

PATENT ASSIGNMENT COVER SHEET

Electronic Version v1.1
 Stylesheet Version v1.2

EPAS ID: PAT6960022

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER AND CHANGE OF NAME
EFFECTIVE DATE:	10/16/2020
CONVEYING PARTY DATA	
Name	Execution Date
ALPHA KABBAGE, INC.	10/16/2020
NEWLY MERGED ENTITY DATA	
Name	Execution Date
GREEN ACQUISITION MERGER SUB, INC.	10/16/2020
MERGED ENTITY'S NEW NAME (RECEIVING PARTY)	
Name:	AMERICAN EXPRESS KABBAGE INC.
Street Address:	730 PEACHTREE STREET NE
Internal Address:	SUITE 1100
City:	ATLANTA
State/Country:	GEORGIA
Postal Code:	30308
PROPERTY NUMBERS Total: 1	
Property Type	Number
Application Number:	16587130
CORRESPONDENCE DATA	
Fax Number:	(866)400-9350
<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:	2158538257
Email:	jmuskin@patentstrademarks.com
Correspondent Name:	JON MUSKIN
Address Line 1:	100 WEST MAIN STREET
Address Line 2:	SUITE 205
Address Line 4:	LANSDALE, PENNSYLVANIA 19446
NAME OF SUBMITTER:	JON MUSKIN
SIGNATURE:	/Jon Muskin #43,824/
DATE SIGNED:	10/08/2021

Total Attachments: 6

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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 MERGER, WHICH MERGES:

"GREEN ACQUISITION MERGER SUB, INC.", A DELAWARE CORPORATION, WITH AND INTO "ALPHA KABBAGE, INC." UNDER THE NAME OF "AMERICAN EXPRESS KABBAGE INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE ON THE SIXTEENTH DAY OF OCTOBER, A.D. 2020, AT 3:19 O`CLOCK P.M.




Jeffrey W. Bullock, Secretary of State

3406827 8100M
SR# 20207876944

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

Authentication: 203880588
Date: 10-16-20

PATENT
REEL: 057741 FRAME: 0022

State of Delaware
Secretary of State
Division of Corporations
Delivered 03:19 PM 10/16/2020
FILED 03:19 PM 10/16/2020
SR 20207876944 - File Number 3406827

CERTIFICATE OF MERGER

of

GREEN ACQUISITION MERGER SUB, INC.
(a Delaware corporation)

with and into

ALPHA KABBAGE, INC.
(a Delaware corporation)

Pursuant to Title 8, Section 251(c) of the General Corporation
Law of the State of Delaware

The undersigned certifies that:

FIRST: The name of the surviving corporation is Alpha Kabbage, Inc., a corporation incorporated in the State of Delaware (the "Surviving Corporation") and the name of the corporation being merged into this surviving corporation is Green Acquisition Merger Sub, Inc., a corporation incorporated in the State of Delaware (collectively, the "Constituent Corporations").

SECOND: An Agreement and Plan of Merger (the "Merger Agreement"), dated as of August 16, 2020, has been approved, adopted, certified, executed and acknowledged by each of the Constituent Corporations pursuant to Title 8, Section 251 of the Delaware General Corporation Law.

THIRD: The name of the Surviving Corporation shall be changed to "American Express Kabbage Inc."

FOURTH: The Certificate of Incorporation of the surviving corporation is hereby amended and restated in its entirety to read as set forth in Exhibit A hereto.

FIFTH: The merger shall be effective upon the filing of this Certificate of Merger with the Secretary of State of the State of Delaware.

SIXTH: The executed Merger Agreement is on file at 730 Peachtree Street NE, Suite 1100, Atlanta, GA 30308, the principal place of business of the surviving corporation.

SEVENTH: A copy of the Merger Agreement will be furnished by the surviving corporation on request, without cost, to any stockholder of the Constituent Corporations.

IN WITNESS WHEREOF, the surviving corporation has caused this certificate to be executed by its duly authorized officer as of the 16th day of October, 2020.

ALPHA KABBAGE, INC.

By: /s/ Robert J. Frohwein

Name: Robert J. Frohwein

Title: Chief Executive Officer

[Signature Page to Certificate of Merger]

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REEL: 057741 FRAME: 0024

Exhibit A

CERTIFICATE OF INCORPORATION
OF
AMERICAN EXPRESS KABBAGE INC.

Attached.

**AMENDED AND RESTATED CERTIFICATE OF INCORPORATION
OF
AMERICAN EXPRESS KABBAGE INC.**

FIRST. The name of the corporation is AMERICAN EXPRESS KABBAGE INC. (the "Corporation").

SECOND. The address of the Corporation's registered office in the State of Delaware is Corporation Trust Center, 1209 Orange Street in the City of Wilmington, County of New Castle 19801. The name of its registered agent at such address is The Corporation Trust Company.

THIRD. The purpose of the Corporation is to engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of Delaware (the "DGCL").

FOURTH. The total number of shares which the Corporation shall have authority to issue is 1,000 shares of Common Stock, and the par value of each of such shares is \$0.01.

FIFTH. The board of directors of the corporation is expressly authorized to adopt, amend or repeal by-laws of the corporation.

SIXTH. Elections of directors need not be by written ballot except and to the extent provided in the by-laws of the corporation.

SEVENTH. The number of directors of the Corporation shall be fixed from time to time pursuant to the by-laws of the Corporation.

EIGHTH. Any action required or permitted to be taken by the holders of Common Stock of the corporation, including but not limited to the election of directors, may be taken by written consent or consents but only if such consent or consents are signed by all holders of Common Stock.

NINTH. 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 DGCL, as the same exists or hereafter may be amended, or (iv) for any transaction from which the director derived an improper personal benefit. If the DGCL hereafter is amended to authorize the further elimination or limitation of the liability of the directors, then the liability of a director shall be eliminated or limited to the fullest extent permitted by the DGCL as so amended. In addition to the limitation on personal liability of directors provided herein, the Corporation shall, to the fullest extent permitted by the DGCL: (x) indemnify its officers and directors and (y) advance expenses incurred by such officers or directors in relation to any action, suit or proceeding. Any repeal or modification of this paragraph by the stockholders of the Corporation shall be prospective only, and shall not adversely affect any limitation on the personal liability or right to indemnification or advancement of expenses hereunder existing at the time of such repeal or modification.