

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Entity Conversion and Name change		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Secure-24, Inc.		08/20/2012	CORPORATION: MICHIGAN
RECEIVING PARTY DATA			
Name:	Secure-24, LLC		
Street Address:	26955 Northwestern Highway		
Internal Address:	Suite 200		
City:	Southfield		
State/Country:	MICHIGAN		
Postal Code:	48033		
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE		
PROPERTY NUMBERS Total: 3			
Property Type	Number	Word Mark	
Registration Number:	3846221	S-24	
Registration Number:	2904585	SECURING YOUR VISION	
Serial Number:	85263811	S24	
CORRESPONDENCE DATA			
Fax Number:	704441111		
	<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>		
Phone:	704-444-1000		
Email:	elaine.hunt@alston.com		
Correspondent Name:	Natalie A. Blakeney		
Address Line 1:	Alston & Bird LLP		
Address Line 2:	101 South Tryon Street, Suite 4000		
Address Line 4:	Charlotte, NORTH CAROLINA 28280-4000		
ATTORNEY DOCKET NUMBER:	43063/418545		

CH \$90.00 3846221

NAME OF SUBMITTER:	Elaine B. Hunt
Signature:	/Elaine B. Hunt/
Date:	08/22/2012
Total Attachments: 5 source=secure-24 name change#page1.tif source=secure-24 name change#page2.tif source=secure-24 name change#page3.tif source=secure-24 name change#page4.tif source=secure-24 name change#page5.tif	

Delaware

PAGE 1

The First State

I, JEFFREY W. BULLOCK, 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 MICHIGAN CORPORATION UNDER THE NAME OF "SECURE-24, INC." TO A DELAWARE LIMITED LIABILITY COMPANY, CHANGING ITS NAME FROM "SECURE-24, INC." TO "SECURE-24, LLC", FILED IN THIS OFFICE ON THE TWENTIETH DAY OF AUGUST, A.D. 2012, AT 2:51 O'CLOCK P.M.

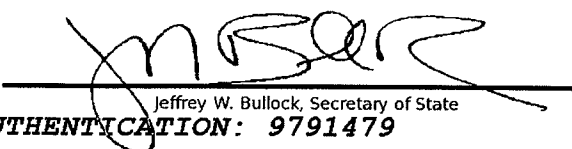
AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF CONVERSION IS THE TWENTY-FIRST DAY OF AUGUST, A.D. 2012, AT 12:01 O'CLOCK A.M.



5200989 8100V

120951941

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


Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 9791479

DATE: 08-20-12

TRADEMARK
REEL: 004847 FRAME: 0241

CERTIFICATE OF CONVERSION

CONVERTING

SECURE-24, INC.
a Michigan Corporation

TO

SECURE-24, LLC
a Delaware Limited Liability Company

Pursuant to Michigan Act 284, Public Acts of 1972 and Michigan Act 23, Public Acts of 1993, and Section 18-214 of the Delaware Limited Liability Company Act

1. The name of the corporation immediately prior to the filing of this Certificate is Secure-24, Inc. (the "*Corporation*"). The Corporation was first formed in the State of Michigan on October 19, 2001, with an entity identification number of 22138C. The Corporation has commenced business and is governed by the Michigan Business Corporation Act.

2. The name of the surviving limited liability company into which the Corporation is herein being converted (the "*Conversion*") is Secure-24, LLC, a Delaware limited liability company (the "*LLC*"). The surviving LLC will be governed by the Delaware Limited Liability Company Act.

3. The LLC will have its principal place of business at 26955 Northwestern Highway, Ste. 200, Southfield, Michigan 48033.

4. Immediately prior to the Conversion, 54,000 shares of the common stock of the Corporation shall be issued and outstanding and each share is entitled to one vote. Each share of the common stock of the Corporation outstanding immediately prior to the Conversion shall, by virtue of the Conversion and without any action on the part of the holders thereof, be automatically converted into 1.85185 units of the LLC such that following the Conversion 100,000 units of the LLC will be issued and outstanding. Only one class of units is authorized and all units will be entitled to one vote.

5. The Conversion has been adopted by the Board of Directors of the Corporation and approved by the stockholders of the Corporation in accordance with Section 745 of the Michigan Business Corporation Act and Section 18-214 of the Delaware Limited Liability Company Act.

6. The Plan of Conversion will be furnished by the LLC, on request and without cost, to any stockholder of the Corporation.

7. The Certificate of Conversion shall be effective at 12:01 a.m. EDT on August 21, 2012, immediately prior to the Closing (as defined in that certain Interest Purchase Agreement dated June 27, 2012, by and among Matthias Horch, Volker Straub, S24 Newco, Inc., a Michigan corporation, and Pamlico S-24 Holdings, LLC, a Delaware limited liability company).

[SIGNATURE APPEARS ON FOLLOWING PAGE]

The undersigned officer has executed this Certificate of Conversion on this 20th day of August, 2012.

SECURE 24, INC.

By: _____
Name: Matthias Horch
Title: President

Signature Page to Certificate of Conversion

TRADEMARK
REEL: 004847 FRAME: 0243

Delaware

PAGE 2

The First State

I, JEFFREY W. BULLOCK, 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 "SECURE-24, LLC" FILED IN THIS OFFICE ON THE TWENTIETH DAY OF AUGUST, A.D. 2012, AT 2:51 O'CLOCK P.M.

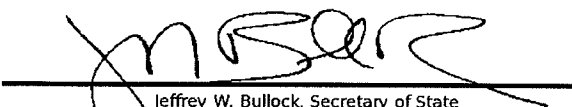
AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF FORMATION IS THE TWENTY-FIRST DAY OF AUGUST, A.D. 2012, AT 12:01 O'CLOCK A.M.



5200989 8100V

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Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 9791479

DATE: 08-20-12

TRADEMARK
REEL: 004847 FRAME: 0244

**CERTIFICATE OF FORMATION
OF
SECURE-24, LLC**

The undersigned authorized person, desiring to form a limited liability company pursuant to Section 18-201 of the Delaware Limited Liability Company Act, 6 Delaware Code, Chapter 18, does hereby certify as follows:

I.

The name of the limited liability company is Secure-24, LLC (the "**LLC**").

II.

The address of the registered office of the LLC in the State of Delaware is Corporation Trust Company, 1209 Orange Street, Wilmington, Delaware, County of New Castle. The name of the LLC's registered agent for service of process in the State of Delaware at such address is The Corporation Trust Company.

III.

The Certificate of Formation shall be effective at 12:01 a.m. EDT on August 21, 2012, immediately prior to the Closing (as defined in that certain Interest Purchase Agreement, dated June 27, 2012, by and among Matthias Horch, Volker Straub, S24 Newco, Inc., a Michigan corporation, and Pamlico S-24 Holdings, LLC, a Delaware limited liability company).

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Formation of Secure-24, LLC on August 20, 2012.

By: _____

Name: Matthias Horch

Title: Authorized Person