801 CALIFORNIA STREET
Address Line 4:	MOUNTAIN VIEW, CALIFORNIA 94041
ATTORNEY DOCKET NUMBER:	36589-45450; 36589-44813
NAME OF SUBMITTER:	BRIAN G BRANNON, REG NO 57219
SIGNATURE:	/Brian G. Brannon/
DATE SIGNED:	04/01/2020
Total Attachments: 5	
source=PAYCERTIFY, INC. Certificate of Merger#page1.tif	
source=PAYCERTIFY, INC. Certificate of Merger#page2.tif	
source=PAYCERTIFY, INC. Certificate of Merger#page3.tif	
source=PAYCERTIFY, INC. Certificate of Merger#page4.tif	

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:

"PAYMENT RESERVATIONS, INC.", A CALIFORNIA CORPORATION,
WITH AND INTO "PAYCERTIFY, INC." UNDER THE NAME OF
"PAYCERTIFY, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER
THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS
OFFICE ON THE SEVENTEENTH DAY OF MARCH, A.D. 2020, AT 5:25
O`CLOCK P.M.



Jeffrey W. Bullock, Secretary of State

7903665 8100M
SR# 20202205054

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

Authentication: 202610873
Date: 03-18-20

PATENT
REEL: 052282 FRAME: 0392

CERTIFICATE OF OWNERSHIP AND MERGER

Pursuant to Section 253 of the General Corporation Law of the State of Delaware and Section 1110 of the California Corporations Code, Payment Reservations, Inc., a California corporation (the "Parent Corporation"), for the purpose of effecting the merger (the "Merger") of Parent Corporation with and into Paycertify, Inc., a Delaware corporation, and a wholly-owned subsidiary of Parent Corporation (the "Surviving Corporation"), does hereby certify:

FIRST: That the Surviving Corporation is incorporated and duly organized under the laws of the State of Delaware.

SECOND: That the Parent Corporation owns all of the outstanding shares of the capital stock of the Surviving Corporation.

THIRD: That attached as Exhibit A hereto are resolutions of the Board of Directors of the Parent Corporation, duly adopted by the members thereof and dated as of March 16, 2020, approving the Merger and this Certificate of Ownership and Merger pursuant to Section 253 of the Delaware Corporations Code and Section 1110 of the California Corporations Code.

[Signature Page Follows]

IN WITNESS WHEREOF, Parent Corporation has caused this certificate to be signed
by Robert Chase Harmer, its President, this 16th day of March, 2020.

PAYMENT RESERVATIONS, INC.

a California corporation

DocuSigned by:

Chase Harmer

By: _____

CC8AD0FDB9A1444

Name: Robert Chase Harmer

Title: President

Exhibit A

**RESOLUTIONS OF THE BOARD OF DIRECTORS OF
PAYMENT RESERVATIONS, INC., A CALIFORNIA CORPORATION
DATED MARCH 16, 2020**

WHEREAS, the Board of Directors (the "Board") believes it is in the best interest of the Company and its shareholders to reincorporate the Company as a Delaware corporation.

WHEREAS, the Board believes it is in the best interest of the Company and its shareholders to effect such reincorporation by means of a reorganization (within the meaning of Internal Revenue Code Section 368) merging the Company into Paycertify, Inc., a Delaware corporation and a wholly-owned subsidiary of the Company ("Paycertify Delaware") in accordance with Section 1110 of the California Corporations Code, and pursuant to which each share of Common Stock of the Company outstanding shall be exchanged for one share of Common Stock of Paycertify Delaware (the "Reorganization").

NOW, THEREFORE, BE IT RESOLVED, that the Board hereby approves the Reorganization.

RESOLVED FURTHER, that the Agreement and Plan of Merger, in the form presented to the Board (the "Merger Agreement") and all transactions described therein, be, and they hereby are, adopted and approved, with such changes as may be approved by the President of the Company in his sole discretion, his signature on such document to constitute conclusive evidence of such approval.

RESOLVED FURTHER, that the effective date of the Reorganization (the "Effective Date") shall be the date of filing of the Certificate of Ownership and Merger with the Secretary of State of the State of Delaware.

RESOLVED FURTHER, that the officers of the Company be, and each of them hereby is, authorized and directed, for and on behalf of the Company, to take such further actions, including, but not limited to, providing notification of the Reorganization to any appropriate governmental or regulatory agencies and filing any forms and documents with such agencies as may be required or advisable by them or by law, and to obtain such consents from any third parties or governmental or regulatory agencies as may be necessary or advisable to carry out the Reorganization.

RESOLVED FURTHER, that the Company's President and Secretary of the Company be, and each of them hereby is, authorized and directed, in the name and on behalf of the Company, to (i) execute and deliver the Merger Agreement to Paycertify Delaware in substantially the form approved herein by the Board, under which the Company would effect the Reorganization, (ii) consummate all

the transactions contemplated by the Merger Agreement, on the terms set forth in the Merger Agreement and pursuant to such other agreements, and any amendments thereto, as the officers executing such may in their discretion deem reasonable and appropriate, and (iii) prepare and cause to be filed the Merger Agreement and any related officers' certificates or other documents required to be filed with the appropriate governmental offices in the States of Delaware and California in accordance with the laws applicable to consummate the Reorganization

RESOLVED FURTHER, that there is hereby adopted and incorporated by reference the full text of any resolution that may be required by any person or entity in connection with the Reorganization, and that the Secretary of the Company is hereby authorized and empowered to certify to such person or entity that any such form of resolution so required has been adopted.

RESOLVED FURTHER, that the officers of the Company be, and each of them hereby is, authorized and directed, in the name and on behalf of the Company and under its corporate seal if appropriate, to make all such arrangements, to do and perform all such acts and things, to execute and deliver all such officers' certificates and such other instruments and documents, to effect all filings and qualifications, and to take all further action as they may deem necessary or appropriate in order to effectuate fully the purpose of each and all of the foregoing resolutions (hereby ratifying and confirming any and all actions taken heretofore and hereafter to accomplish such purposes, all or singular).