

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM536662

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	MERGER		
<b>EFFECTIVE DATE:</b>	10/01/2017		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Digital Insight Corporation		09/28/2017	Corporation: DELAWARE
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	NCR Corporation		
<b>Street Address:</b>	864 Spring Street NW		
<b>City:</b>	Atlanta		
<b>State/Country:</b>	GEORGIA		
<b>Postal Code:</b>	30308		
<b>Entity Type:</b>	Corporation: MARYLAND		
<b>PROPERTY NUMBERS Total: 5</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	3573166	FINANCEWORKS	
<b>Registration Number:</b>	2611866	DIGITAL INSIGHT	
<b>Registration Number:</b>	4879270	D DIGITAL INSIGHT	
<b>Registration Number:</b>	2856129	DIGITAL INSIGHT	
<b>Registration Number:</b>	5573302	DIGITAL INSIGHT	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	2127352000		
<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>Phone:</b>	2127353000		
<b>Email:</b>	jselle@skadden.com		
<b>Correspondent Name:</b>	Skadden, Arps, Slate, Meagher & Flom LLP		
<b>Address Line 1:</b>	Four Times Square		
<b>Address Line 2:</b>	Attn: Justin Selle		
<b>Address Line 4:</b>	New York, NEW YORK 10036		
<b>ATTORNEY DOCKET NUMBER:</b>	158250/17		
<b>NAME OF SUBMITTER:</b>	Oren Epstein		
<b>SIGNATURE:</b>	/OE/		
<b>DATE SIGNED:</b>	08/15/2019		

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**Total Attachments: 13**

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State of Delaware  
Secretary of State  
Division of Corporations  
Delivered 10:43 AM 09/29/2017  
FILED 10:43 AM 09/29/2017  
SR 20176399938 - File Number 2729798

STATE OF DELAWARE  
CERTIFICATE OF OWNERSHIP

SUBSIDIARY INTO PARENT  
Section 253

CERTIFICATE OF OWNERSHIP  
MERGING  
DIGITAL INSIGHT CORPORATION  
INTO  
NCR CORPORATION

(Pursuant to Section 253 of the General Corporation Law of Delaware)


NCR Corporation, a corporation organized on the 2<sup>nd</sup> day of January, 1926, pursuant to the provisions of the laws of the State of Maryland;

**DOES HEREBY CERTIFY** that NCR Corporation owns 100% of the capital stock of Digital Insight Corporation, a corporation organized on the 18<sup>th</sup> day of March, 1997, pursuant to the provisions of the General Corporation Law of the State of Delaware; and that NCR Corporation, by a resolution of its Board of Directors on the 25<sup>th</sup> day of September, 2017 (the "Resolution"), determined to and did merge into itself said Digital Insight Corporation, effective October 1, 2017 at 11:59 p.m., which Resolution is attached hereto as Exhibit A.

NCR Corporation, as the surviving foreign corporation, hereby agrees that it may be served with process in the State of Delaware in any proceeding for any enforcement of any obligation of the surviving corporation arising from this merger, including any suit or other proceeding to enforce the rights of any stockholders as determined in appraisal proceedings pursuant to the provisions of Section 252 (d) of the Delaware General Corporation Law, and irrevocably appoints the Secretary of State of the State of Delaware as its agent to accept services of process in any such suit or proceeding. The Secretary of State shall mail any such process to the surviving corporation at Office of the General Counsel, NCR Corporation, 3097 Satellite Boulevard, Duluth, GA 30096.

**IN WITNESS WHEREOF**, NCR Corporation has caused its corporate seal to be affixed and the certificate to be signed by an authorized officer this 28<sup>th</sup> day of September, 2017.

NCR CORPORATION

By:   
Name: Richard P. McKenzie  
Title: Vice President and Assistant Secretary

TRADEMARK  
REEL: 006720 FRAME: 0716

EXHIBIT A

**NCR CORPORATION**

**ACTION BY UNANIMOUS CONSENT  
OF THE BOARD OF DIRECTORS WITHOUT A MEETING**

The undersigned, being all of the Directors of NCR Corporation, a Maryland corporation (the "Company"), do hereby waive notice of a meeting of the Board of Directors and consent, pursuant to the provisions of the Maryland General Corporation Law, to the adoption of the following resolutions without a meeting of the Board of Directors:

**WHEREAS**, Digital Insight Corporation, a Delaware corporation ("Digital Insight") is a direct wholly-owned subsidiary of the Company, operating as a separate legal entity; and

**WHEREAS**, the Company has determined that it is in the Company's best interests for the operations of Digital Insight to be integrated with and into the Company, and in connection therewith to approve the following resolutions.

**NOW, THEREFORE, IT IS**

**RESOLVED**, that the merger of Digital Insight with and into the Company in accordance with the provisions of Section 253 of the Delaware General Corporation Code and Sections 3-102, 3-105, and 3-106 of the Maryland General Corporation Law be, and it hereby is, adopted and approved, with such merger to be effective as soon as reasonably practicable following the date of these resolutions, with the Company surviving the merger; and, further

**RESOLVED**, that, in order to effect such merger, the officers of the Company be, and each hereby is, authorized and directed to prepare, execute, deliver, and file in the name and on behalf of the Company, a Certificate of Ownership and Merger with the Secretary of State of the State of Delaware pursuant to the provisions of the Delaware General Corporation Code, and Articles of Merger with the State Department of Assessments and Taxation of the State of Maryland pursuant to the provisions of the Maryland General Corporation Law, in such forms, and with such changes in such forms, as the officer executing such documents shall approve, which approval shall be conclusively evidenced by such officer's execution and delivery thereof; and, further

**RESOLVED**, that all actions taken, or to be taken, by the appropriate officers and employees of the Company to implement the foregoing resolutions be, and they hereby are, authorized, ratified, and approved; such actions to include but not be limited to, (i) the preparation, execution, delivery, filing, and performance of the terms of the Certificate of Ownership and Merger, the Articles of Merger, and all documents and instruments related thereto, and (ii) the execution, delivery, and performance of the terms of any and all documents and instruments necessary or appropriate to

cause the merger and the transfer of any related assets or stock as applicable; and, further

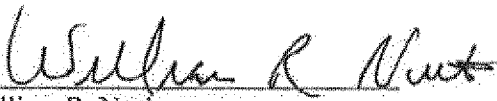
**RESOLVED**, that the officers of the Company be, and each hereby is, authorized and directed to proceed with all other reasonable or desirable action, including the preparation of all such documents, papers, and filings as he or she, with the advice of counsel, may deem necessary or advisable, and to do and perform all such acts and things, pay or cause to be paid all such costs, fees, and expenses, and to execute, acknowledge, and deliver all such documents as he or she may deem necessary, proper, or desirable, in order to fully effectuate the purpose of all of the foregoing resolutions; and, further

**RESOLVED**, that this consent may be approved by electronic transmission and/or executed in as many counterparts as may be required, provided that the approval by electronic transmission or signature of each member of the Board of Directors (including a printed or facsimile copy of an approval by electronic transmission and signature by facsimile) will be effective up on receipt by the Secretary of the Company of the last approval by electronic transmission or signature by a member of the Board of Directors and, when affixed together, will constitute the full and complete action of the Board of Directors; and, further

**RESOLVED**, that the Secretary or any Assistant Secretary of the Company be, and each hereby is, directed to insert the date upon which the Secretary received the last approval by electronic transmission or signature on this consent and file all such executed counterparts of this consent with the minutes of the proceedings of the Board of Directors.

[signatures on following page]

The undersigned, being all the members of the Board, do hereby consent to the adoption of the foregoing resolutions.

  
\_\_\_\_\_  
William R. Nuti

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Gary J. Daichendt

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Gregory R. Blank

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Robert P. DeRodes

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Edward P. Boykin

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Kurt P. Kuehn

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Chinh E. Chu

\_\_\_\_\_  
Linda Fayne Levinson

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Richard L. Clemmer

Date upon which last approval by electronic transmission or signature was received by the Secretary of the Company:

\_\_\_\_\_, 2017

By: \_\_\_\_\_  
Name: Edward Gallagher  
Title: SVP, General Counsel and Corporate Secretary

The undersigned, being all the members of the Board, do hereby consent to the adoption of the foregoing resolutions.

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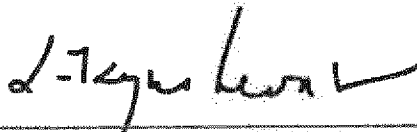
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Date upon which last approval by electronic transmission or signature was received by the Secretary of the Company:

September 25, 2017

By:

Name: Edward Gallagher

Title: SVP, General Counsel and Corporate Secretary