

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	CHANGE OF NAME		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Warranty Corporation of America		01/01/2011	CORPORATION: GEORGIA
RECEIVING PARTY DATA			
Name:	Warranty Company of America, LLC		
Street Address:	22660 Executive Drive		
City:	Sterling		
State/Country:	VIRGINIA		
Postal Code:	20166		
Entity Type:	LIMITED LIABILITY COMPANY: GEORGIA		
PROPERTY NUMBERS Total: 6			
Property Type	Number	Word Mark	
Registration Number:	2412264	WACA	
Registration Number:	2759722	DIGITAL LIFELINE	
Registration Number:	2916565	PHONEGUARD	
Registration Number:	2916566	PHONEGUARD	
Registration Number:	3117553	MOBILE LIFELINE	
Registration Number:	3287227	TECH ON DEMAND	
CORRESPONDENCE DATA			
Fax Number:	(615)259-1470		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	6152591450		
Email:	trademarks@arlaw.com		
Correspondent Name:	Edward Playfair		
Address Line 1:	424 Church Street		
Address Line 2:	Suite 2800		
Address Line 4:	Nashville, TENNESSEE 37219		

CH \$165.00 2412264

ATTORNEY DOCKET NUMBER:	612194-000004
NAME OF SUBMITTER:	Edward Playfair
Signature:	/Edward Playfair/
Date:	06/20/2011
Total Attachments: 5 source=Certicafate of Conversion - Warranty Corporation of America#page1.tif source=Certicafate of Conversion - Warranty Corporation of America#page2.tif source=Certicafate of Conversion - Warranty Corporation of America#page3.tif source=Certicafate of Conversion - Warranty Corporation of America#page4.tif source=Certicafate of Conversion - Warranty Corporation of America#page5.tif	

STATE OF GEORGIA

Secretary of State
Corporations Division
315 West Tower
#2 Martin Luther King, Jr. Dr.
Atlanta, Georgia 30334-1530

CERTIFICATE OF CONVERSION

I, **Brian P. Kemp**, the Secretary of State and the Corporations Commissioner of the State of Georgia, do hereby certify under the seal of my office that a certificate of conversion has been filed on **01/01/2011** converting

WARRANTY CORPORATION OF AMERICA
a Domestic Profit Corporation

to

WARRANTY COMPANY OF AMERICA, LLC
a Domestic Limited Liability Company

The required fees as provided by Title 14 of the Official Code of Georgia Annotated have been paid. Conversion of the above-named entity is effective upon issuance of this certificate.

WITNESS my hand and official seal in the City of Atlanta
and the State of Georgia on January 1, 2011



A handwritten signature in black ink, appearing to read "B: P. Kemp". The signature is stylized and fluid.

Brian P. Kemp
Secretary of State

**CERTIFICATE OF CONVERSION
OF WARRANTY CORPORATION OF AMERICA
TO BECOME A LIMITED LIABILITY COMPANY**

Pursuant to Section 14-2-1109.1 of the Official Code of Georgia Annotated:

1. The name of the Georgia corporation electing to file this Certificate of Conversion is "Warranty Corporation of America" (the "Company").
2. The Company elects to become a limited liability company.
3. This election has been approved as required by Section 14-11-212(a) of the Official Code of Georgia Annotated.
4. Filed with this certificate of election are articles of organization that are in the form required by Section 14-11-204 of the Official Code of Georgia Annotated, that set forth a name for the limited liability company that satisfies the requirements of Section 14-11-207 of the Official Code of Georgia Annotated, and that shall be the articles of organization of the limited liability company formed pursuant to this election unless and until modified in accordance with the Georgia Limited Liability Company Act.
5. The aggregate total shares of all of the Company's issued and outstanding capital stock shall be converted into a 100% membership interest in the limited liability company to be formed pursuant to this Certificate of Conversion.
6. This Certificate of Conversion shall have a delayed effective date and shall not become effective until 12:01 a.m. Eastern Time on January 1, 2011.

State of Georgia
Expedite Conversion 4 Page(s)

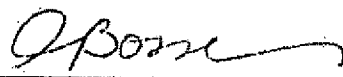


TRADEMARK

REEL: 004566 FRAME: 0241

IN WITNESS WHEREOF, the corporation making the election has executed this certificate this 28 day of December, 2010.

WARRANTY CORPORATION
OF AMERICA

By: 
Name: David N. Bosserman
Title: SVP, Treasurer and CFO

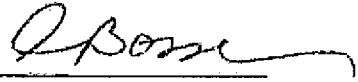
2010 DEC 29 PM 12:48
SECRETARY OF STATE
CORPORATIONS DIVISION

ARTICLES OF ORGANIZATION
OF
WARRANTY COMPANY OF AMERICA, LLC

1.

The name of the limited liability company is Warranty Company of America, LLC.

IN WITNESS WHEREOF, the undersigned organizer has executed these Articles of Organization this 2⁸ day of December, 2010.



David N. Bosserman, Organizer

2010 DEC 29 PM 12:48
SECRETARY OF STATE
CORPORATIONS DIVISION



Brian P. Kemp
Secretary of State

**OFFICE OF SECRETARY OF STATE
CORPORATIONS DIVISION**

315 West Tower, #2 Martin Luther King, Jr. Drive
Atlanta, Georgia 30334-1530
(404) 656-2817

Registered agent, officer, entity status information via the Internet
<http://www.georgiacorporations.org>

**TRANSMITTAL INFORMATION
GEORGIA LIMITED LIABILITY COMPANY**

IMPORTANT

Remember to include your e-mail address when completing this transmittal form.

Providing your e-mail address allows us to notify you via e-mail when we receive your filing and when we take action on your filing. Please enter your e-mail address on the line below. Thank you.

E-Mail: lisa.mcintyre@asurion.com

NOTICE TO APPLICANT: PRINT PLAINLY OR TYPE REMAINDER OF THIS FORM

1.	LLC Name Reservation Number (if one has been obtained; if articles are being filed without prior reservation, leave this line blank) Warranty Company of America, LLC LLC Name (List exactly as it appears in articles)				
2.	Lisa McIntyre		615-445-3303		
	Name of person filing articles (certificate will be mailed to this person, at address below)				Telephone Number
	648 Grassmere Park, Suite 300				
	Address				
	Nashville	TN	37211		
	City	State	Zip Code		
3.	22660 Executive Drive				
	Principal Office Mailing Address of LLC (Unlike registered office address, this may be a post office box)				
	Sterling	VA	20166		
	City	State	Zip Code		
4.	National Registered Agents, LLC				
	Name of LLC's Registered Agent in Georgia				
	3675 Crestwood Parkway, Suite 350				
	Registered Office Street Address of LLC in Georgia (Post office box or mail drop not acceptable for registered office address)				
	Duluth	GA	GA	30096	
	City	County	State	Zip Code	
5.	Name and Address of each organizer (Attach additional sheets if necessary)				
	David Bosserman	22660 Executive Drive	Sterling	VA	20166
	Organizer	Address	City	State	Zip Code
	Organizer	Address	City	State	Zip Code

6. Mail or deliver the following items to the Secretary of State, at the above address:
 1) This transmittal form
 2) Original and one copy of the Articles of Organization
 3) Filing fee of \$100.00 payable to Secretary of State. Filing fees are NON-refundable.

[Signature]

12/29/10

Authorized Signature

Date

Member, Manager, Organizer or Attorney-in-fact (Circle one)

Request certificates and obtain entity information via the Internet: <http://www.georgiacorporations.org>

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