

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM475250

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	MERGER		
<b>EFFECTIVE DATE:</b>	02/20/2018		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
InsiderReferral.com, Inc.		02/20/2018	Corporation: CALIFORNIA
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Talroo, Inc.		
<b>Street Address:</b>	6433 Champion Grandview Way		
<b>Internal Address:</b>	Building 2, Suite 100		
<b>City:</b>	Austin		
<b>State/Country:</b>	TEXAS		
<b>Postal Code:</b>	78750		
<b>Entity Type:</b>	Corporation: DELAWARE		
<b>PROPERTY NUMBERS Total: 3</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Serial Number:</b>	87796706	TALROO	
<b>Serial Number:</b>	87796704	OO	
<b>Registration Number:</b>	4817237	JOBS2CAREERS	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	512.960.48		
<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>	5127797829		
<b>Email:</b>	john@wittliffcutter.com		
<b>Correspondent Name:</b>	John Saba		
<b>Address Line 1:</b>	1803 West Ave.		
<b>Address Line 4:</b>	Austin, TEXAS 78701		
<b>NAME OF SUBMITTER:</b>	John David Saba, Jr.		
<b>SIGNATURE:</b>	/John D. Saba/		
<b>DATE SIGNED:</b>	05/23/2018		
<b>Total Attachments: 3</b>			
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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:

"INSIDERSREFERRAL.COM, INC.", A CALIFORNIA CORPORATION, WITH AND INTO "TALROO, INC." UNDER THE NAME OF "TALROO, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE ON THE TWENTIETH DAY OF FEBRUARY, A.D. 2018, AT 11:16 O`CLOCK A.M.



  
Jeffrey W. Bullock, Secretary of State

6705550 8100M  
SR# 20181159642

You may verify this certificate online at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)

Authentication: 202181002  
Date: 02-20-18

**TRADEMARK**  
**REEL: 006335 FRAME: 0354**

**CERTIFICATE OF MERGER**  
**OF**  
**INSIDERSREFERRAL.COM, INC.**  
**(a California corporation)**  
**WITH AND INTO**  
**TALROO, INC.**  
**(a Delaware corporation)**

Pursuant to Title 8, Section 252 of the General Corporation Law of the State of Delaware, Talroo, Inc., a Delaware corporation, hereby certifies that:

1. The name of the surviving corporation is Talroo, Inc., a Delaware corporation ("Surviving Corporation") and the name of the corporation being merged into the Surviving Corporation is InsidersReferral.com, Inc., a California corporation ("Target Corporation").

2. The Agreement and Plan of Merger (the "Agreement"), dated of even date herewith, by and between Surviving Corporation and Target Corporation, has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations in accordance with Section 252 (and, with respect to Target Corporation, by the unanimous written consent of its stockholders in accordance with Section 228) of the General Corporation Law of the State of Delaware.

3. The name of the surviving corporation is Talroo, Inc., a Delaware corporation.

4. The certificate of incorporation of Surviving Corporation as in effect immediately prior to the effective time of the merger shall be, from and after the effective time of the merger, the certificate of incorporation of the Surviving Corporation.

5. The authorized stock and par value of the Target Corporation is 25,440,000 shares, consisting of 15,220,000 shares of common stock, no par value, and 10,220,000 shares of preferred stock, no par value.

6. The merger is to become effective upon the filing of this certificate of merger with the Secretary of State of the State of Delaware.

7. The executed Agreement is on file at an office of the Surviving Corporation at 6433 Champion Grandview Way Building 2 #100, Austin, Texas 78750.

8. A copy of the Agreement will be furnished by the Surviving Corporation, on request and without cost, to any stockholder of any constituent corporation.

[SIGNATURE PAGE FOLLOWS]

IN WITNESS WHEREOF, the Surviving Corporation has caused this certificate to be executed and acknowledged as of the 20th day of February, 2018.

TALROO, INC.

By:   
Name: Bruce Ge  
Title: President