

## TRADEMARK ASSIGNMENT

Electronic Version v1.1

Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT			
NATURE OF CONVEYANCE:	MERGER			
EFFECTIVE DATE:	11/15/2002			
CONVEYING PARTY DATA				
	Name	Formerly	Execution Date	Entity Type
	Synacor, Inc.		11/15/2002	CORPORATION: NEW YORK
RECEIVING PARTY DATA				
Name:	Synacor, Inc.			
Street Address:	40 La Riviere Drive			
Internal Address:	Suite 300			
City:	Buffalo			
State/Country:	NEW YORK			
Postal Code:	14202			
Entity Type:	CORPORATION: DELAWARE			
PROPERTY NUMBERS Total: 2				
	Property Type	Number	Word Mark	
	Registration Number:	2845578	SYNACOR	
	Registration Number:	2811272	SYNACOR	
CORRESPONDENCE DATA				
Fax Number:				
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>				
Email:	chirschberg@synacor.com			
Correspondent Name:	Cynthia Hirschberg			
Address Line 1:	40 La Riviere Drive			
Address Line 2:	Suite 300			
Address Line 4:	Buffalo, NEW YORK 14202			
NAME OF SUBMITTER:	Cynthia J. Hirschberg			
Signature:	/Cynthia J. Hirschberg/			

OP \$65.00 2845578

TRADEMARK

Date:

06/20/2013

**Total Attachments: 7**

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**CERTIFICATE OF MERGER**

**OF**

**SYNACOR, INC.,  
a New York corporation**

**WITH AND INTO**

**SYNACOR, INC.,  
a Delaware corporation**

**PURSUANT TO SECTION 252 OF THE GENERAL  
CORPORATION LAW OF THE STATE OF DELAWARE**

Synacor, Inc., a corporation duly organized and existing under and by virtue of the General Corporation Law of the State of Delaware ("Synacor-DE"), does hereby certify:

**FIRST:** That the name and state of incorporation of each of the constituent corporations of the merger is as follows:

<b>Name</b>	<b>State of Incorporation</b>
Synacor, Inc.	New York
Synacor, Inc.	Delaware

**SECOND:** That the Agreement and Plan of Merger and Reorganization (the "Merger Agreement") dated as of November 15, 2002, by and among Synacor, Inc., a New York corporation ("Synacor-NY") and Synacor DE, setting forth the terms and conditions for the merger of Synacor-NY with and into Synacor-DE (the "Merger"), has been approved, adopted, certified, executed and acknowledged by Synacor-NY in accordance with the requirements of Sections 903(a) and 907 of the Business Corporation Law of the State of New York and Synacor-DE in accordance with the requirements of Section 252 of the General Corporation Law of the State of Delaware.

**THIRD:** That the name of the surviving Delaware corporation (the "Surviving Corporation") of the Merger shall be Synacor, Inc.

**FOURTH:** That pursuant to the Merger Agreement, the Certificate of Incorporation of Synacor-DE as in effect immediately prior to the Merger shall be the Certificate of Incorporation of the Surviving Corporation until thereafter amended in accordance with its terms and the General Corporation Law of the State of Delaware.

**FIFTH:** That the executed Merger Agreement is on file at the principal place of business of the Surviving Corporation located at 465 Main Street, Suite 710, Buffalo, NY 14203.

**SIXTH:** That a copy of the Merger Agreement will be furnished by the Surviving Corporation, on request and without cost, to any stockholder of any constituent corporation.

**SEVENTH:** That the merger shall become effective upon the filing of this Certificate of Merger with the Secretary of State of the State of Delaware.

*[Remainder of page intentionally left blank]*

**IN WITNESS WHEREOF**, Synacor-DE has caused this Certificate of Merger to be executed in its corporate name on the 15th day of November, 2002.

Synacor, Inc., a Delaware corporation



By \_\_\_\_\_  
Ron Frankel, President

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**CERTIFICATE OF MERGER**

**OF**

**SYNACOR, INC.,  
a New York corporation**

**WITH AND INTO**

**SYNACOR, INC.,  
a Delaware corporation**

**CSC 45**

**PURSUANT TO SECTION 907 OF THE BUSINESS CORPORATION LAW OF THE  
STATE OF NEW YORK**

Synacor, Inc., a corporation duly organized and existing under and by virtue of the Business Corporation Law of the State of New York, does hereby certify:

**FIRST:** That the name, state and date of incorporation of each of the constituent corporations of the merger is as follows:

Synacor, Inc., a New York corporation ("Synacor-NY"), f/k/a CKMP, Inc. and incorporated under the name Chek, Inc. on January 7, 1998.

Synacor, Inc., a Delaware corporation ("Synacor-DE"), incorporated November 6, 2002.

**SECOND:** That Synacor-DE has not filed an application for authority to do business in the State of New York, and will not do business in the State of New York until an application for such authority has been filed.

**THIRD:** That the outstanding capital stock of Synacor-NY consists of 43,197,175 shares of Common Stock, par value \$0.01 per share ("Synacor-NY Common Stock").

**FOURTH:** That the outstanding capital stock of Synacor-DE consists of one (1) share of Common Stock, par value \$0.01 per share ("Synacor-DE Common Stock").

**FIFTH:** That the Agreement and Plan of Merger and Reorganization (the "Merger Agreement") dated as of November 15, 2002 by and among Synacor-NY and Synacor-DE, setting forth the terms and conditions for the merger of Synacor-NY with and into Synacor-DE (the "Merger"), has been approved, adopted, certified, executed and acknowledged by Synacor-NY in accordance with the requirements of Sections 903(a) and 907 of the Business Corporation Law of the State of New York, and by Synacor-DE in accordance with the requirements of Section 252 of the General Corporation Law of the State of Delaware.

SIXTH: That Synacor-DE shall be the surviving corporation of the Merger (the "Surviving Corporation") and the name of the Surviving Corporation shall be Synacor, Inc.

SEVENTH: That pursuant to the Merger Agreement, the Certificate of Incorporation of Synacor-DE as in effect immediately prior to the Merger shall be the Certificate of Incorporation of the Surviving Corporation until thereafter amended in accordance with its terms and the General Corporation Law of the State of Delaware.

EIGHTH: That the executed Merger Agreement is on file at the principal place of business of the Surviving Corporation located at 465 Main Street, Suite 710, Buffalo, NY 14203.

NINTH: That a copy of the Merger Agreement will be furnished by the Surviving Corporation, on request and without cost, to any stockholder of any constituent corporation.

TENTH: That the Merger shall become effective upon the filing of this Certificate of Merger with the Secretary of State of the State of New York.

ELEVENTH: That concurrently with the filing of this Certificate of Merger, an Application for Authority shall be filed by Synacor-DE with the New York State Department of State to do business in the State of New York.

TWELFTH: That pursuant to the Merger Agreement, each outstanding share of Synacor-NY Common Stock shall convert into the right to receive one (1) share of Synacor-DE Common Stock on surrender of any certificates therefor.

THIRTEENTH: That Synacor-DE may be served with process in the State of New York in any proceeding against Synacor-DE for the enforcement of any obligation of Synacor-NY. Synacor-DE hereby appoints the Secretary of State of the State of New York as its agent to accept service of process in any action or proceeding and authorizes the Secretary of State of the State of New York to mail such process to: 465 Main Street, Suite 710, Buffalo, NY 14203.

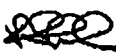
FOURTEENTH: That Synacor-DE hereby certifies that all fees and taxes (including penalties and interest) administered by the New York State Department of Taxation and Finance which are presently due and payable by Synacor-NY have been paid. Synacor-DE will promptly, following the filing of this Certificate of Merger, pay to the New York State Department of Taxation and Finance all fees and taxes (including penalties and interest), if any, due to the New York State Department of Taxation and Finance by Synacor-NY.

FIFTEENTH: That Synacor-DE will promptly pay to any shareholder of Synacor-NY the amount, if any, which such shareholder shall be entitled to receive as payment for such shareholder's shares, subject to the provisions of Section 623 of the Business Corporation Law of the State of New York.




IN WITNESS WHEREOF, Synacor-NY and Synacor-DE have caused this Certificate of Merger to be executed in each of their corporate names on the 15th day of November, 2002.

Synacor, Inc., a New York corporation

By   
Ron Frankel, President

Synacor, Inc., a Delaware corporation

By   
Ron Frankel, President

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CERTIFICATE OF MERGER

OF

SYNACOR, INC.

INTO

SYNACOR, INC.

Section 907 of the Business Corporation Law

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STATE OF NEW YORK  
DEPARTMENT OF STATE

Filer: Gunderson Dettmer  
733 Third Avenue  
2nd Floor  
New York, NY 10019  
Cust. Ref#821468AJC

FILED NOV 15 2002.

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BY: lmb

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