

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Certificate of Conversion		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
VisiBILLity, Inc.		02/06/2006	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	Visibility LLC		
Street Address:	325 Corporate Drive		
City:	Portsmouth		
State/Country:	NEW HAMPSHIRE		
Postal Code:	03801		
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Registration Number:	2491994	VISIBILLITY	
Registration Number:	2653228	VISIBILLITY	
CORRESPONDENCE DATA			
Fax Number:	(207)791-1350		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	207-791-1100		
Email:	trademark@pierceatwood.com		
Correspondent Name:	Gloria A. Pinza, Esq.		
Address Line 1:	One Monument Square		
Address Line 2:	Pierce Atwood LLP		
Address Line 4:	Portland, MAINE 04101-1110		
ATTORNEY DOCKET NUMBER:	25033-5922		
NAME OF SUBMITTER:	Gloria A. Pinza, Esq.		
Signature:	/Gloria A. Pinza/		

CH \$65.00 2491994

Date:

08/02/2007

Total Attachments: 6

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Delaware

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The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF CONVERSION OF A DELAWARE CORPORATION UNDER THE NAME OF "VISIBILLITY, INC." TO A DELAWARE LIMITED LIABILITY COMPANY, CHANGING ITS NAME FROM "VISIBILLITY, INC." TO "VISIBILLITY LLC", FILED IN THIS OFFICE ON THE SIXTH DAY OF FEBRUARY, A.D. 2006, AT 3:24 O'CLOCK P.M.

3912500 8100V

070865787



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 5883057

DATE: 07-30-07

TRADEMARK
REEL: 003593 FRAME: 0575

**CERTIFICATE OF CONVERSION TO LIMITED LIABILITY COMPANY
OF
VISIBILLITY, INC.
TO
VISIBILLITY LLC**

This Certificate of Conversion to Limited Liability Company is being duly executed and filed by VisiBILLity, Inc., a Delaware corporation (the "Corporation"), and Robert A. Eberle, as an authorized person, to convert the Corporation to a Delaware limited liability company under the Delaware Limited Liability Company Act (6 Del. C. § 18-101 et seq.) and the General Corporation Law of the State of Delaware (8 Del. C. § 101, et seq.) (the "GCL").

1. The Corporation's name when it was originally incorporated in the State of Delaware was VisiBILLity II, Inc. pursuant to a Certificate of Incorporation filed on January 14, 2005; and its name as of immediately prior to the filing of this Certificate of Conversion to Limited Liability Company being VisiBILLity, Inc., pursuant to a Certificate of Merger filed on March 22, 2005.

2. The Corporation filed its original certificate of incorporation with the Secretary of State of the State of Delaware and was first incorporated on January 14, 2005, in the State of Delaware, and was incorporated in the State of Delaware immediately prior to the filing of this Certificate of Conversion to Limited Liability Company.

3. The name of the limited liability company into which the Corporation shall be converted as set forth in the certificate of formation of the limited liability company shall be Visibillity LLC.

4. The conversion of the Corporation to a Delaware limited liability company has been approved in accordance with the provisions of Section 228 and Section 266 of the GCL.

5. The conversion of the Corporation to a Delaware limited liability company shall be effective upon the filing of this Certificate of Conversion to Limited Liability Company and a certificate of formation of the limited liability company with the Secretary of State of the State of Delaware.

*State of Delaware
Secretary of State
Division of Corporations
Delivered 03:26 PM 02/06/2006
FILED 03:24 PM 02/06/2006
SRV 060111348 - 3912500 FILE*

IN WITNESS WHEREOF, the undersigned have executed this Certificate of Conversion to Limited Liability Company dated as of January 31, 2006.

VISIBILLITY, INC.

VISIBILLITY LLC

By: /s/ Robert A. Eberle
Name: Robert A. Eberle
Title: Treasurer

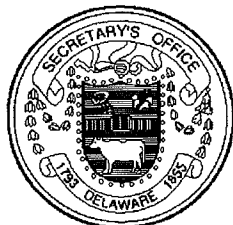
/s/ Robert A. Eberle
Name: Robert A. Eberle
Authorized Person

Delaware

PAGE 2

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF CERTIFICATE OF FORMATION OF "VISIBILLITY LLC" FILED IN THIS OFFICE ON THE SIXTH DAY OF FEBRUARY, A.D. 2006, AT 3:24 O'CLOCK P.M.



3912500 8100V

070865787

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 5883057

DATE: 07-30-07

TRADEMARK
REEL: 003593 FRAME: 0578

CERTIFICATE OF FORMATION

OF

VISIBILLITY LLC

This Certificate of Formation of Visibillity LLC (the "LLC"), dated as of January 31, 2006, is being duly executed and filed by Robert A. Eberle, as an authorized person, to form a limited liability company under the Delaware Limited Liability Company Act (6 Del.C. §18-101, et seq.).

FIRST. The name of the limited liability company formed hereby is Visibillity LLC.

SECOND. The address of the registered office of the LLC in the State of Delaware is c/o The Corporation Trust Company, 1209 Orange Street, Wilmington, New Castle County, Delaware 19801.

THIRD. The name and address of the registered agent for service of process on the LLC in the State of Delaware is The Corporation Trust Company, 1209 Orange Street, Wilmington, New Castle County, Delaware 19801.

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Formation as of the date first above written.

/s/ Robert A. Eberle

Name: Robert A. Eberle

Authorized Person