

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM587084

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	CHANGE OF NAME		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Graphus, Inc		07/06/2020	Corporation:
RECEIVING PARTY DATA			
Name:	Kaseya US LLC		
Street Address:	26 W 17th Street		
Internal Address:	9th Floor		
City:	New York		
State/Country:	NEW YORK		
Postal Code:	10011		
Entity Type:	Limited Liability Company: DELAWARE		
PROPERTY NUMBERS Total: 3			
Property Type	Number	Word Mark	
Registration Number:	5837835	EMPLOYEEESHIELD	
Registration Number:	5446775	TRUST GRAPH	
Registration Number:	5008840	GRAPHUS	
CORRESPONDENCE DATA			
Fax Number:			
<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:	212-728-8000		
Email:	IPDept@willkie.com		
Correspondent Name:	Spencer Simon		
Address Line 1:	787 Seventh Avenue		
Address Line 4:	New York, NEW YORK 10019		
ATTORNEY DOCKET NUMBER:	121982.59		
NAME OF SUBMITTER:	Spencer Simon		
SIGNATURE:	/Spencer Simon/		
DATE SIGNED:	07/17/2020		
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:

"GRAPHUS, INC.", A DELAWARE CORPORATION,

WITH AND INTO "GEORGIA MERGER SUB 2 LLC" UNDER THE NAME OF "GEORGIA MERGER SUB 2 LLC", A LIMITED LIABILITY COMPANY ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE ON THE SECOND DAY OF JULY, A.D. 2020, AT 6:21 O`CLOCK P.M.




Jeffrey W. Bullock, Secretary of State

3089066 8100M
SR# 20206054815

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

Authentication: 203221421
Date: 07-02-20

TRADEMARK
REEL: 007000 FRAME: 0689

CERTIFICATE OF MERGER
of
GRAPHUS, INC.
(a Delaware corporation)
with and into
GEORGIA MERGER SUB 2 LLC
(a Delaware limited liability company)

Pursuant to Title 8, Section 264(c) of the Delaware General Corporation Law (the “DGCL”) and Title 6, Section 18-209 of the Limited Liability Company Act (the “DLLCA”), the undersigned hereby certifies to the following information relating to the merger of Graphus, Inc., a Delaware corporation (the “Company”), with and into Georgia Merger Sub 2 LLC, a Delaware limited liability company (the “Merging Entity”) (the “Merger”):

FIRST: That the names and states of incorporation or organization, as applicable, of the Company and Merging Entity, which are the constituent entities in the Merger (together, the “Constituent Entities”), are as follows:

<u>Name</u>	<u>State of Formation</u>
Graphus, Inc.	Delaware
Georgia Merger Sub 2 LLC	Delaware

SECOND: That the Agreement and Plan of Merger, dated as of July 2, 2020 (the “Merger Agreement”), by and among the Company, Kaseya Holdings Inc., Georgia Merger Sub 1 Inc., Merging Entity and Manoj Kumar Srivastava, setting forth the terms and conditions of the Merger, has been approved, adopted, certified, executed and acknowledged by each of the Constituent Entities in accordance with the applicable provisions of the DGCL and the DLLCA.

THIRD: That the name of the limited liability company surviving the Merger (the “Surviving Entity”) is “Georgia Merger Sub 2 LLC”.

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

FIFTH: That a copy of the executed Merger Agreement is on file at the principal place of business of the Surviving Entity. The address of the principal place of business of the Surviving Entity is: 26 W 17th St 9th floor, New York, NY 10011.

SIXTH: That a copy of the Merger Agreement will be furnished by the Surviving Entity, on request and without cost, to any member of any constituent limited liability company or stockholder of any constituent corporation.

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IN WITNESS WHEREOF, the undersigned has caused this Certificate of Merger to be signed by an authorized person this 2nd day of July 2020.

GEORGIA MERGER SUB 2 LLC

By: DocuSigned by:
Bob Cox
Name: Bob Cox
Title: Authorized Person

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:

"GEORGIA MERGER SUB 2 LLC", A DELAWARE LIMITED LIABILITY COMPANY,

WITH AND INTO "KASEYA US LLC" UNDER THE NAME OF "KASEYA US LLC", A LIMITED LIABILITY COMPANY ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE ON THE SIXTH DAY OF JULY, A.D. 2020, AT 2:38 O`CLOCK P.M.




Jeffrey W. Bullock, Secretary of State

4686806 8100M
SR# 20206075777

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

Authentication: 203229360
Date: 07-06-20

TRADEMARK
REEL: 007000 FRAME: 0692

CERTIFICATE OF MERGER
of
GEORGIA MERGER SUB 2 LLC
(a Delaware limited liability company)
with and into
KASEYA US LLC
(a Delaware limited liability company)

**UNDER TITLE 6, SECTION 18-209 OF THE DELAWARE LIMITED LIABILITY
COMPANY ACT**

Pursuant to Section 18-209 of the Delaware Limited Liability Company Act (the "DLLCA"), Georgia Merger Sub 2 LLC, a Delaware limited liability company (the "Company"), hereby certifies to the following information relating to the merger of the Company with and into Kaseya US LLC, a Delaware limited liability company (the "Merging Entity") (the "Merger"):

FIRST: That the names and states of incorporation or organization, as applicable, of the Company and Merging Entity, which are the constituent entities in the Merger (together, the "Constituent Entities"), are as follows:

<u>Name</u>	<u>State of Formation</u>
Georgia Merger Sub 2 LLC	Delaware
Kaseya US LLC	Delaware

SECOND: That the Agreement and Plan of Merger, dated as of July 6, 2020 (the "Merger Agreement"), by and between the Company and the Merging Entity, setting forth the terms and conditions of the Merger, has been approved, adopted, certified, executed and acknowledged by each of the Constituent Entities in accordance with the provisions of the DLLCA.

THIRD: That the name of the entity surviving the Merger (the "Surviving Entity") is "Kaseya US LLC".

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

FIFTH: That a copy of the executed Merger Agreement is on file at the principal place of business of the Surviving Entity. The address of the principal place of business of the Surviving Entity is: 26 W 17th St, 9th Floor, New York, NY 10011.

SIXTH: That a copy of the Merger Agreement will be furnished by the Surviving Entity, on request and without cost, to any member of either of the Constituent Entities.

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IN WITNESS WHEREOF, the Merging Entity has caused this Certificate of Merger to be signed by the undersigned this 6th day of July 2020.

KASEYA US LLC

By: /s/ Bob Cox

Name: Bob Cox

Title: Authorized Person

[Signature Page to Certificate of Merger]

RECORDED: 07/17/2020

**TRADEMARK
REEL: 007000 FRAME: 0694**