

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM557866

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	MERGER		
<b>EFFECTIVE DATE:</b>	12/31/2019		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
THE FOUNDRY GROUP LLC	FORMERLY LUXOLOGY LLC	12/13/2019	Limited Liability Company: CALIFORNIA
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	THE FOUNDRY USCO, INC.		
<b>Street Address:</b>	6901 Professional Parkway East		
<b>Internal Address:</b>	Suite 200		
<b>City:</b>	Sarasota		
<b>State/Country:</b>	FLORIDA		
<b>Postal Code:</b>	34240		
<b>Entity Type:</b>	Corporation: DELAWARE		
<b>PROPERTY NUMBERS Total: 3</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	4664003	DEEP IMAGE	
<b>Registration Number:</b>	3036825	MODO	
<b>Registration Number:</b>	3335973	NEXUS	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	9415562672		
<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>	941-556-2654		
<b>Email:</b>	ip@ropertech.com		
<b>Correspondent Name:</b>	Roper Technologies, Inc.		
<b>Address Line 1:</b>	6901 Professional Parkway East		
<b>Address Line 2:</b>	Suite 200		
<b>Address Line 4:</b>	Sarasota, FLORIDA 34240		
<b>ATTORNEY DOCKET NUMBER:</b>	FOUNDRY (Merger)		
<b>NAME OF SUBMITTER:</b>	Deborah Fernandez		
<b>SIGNATURE:</b>	/df/		
<b>DATE SIGNED:</b>	01/16/2020		

CH \$90.00 4664003

**Total Attachments: 3**

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200203710054



# State of California Secretary of State

OBE MERG

FILED *JMR*  
Secretary of State  
State of California *570*

## Certificate of Merger

DEC 16 2019

EFFECTIVE  
DATE  
12-31-19

(California Corporations Code sections  
1113(g), 3203(g), 6019.1, 8019.1, 9640, 12540.1, 15911.14, 16915(b) and 17710.14)

IMPORTANT — Read all instructions before completing this form.

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1. NAME OF SURVIVING ENTITY The Foundry USCo, Inc.	2. TYPE OF ENTITY Corporation	3. CA SECRETARY OF STATE FILE NUMBER N/A	4. JURISDICTION Delaware
5. NAME OF DISAPPEARING ENTITY The Foundry Group LLC	6. TYPE OF ENTITY LLC	7. CA SECRETARY OF STATE FILE NUMBER 200203710054	8. JURISDICTION California

9. THE PRINCIPAL TERMS OF THE AGREEMENT OF MERGER WERE APPROVED BY A VOTE OF THE NUMBER OF INTERESTS OR SHARES OF EACH CLASS THAT EQUALED OR EXCEEDED THE VOTE REQUIRED. (IF A VOTE WAS REQUIRED, SPECIFY THE CLASS AND THE NUMBER OF OUTSTANDING INTERESTS OF EACH CLASS ENTITLED TO VOTE ON THE MERGER AND THE PERCENTAGE VOTE REQUIRED OF EACH CLASS. ATTACH ADDITIONAL PAGES, IF NEEDED.)

SURVIVING ENTITY			DISAPPEARING ENTITY		
CLASS AND NUMBER	AND	PERCENTAGE VOTE REQUIRED	CLASS AND NUMBER	AND	PERCENTAGE VOTE REQUIRED
Common, 100		Majority	Membership Units, 117,671.49		Majority

10. IF EQUITY SECURITIES OF A PARENT PARTY ARE TO BE ISSUED IN THE MERGER, CHECK THE APPLICABLE STATEMENT.

No vote of the shareholders of the parent party was required.  The required vote of the shareholders of the parent party was obtained.

11. IF THE SURVIVING ENTITY IS A DOMESTIC LIMITED LIABILITY COMPANY, LIMITED PARTNERSHIP, OR PARTNERSHIP, PROVIDE THE REQUISITE CHANGES (IF ANY) TO THE INFORMATION SET FORTH IN THE SURVIVING ENTITY'S ARTICLES OF ORGANIZATION, CERTIFICATE OF LIMITED PARTNERSHIP OR STATEMENT OF PARTNERSHIP AUTHORITY RESULTING FROM THE MERGER. ATTACH ADDITIONAL PAGES, IF NECESSARY.

12. IF A DISAPPEARING ENTITY IS A DOMESTIC LIMITED LIABILITY COMPANY, LIMITED PARTNERSHIP, OR PARTNERSHIP, AND THE SURVIVING ENTITY IS NOT A DOMESTIC ENTITY OF THE SAME TYPE, ENTER THE PRINCIPAL ADDRESS OF THE SURVIVING ENTITY.

PRINCIPAL ADDRESS OF SURVIVING ENTITY	CITY AND STATE	ZIP CODE
6901 Professional Parkway East, Ste. 200	Sarasota, Fl.	34240

13. OTHER INFORMATION REQUIRED TO BE STATED IN THE CERTIFICATE OF MERGER BY THE LAWS UNDER WHICH EACH CONSTITUENT OTHER BUSINESS ENTITY IS ORGANIZED. ATTACH ADDITIONAL PAGES, IF NECESSARY.

14. STATUTORY OR OTHER BASIS UNDER WHICH A FOREIGN OTHER BUSINESS ENTITY IS AUTHORIZED TO EFFECT THE MERGER.  
Sect. 264(c) of the Delaware General Corporation Law.

15. FUTURE EFFECTIVE DATE, IF ANY  
12 - 31 - 2019  
(Month) (Day) (Year)

16. ADDITIONAL INFORMATION SET FORTH ON ATTACHED PAGES, IF ANY, IS INCORPORATED HEREIN BY THIS REFERENCE AND MADE PART OF THIS CERTIFICATE.

17. I CERTIFY UNDER PENALTY OF PERJURY UNDER THE LAWS OF THE STATE OF CALIFORNIA THAT THE FOREGOING IS TRUE AND CORRECT OF MY OWN KNOWLEDGE. I DECLARE I AM THE PERSON WHO EXECUTED THIS INSTRUMENT, WHICH EXECUTION IS MY ACT AND DEED.

<u><i>[Signature]</i></u> SIGNATURE OF AUTHORIZED PERSON FOR THE SURVIVING ENTITY	12/13/19 DATE	John K. Stipanchich, Vice President TYPE OR PRINT NAME AND TITLE OF AUTHORIZED PERSON
_____ SIGNATURE OF AUTHORIZED PERSON FOR THE SURVIVING ENTITY	_____ DATE	_____ TYPE OR PRINT NAME AND TITLE OF AUTHORIZED PERSON
<u><i>[Signature]</i></u> SIGNATURE OF AUTHORIZED PERSON FOR THE DISAPPEARING ENTITY	12/13/19 DATE	John K. Stipanchich, Mgr of The Foundry Group LLC TYPE OR PRINT NAME AND TITLE OF AUTHORIZED PERSON
<u><i>[Signature]</i></u> SIGNATURE OF AUTHORIZED PERSON FOR THE DISAPPEARING ENTITY	12/13/19 DATE	Jason Conley, Mgr of The Foundry Group LLC TYPE OR PRINT NAME AND TITLE OF AUTHORIZED PERSON

For an entity that is a business trust, real estate investment trust or an unincorporated association, set forth the provision of law or other basis for the authority of the person signing: \_\_\_\_\_

**Agreement of Surviving Entity**

The following agreement is made pursuant to California Corporation Code §17710.17(f)(1)(2) and (3) of the California Corporation Code:

1. That the Surviving Corporation may be served in this state in a proceeding for the enforcement of an obligation of any merging entity in a proceeding to enforce the rights of any holder of a dissenting interest or dissenting shares in a merging domestic limited liability company.
2. Irrevocably appoints the Secretary of State of the State of California as the Surviving Corporation's agent for service of process, and the address to which any such process may be forwarded is as follows:

**John K. Stipancich  
6901 Professional Parkway East, Suite 200  
Sarasota, FL 34240**

3. The Surviving Corporation will promptly pay the holder of any dissenting interest or dissenting share in a merging domestic limited liability company the amount which that person is entitled to under California law.

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I hereby certify that the foregoing  
transcript of 2 page(s)  
is a full, true and correct copy of the  
original record in the custody of the  
California Secretary of State's office.

DEC 16 2019

Date: 5-10

**TRADEMARK**